

Date: 16th October, 2015

The General Manager
Department of Corporate Services
The Bombay Stock Exchange Ltd
Mumbai Samachar Marg
Mumbai-400 001.
Fax: 2272 2037/39/41/61
Scrip Code : 532682

National Stock Exchange of India Ltd.
Exchange Plaza, Plot C-1, G Block
Bandra-Kurla Complex, Bandra (E)
Mumbai - 400 051
Fax - 26598237/38

Symbol: ABGSHIP- Series EQ

**OUTCOME OF 30th ANNUAL GENERAL MEETING (AGM) HELD ON 30th SEPTEMBER,
2015 AT THE REGISTERED OFFICE OF THE COMPANY**

Declaration of Results of e-voting and Poll at AGM

Dear Sirs,

We are pleased to inform you that 30th Annual General Meeting of the Company was duly held on 30th September, 2015 at the registered office of the Company.

As per the provisions of the Companies Act, 2013 as also the Listing Agreement, the Company had provided the facility of e-voting to the Shareholders to enable them to cast their vote electronically on the resolutions proposed in the Notice of the 30th Annual General Meeting (AGM). The e-voting was open from 27th September 2015 at 10.00 AM to 29th September, 2015 at 5.00 PM.

In line with the provisions of the Companies Act, 2013 and in terms of the clarification issued by MCA, voting by Show of Hands was not permitted at the Annual General Meeting, where e-voting has been offered to the Shareholders. Therefore, at the 30th AGM, voting was conducted by means of poll. The Board of Directors had appointed Ms. Kala Agarwal, Practicing Company Secretary as the Scrutinizer for e-voting and poll.

The Scrutinizer(s) have carried out the scrutiny of all the electronic votes received up to the close of working hours on 29th September, 2015 and poll received till the conclusion of the meeting and submitted their Report on 1st October, 2015. The Consolidated Results as per the Scrutinizers' Report dated 1st October, 2015 is as follows:

Particulars	Resolution Required	Mode of Voting (E-voting/ Postal Ballot/ Poll)	% Votes in favour	% Votes in Against
Resolution 1: Adoption of audited financial statements, Report of the Board of Directors and Auditors thereon, for the financial year ended on 31 st March, 2015.	Ordinary Resolution	E-voting/ Poll	62.49	37.51
Resolution 2: To Ratify the appointment of M/s. Nisar & Kumar as Statutory Auditors of the Company and to fix their remuneration.	Ordinary Resolution	E-voting/ Poll	63.87	36.13
Resolution 3: Appointment of Mr. Sushil Agarwal as an Independent Director.	Ordinary Resolution	E-voting/ Poll	62.61	37.39
Resolution 4: Appointment of Mr. Ravi Nevatia as an Independent Director	Ordinary Resolution	E-voting/ Poll	62.61	37.39
Resolution 5: Issue of securities for a value of upto Rs. 2,000/- crores (Rupees Two Thousand Crores)	Special Resolution	E-voting/ Poll	62.48	37.52
Resolution 6: Approval for revision in Remuneration of Mr. Syed Abdi.	Special Resolution	E-voting/ Poll	62.48	37.52

Further, Mr. Dhananjay Datar - Executive Director ceased to be Director of the Company who was liable to be retire by rotation in the 30th AGM but not offered himself for re-appointment.

For ABG Shipyard Ltd


Company Secretary



Enc: Outcome as per Clause 35A and Scrutinizer Report
ABG Shipyard Ltd.

5th Floor, Bhupati Chambers, 13, Mathew Road, Mumbai - 400 004. Tel.: 91-22-6656 3000 Fax. 91-22-6622 3050

E-mail : shipyard@abgindia.com CIN : L61200GJ1985PLC007730

Regd. Office:- Near Magdalla Port, Dumas Road, Surat - 395 007. Tel.: 91-0261 - 2725191



ABG

Outcome of Voting of Annual General Meeting (As per Clauses 35A of the Listing Agreement)

Date of Annual General Meeting	30 th September, 2015			
Total No. of Shareholders as on record date	22487			
No. of Shareholders present in the meeting either in person or through proxy	Promoters and Promoter Group		Public	
	In Person	Through Proxy	In Person	Through Proxy
	0	3	32	1
No. of shareholders attended the meeting through video conferencing	Video conferencing connectivity was not established.			

