



SEC/48/2017-63

August 13, 2019

<p>To, The Manager Listing Compliance Department BSE Limited Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai- 400001</p> <p>Scrip Code/ Symbol: <b>540678</b></p>	<p>To, The Manager Listing Compliance Department The National Stock Exchange of India Ltd. Exchange Plaza, Bandra-Kurla Complex, Bandra (East) Mumbai- 400051</p> <p>Scrip Symbol: <b>COCHINSHIP</b></p>
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Dear Sir/Madam,

**SUBMISSION OF DETAILS REGARDING THE E-VOTING RESULTS UNDER REGULATION 44 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 FOR THE 47<sup>TH</sup> ANNUAL GENERAL MEETING OF THE COMPANY HELD ON AUGUST 13, 2019**

1. This is with reference to the earlier communication regarding the Annual General Meeting of the Company. Please note that the 47<sup>th</sup> Annual General Meeting of the Company was duly held on Tuesday, August 13, 2019 at 11:00 hrs. at The Mercy Hotel, M.G. Road, Ravipuram, Kochi – 682015, to transact the business mentioned in the notice of the Annual General Meeting dated July 08, 2019.

2. As required by the provisions of the Section 108 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the facility of voting through remote e-voting and by voting at the venue of Annual General Meeting was provided to the members. The remote e-voting facility was opened from August 10, 2019, 09:00 hrs to August 12, 2019, 17.00 hrs. to enable the members to cast their votes. The Company had appointed Mr. Sreekumar P.S. FCS, Practising Company Secretary, Partner, M/s. SVJS & Associates, Company Secretaries, Kochi as the Scrutinizer for the remote e-voting and voting at the AGM venue. All the items of business as mentioned in the Notice of the 47<sup>th</sup> Annual General Meeting have been transacted and based on the report of the Scrutinizer, the resolutions indicated below were declared as duly passed by requisite majority. The Scrutinizer's Report is enclosed as Annexure -1.

3. Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached the consolidated outcome of voting held through remote e-voting and voting at the venue of the 47<sup>th</sup> Annual General Meeting of the Company.



4. You are requested to kindly take above information on your records.

Thanking you.

Yours Truly,  
For Cochin Shipyard Ltd.

A handwritten signature in black ink, appearing to be 'Kala V', written in a cursive style.

**Kala V**  
**Company Secretary &**  
**General Manager (Finance)**

Encl: As above

**OUTCOME OF VOTING AT THE ANNUAL GENERAL MEETING**

**As per regulation 44(3) of the Securities and Exchange Board of India (Listing  
Obligation and Disclosure Requirements) Regulations, 2015**

1	Date of AGM	August 13, 2019
2	Total number of shareholders as on cut-off date	164560 as on record date August 06, 2019
3	Shareholder	Present in person or through proxy
	- Promoter or promoter group	1
	- Public	221
4	Number of shareholders attended the meeting through video conferencing - Promoter or Promoter group - Public	Not arranged

## Cochin Shipyard Limited

Resolution Required : (Ordinary)		<p>1 - a. To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2019, together with the Reports of the Board of Directors' and Auditors' thereon;</p> <p>b. To receive, consider and adopt the audited consolidated financial statements of the Company for the financial year ended March 31, 2019 together with the Report of the Auditors' thereon.</p>						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	98934442	98934442	100.0000	98934442	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>98934442</b>	<b>100.0000</b>	<b>98934442</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	16675082	12418391	74.4727	12418391	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>12418391</b>	<b>74.4727</b>	<b>12418391</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	15930866	1466102	9.2029	1465733	369	99.9748	0.0252
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1466102</b>	<b>9.2029</b>	<b>1465733</b>	<b>369</b>	<b>99.9748</b>	<b>0.0252</b>
<b>Total</b>		<b>131540390</b>	<b>112818935</b>	<b>85.7675</b>	<b>112818566</b>	<b>369</b>	<b>99.9997</b>	<b>0.0003</b>

## Cochin Shipyard Limited

Resolution Required : (Ordinary)

2 - To declare a final dividend of Rs. 13.00 on equity share for the financial year ended March 31, 2019.

Whether promoter/ promoter group are interested in the agenda/resolution?