Resolution 1: Adoption of audited financial statements, Report of the Board of Directors and Auditors thereon, for the financial year ended on 31st March, 2015. (Ordinary Resolution)

Promoter/ Public	No. of Shares held	No. of votes Polled	% of Votes polled on Outstandi ng 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)	$(3) = \frac{(2)}{(1)} \times 100$	(4)	(5)	$(6) = \frac{(4)}{(2)} \times 100$	$(7) = \frac{(5)}{(2)} \times 100$
Promoter & Promoter Group	23465057	23465057	43.53	23465057	0	62.44	-
Public	30438588	14115878	26.19	19010	14096868	0.05	37.51
Total	53903645	37580935	69.72	23484067	14096868	62.49	37.51

Resolution 2: To Ratify the appointment of M/s. Nisar & Kumar as Statutory Auditors of the Company and to fix their remuneration. (Ordinary Resolution)

Promoter/ Public	No. of Shares held	No. of votes Polled	% of Votes polled on Outstandi ng 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)	$(3) = \frac{(2)}{(1)} \times 100$	(4)	(5)	$(6) = \frac{(4)}{(2)} \times 100$	$(7) = \frac{(5)}{(2)} \times 100$
Promoter & Promoter Group	23465057	23465057	43.53	23465057	0	62.44	-
Public	30438588	14115878	26.19	539550	13576328	1.43	36.13
Total	53903645	37580935	69.72	24004607	13576328	63.87	36.13

Resolution 3: Appointment of Mr. Sushil Agarwal as an Independent Director. (Ordinary Resolution)

Promoter/ Public	No. of Shares held	No. of votes Polled	% of Votes polled on Outstandi ng 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)	$(3) = \frac{(2)}{(1)} \times 100$	(4)	(5)	$(6) = \frac{(4)}{(2)} \times 100$	$(7) = \frac{(5)}{(2)} \times 100$
Promoter & Promoter Group	23465057	23465057	43.53	23465057	0	62.22	-
Public	30438588	14233459	26.40	145760	14100931	0.39	37.39
Total	53903645	37711748	69.96	23610817	14100931	62.61	37.39



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Resolution 4: Appointment of Mr. Ravi Nevatia as an Independent Director. (Ordinary Resolution)

Promoter/ Public	No. of Shares held	No. of votes Polled	% of Votes polled on Outstandi ng 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)	$(3) = \frac{(2)}{(1)} \times 100$	(4)	(5)	$(6) = \frac{(4)}{(2)} \times 100$	$(7) = \frac{(5)}{(2)} \times 100$
Promoter & Promoter Group	23465057	23465057	43.53	23465057	0	62.22	-
Public	30438588	14246691	26.43	145760	14100931	0.39	37.39
Total	53903645	37711748	69.96	23610817	14100931	62.61	37.39

Resolution 5: Issue of securities for a value of upto Rs. 2,000/- crores (Rupees Two Thousand Crores). (Special Resolution)

Promoter/ Public	No. of Shares held	No. of votes Polled	% of Votes polled on Outstandi ng 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)	$(3) = \frac{(2)}{(1)} \times 100$	(4)	(5)	$(6) = \frac{(4)}{(2)} \times 100$	$(7) = \frac{(5)}{(2)} \times 100$
Promoter & Promoter Group	23465057	23465057	43.53	23465057	0	62.44	-
Public	30438588	14115878	26.19	14947	14100931	0.04	37.52
Total	53903645	37580935	39.72	23480004	14100931	62.48	37.52

Resolution 6: Approval for revision in Remuneration of Mr. Syed Abdi. (Special Resolution)

Promoter/ Public	No. of Shares held	No. of votes Polled	% of Votes polled on Outstandi ng 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)	$(3) = \frac{(2)}{(1)} \times 100$	(4)	(5)	$(6) = \frac{(4)}{(2)} \times 100$	$(7) = \frac{(5)}{(2)} \times 100$
Promoter & Promoter Group	23465057	23465057	43.53	23465057	0	62.44	-
Public	30438588	14115878	26.19	14947	14100931	0.04	37.52
Total	53903645	37580935	69.72	23480004	14100931	62.48	37.52

As per the consolidated results of e-voting, Ballot and Poll on Item No. 1 to 6 of the Notice of AGM, all the ordinary resolutions at item no. 1 to 4 are passed by requisite majority and Special resolutions at item no. 5 and 6 have not received the requisite majority.





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Tel.: 022 28643344 • Telefax : 022 28091177 • E-mail : admin@kalaagarwal.com

www.kalaagarwal.com

FORM No. MGT-13

SCRUTINIZER'S REPORT ON E-VOTING AND POLL

(Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rule 20 & 21(2) of the Companies (Management and Administration) Rules, 2014)

To,

The Chairman

30th Annual General Meeting of ABG SHIPYARD LTD
Held on Thursday, 30th September, 2015 at 12.00 Noon
Near Magdalla Port, Dumas Road,
Surat-395 007.

Dear Sir,

I, Kala Agarwal, Practising Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of ABG Shipyard Ltd ("the Company") for the purpose of Remote E-voting and voting by poll taken on the below mentioned resolutions at the 30th Annual General Meeting of the Equity Shareholders of the Company, held on Wednesday, 30th September, 2015 at 12.00 Noon at Magdalla Port, Dumas Road, Surat-395 007, submit my report as under:

The Company have extended facility of Remote E-voting to the members of the Company through CDSL from Sunday, 27th September, 2015 at 10:00 A.M. to Tuesday, 29th September, 2015 till 5:00 P.M.

Further, on Wednesday, 30th September, 2015, at the 30th Annual General Meeting, ballot papers were distributed to the members present in person or by proxy to enable the members to vote who could not do remote e-voting.

1. After the time fixed for closing of poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification mark placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and authorizations / proxies lodged with the company.
3. There were no invalid Ballot Papers.
4. The results of the Remote e-voting and voting by poll are as under:



Item No. 1- Ordinary Resolution-

To receive, consider and adopt the audited Balance Sheet as at March 31, 2015, the Statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors and Auditors thereon.

Particulars	Remote E-voting			Voting By Poll			Total Voting	
	No. of Voters	No. of Shares	Percentage %	No. of Poll Papers	No. of Shares	Percentage %	No. of Shares	Percentage %
Total Vote received	29	3,65,53,703	97.27	30	10,27,232	2.73	3,75,80,935	100.00
Less-Invalid votes	-	-		-	-	-	-	-
Net Valid Votes	29	3,65,53,703	97.27	30	10,27,232	2.73	3,75,80,935	100.00
Voting with Assent	12	2,24,56,835	95.63	30	10,27,232	4.37	2,34,84,067	62.49
Voting with Dissent	17	1,40,96,868	100.00	-	-	-	1,40,96,868	37.51



Item No. 2- Ordinary Resolution-

To ratify the appointment of Auditors M/s. Nisar & Kumar, Chartered Accountants, (FRN # 107117W) and fix their remuneration.

Particulars	Remote E-voting			Voting By Poll			Total Voting	
	No. of Voters	No. of Shares	Percentage %	No. of Poll Papers	No. of Shares	Percentage %	No. of Shares	Percentage %
Total Vote received	29	3,65,53,703	97.27	30	10,27,232	2.73	3,75,80,935	100.00
Less-Invalid votes	-	-	-	-	-	-	-	-
Net Valid Votes	29	3,65,53,703	97.27	30	10,27,232	2.73	3,75,80,935	100.00
Voting with Assent	26	2,29,77,375	95.72	30	10,27,232	4.28	2,40,04,607	63.87
Voting with Dissent	3	1,35,76,328	100.00	-	-	-	1,35,76,328	36.13



Special Business

Item No. 3- Ordinary Resolution-

To appoint Mr. Sushil Agarwal (DIN: 07187788) as an Independent Director of the Company.