NO

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	98934442	98934442	100.0000	98934442	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>98934442</b>	<b>100.0000</b>	<b>98934442</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	16675082	12434163	74.5673	12434163	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>12434163</b>	<b>74.5673</b>	<b>12434163</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	15930866	1466102	9.2029	1465763	339	99.9769	0.0231
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1466102</b>	<b>9.2029</b>	<b>1465763</b>	<b>339</b>	<b>99.9769</b>	<b>0.0231</b>
<b>Total</b>		<b>131540390</b>	<b>112834707</b>	<b>85.7795</b>	<b>112834368</b>	<b>339</b>	<b>99.9997</b>	<b>0.0003</b>

## Cochin Shipyard Limited

Resolution Required : (Ordinary)			3 - Re-appointment of Shri Madhu S Nair (DIN: 07376798), who retires by rotation.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	98934442	98934442	100.0000	98934442	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>98934442</b>	<b>100.0000</b>	<b>98934442</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	16675082	12434163	74.5673	12367411	66752	99.4632	0.5368
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>12434163</b>	<b>74.5673</b>	<b>12367411</b>	<b>66752</b>	<b>99.4632</b>	<b>0.5368</b>
Public Non Institutions	E-Voting	15930866	1464816	9.1948	1463746	1070	99.9270	0.0730
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1464816</b>	<b>9.1948</b>	<b>1463746</b>	<b>1070</b>	<b>99.9270</b>	<b>0.0730</b>
<b>Total</b>		<b>131540390</b>	<b>112833421</b>	<b>85.7785</b>	<b>112765599</b>	<b>67822</b>	<b>99.9399</b>	<b>0.0601</b>

## Cochin Shipyard Limited

Resolution Required : (Ordinary)		4 - To authorize the Board of Directors to fix the remuneration of the Auditors appointed by Comptroller and Auditor General (C&AG) of India for the financial year 2019-20.						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	98934442	98934442	100.0000	98934442	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>98934442</b>	<b>100.0000</b>	<b>98934442</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	16675082	12434163	74.5673	12434163	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>12434163</b>	<b>74.5673</b>	<b>12434163</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	15930866	1466102	9.2029	1465703	399	99.9728	0.0272
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1466102</b>	<b>9.2029</b>	<b>1465703</b>	<b>399</b>	<b>99.9728</b>	<b>0.0272</b>
<b>Total</b>		<b>131540390</b>	<b>112834707</b>	<b>85.7795</b>	<b>112834308</b>	<b>399</b>	<b>99.9996</b>	<b>0.0004</b>

## Cochin Shipyard Limited

Resolution Required : (Special)			5 - Ratification of remuneration of Cost Auditors for the financial year 2019-20.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	98934442	98934442	100.0000	98934442	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>98934442</b>	<b>100.0000</b>	<b>98934442</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	16675082	12434163	74.5673	12434163	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>12434163</b>	<b>74.5673</b>	<b>12434163</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	15930866	1466102	9.2029	1465652	450	99.9693	0.0307
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1466102</b>	<b>9.2029</b>	<b>1465652</b>	<b>450</b>	<b>99.9693</b>	<b>0.0307</b>
<b>Total</b>		<b>131540390</b>	<b>112834707</b>	<b>85.7795</b>	<b>112834257</b>	<b>450</b>	<b>99.9996</b>	<b>0.0004</b>

**SCRUTINIZER REPORT FOR REMOTE E-VOTING, E-VOTING AT THE VENUE AND  
POLL CONDUCTED AT THE ANNUAL GENERAL MEETING OF  
COCHIN SHIPYARD LIMITED**

To

Shri. Madhu S Nair  
Chairman & Managing Director  
COCHIN SHIPYARD LIMITED  
Administrative Building  
Cochin Shipyard Premises  
Perumanoor, Cochin  
Ernakulam-682015

47<sup>th</sup> Annual General Meeting of the equity shareholders of **COCHIN SHIPYARD LIMITED (CIN: L63032KL1972GOI002414)** held on Tuesday, the 13<sup>th</sup> day of August, 2019 at 11.00 A.M. at The Mercy Hotel, M.G. Road, Ravipuram, Kochi – 682015.

**Sub: Passing of Resolutions through Remote Electronic Voting, Electronic Voting and Poll conducted at the Venue of the 47<sup>th</sup> Annual General Meeting of Cochin Shipyard Limited.**

We, SVJS & Associates, Company Secretaries, 65/2364 A, Ponoth Road, Kaloor, Kochi, Ernakulam, Kerala- 682017 represented by CS. Sreekumar P.S., Partner, holding Membership No. FCS: 8130, Certificate of Practice No: 8067 have been appointed as Scrutinizer for the Remote Electronic Voting, Electronic Voting at the venue of the meeting and Poll conducted on the below mentioned resolutions at the 47<sup>th</sup> Annual General Meeting of the Equity Shareholders of **COCHIN SHIPYARD LIMITED (CIN: L63032KL1972GOI002414)**, held on Tuesday, the 13<sup>th</sup> day of August, 2019 at 11.00 A.M. at The Mercy Hotel, M.G. Road, Ravipuram, Kochi – 682015.



The Company had appointed Central Depository Services (India) Limited (CDSL) as the Service Provider, for extending the facility for the Remote Electronic Voting to the members of the Company and the facility of Electronic Voting at the venue of the Annual General Meeting. Link Intime India Private Limited is the Registrar and Share Transfer Agent of the Company.

As the Scrutinizer, we report that in compliance with the provisions of Rule 20 (4) (vi) of the Companies (Management and Administration) Rules, 2014, as amended, the above Remote Electronic Voting remained open to the members from Saturday, the 10<sup>th</sup> day of August, 2019 at 09.00 A.M to Monday, the 12<sup>th</sup> day of August, 2019 at 5.00 P.M. Further, the Remote E-Voting period was completed on the date preceding the date of the Annual General Meeting.

At the Annual General Meeting, the Company facilitated the members present in the meeting who could not participate in the Remote E-Voting to cast their votes through electronic voting facility provided at the venue during the Annual General Meeting in compliance with the provisions of Rule 20 (4) (viii) of the Companies (Management and Administration) Rules, 2014, as amended. Further the Company also facilitated the members present in the meeting, who could not present in the Remote E-Voting and who did not participate in the e-voting at the venue of Annual General Meeting, to cast their votes through poll process.

Accordingly, one ballot box kept for polling was locked in our presence with due identification marks placed by us. The locked ballot box was opened in our presence and we report that there were no ballot papers in the box placed before the meeting. Hence a separate scrutinizer report on poll as per Section 109 of the Companies Act, 2013 read with Rule 21(2) of Companies, (Management and Administration) Rules, 2014 is not attached.

On completion of the Remote E-Voting period and electronic voting facility provided at the venue of the Annual General Meeting, in compliance with the provisions of Rule 20 (4) (viii) and (xii) of the Companies (Management and Administration) Rules, 2014, as amended, we have unblocked the votes on Tuesday, the 13<sup>th</sup> day of August 2019, in the presence of two witnesses who were not employees of the Company. The names and signatures of the witnesses appear elsewhere in this Report.



The result of the Electronic voting is as under:

Res olut ion No.	Subject Matter of Resolution	Total No. of shares through E- voting	ASSENT / IN FAVOUR OF			DISSENT/ AGAINST	
			No. of Votes through E- voting	% of votes in favour on votes throug h E- voting	% of Paid Up Capital	No. of Votes through E-voting	% of votes against on votes through E-voting
<b>ORDINARY BUSINESS</b>							
<b>1</b>	<p>a. Adoption of the audited standalone financial statements of the Company for the financial year ended March 31, 2019, together with the Reports of the Board of Directors' and Auditors' thereon.</p> <p>b. Adoption of the audited consolidated financial statements of the Company for the financial year ended March 31, 2019 together with the Report of the Auditors' thereon.</p>	112818935	112818566	100%	85.77%	369	-
<b>2</b>	To declare a dividend on equity shares for the financial year ended March 31, 2019.	112834707	112834368	100%	85.78%	339	-
<b>3</b>	Re-appointment of Shri Madhu S Nair (DIN: 07376798), who retires by rotation.	112833421	112765599	99.94	85.73%	67822	0.06%
<b>4</b>	To authorize the Board of Directors to fix the remuneration of the Auditors for the Financial year 2019-20.	112834707	112834308	100%	85.78%	399	-



SPECIAL BUSINESS (Ordinary Resolution)							
5	Ratification of remuneration of Cost Auditors for the financial year 2019-20.	112834707	112834257	100%	85.78%	450	-

All Resolutions stand passed under Remote and Venue Electronic Voting as Ordinary Resolutions with requisite majority as specified under the Companies Act, 2013.

Thank You  
Yours faithfully

  
13/8/19  
**CS SREEKUMAR P. S.**  
FCS 8130 CP 8067  
PARTNER  
SVJS & Associates, Company Secretaries  
65/2364A, Ponoth Road, Kaloor  
Kochi, Ernakulam - 682 017, Kerala

Kochi  
13/08/2019



Witnesses to the unblocking of Votes:

  
1 **Abhijith**  
Puthenpura - H  
Thiruvananthapuram P.O  
Cherthala  
PIN - 688532

  
2 **Syam Mohan. H**  
TMC 43/1197, Ragamalika (H)  
Puthuskkara, Ayyankhole P.O  
Thiruvananthapuram - 680003

  
**MADHU S. NAIR**  
CHAIRMAN AND MANAGING DIRECTOR