Particulars	Remote E-voting			Voting By Poll			Total Voting	
	No. of Voters	No. of Shares	Percentage %	No. of Poll Papers	No. of Shares	Percentage %	No. of Shares	Percentage %
Total Vote received	30	3,66,84,516	97.28	30	10,27,232	2.72	3,77,11,748	100.00
Less- Invalid votes	-	-	-	-	-	-	-	-
Net Valid Votes	30	3,66,84,516	97.28	30	10,27,232	2.72	3,77,11,748	100.00
Voting with Assent	12	2,25,83,585	95.65	30	10,27,232	4.35	2,36,10,817	62.61
Voting With Dissent	18	1,41,00,931	100.00	-	-	-	1,41,00,931	37.39



Special Business

Item No. 4- Ordinary Resolution-

To appoint Shri.Ravi Vimal Nevatia(DIN: 07200190) as an Independent Director of the Company.

Particulars	Remote E-voting			Voting By Poll			Total Voting	
	No. of Voters	No. of Shares	Percentage %	No. of Poll Papers	No. of Shares	Percentage %	No. of Shares	Percentage %
Total Vote received	30	3,66,84,516	97.28	30	10,27,232	2.72	3,77,11,748	100.00
Less- Invalid votes	-	-	-	-	-	-	-	-
Net Valid Votes	30	3,66,84,516	97.28	30	10,27,232	2.72	3,77,11,748	100.00
Voting with Assent	12	2,25,83,585	95.65	30	10,27,232	4.35	2,36,10,817	62.61
Voting with Dissent	18	1,41,00,931	100.00	-	-	-	1,41,00,931	37.39



Special Business**Item No. 5- Special Resolution-**

To raise funds to the tune of Rs. 2,000/- crores in one or more tranches through public issues and/or on a private placement basis and/or QIP to create, offer, issue and allot equity shares and/or such other Securities.

Particulars	Remote E-voting			Voting By Poll			Total Voting	
	No. of Voters	No. of Shares	Percentage %	No. of Poll Papers	No. of Shares	Percentage %	No. of Shares	Percentage %
Total Vote received	29	3,65,53,703	97.27	30	10,27,232	2.73	3,75,80,935	100.00
Less-Invalid votes	-	-	-	-	-	-	-	-
Net Valid Votes	29	3,65,53,703	97.27	30	10,27,232	2.73	3,75,80,935	100.00
Voting with Assent	11	2,24,52,772	95.63	30	10,27,232	4.37	2,34,80,004	62.48
Voting with Dissent	18	1,41,00,931	100.00	-	-	-	1,41,00,931	37.52



Special Business**Item No. 6- Special Resolution-**

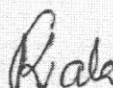
To approve the minimum remuneration to Mr. Syed Abdi, Managing director & CEO in case of no profits or inadequacy of profits in any financial year.

Particulars	Remote E-voting			Voting By Poll			Total Voting	
	No. of Voters	No. of Shares	Percentage %	No. of Poll Papers	No. of Shares	Percentage %	No. of Shares	Percentage %
Total Vote received	29	3,65,53,703	97.27	30	10,27,232	2.73	3,75,80,935	100.00
Less-Invalid votes	-	-	-	-	-	-	-	-
Net Valid Votes	29	3,65,53,703	97.27	30	10,27,232	2.73	3,75,80,935	100.00
Voting With Assent	11	2,24,52,772	95.63	30	10,27,232	4.37	2,34,80,004	62.48
Voting with Dissent	18	1,41,00,931	100.00	-	-	-	1,41,00,931	37.52



5. A Compact Disc (CD) containing the list of Equity Share holders who voted "For", "Against" for each resolution is enclosed.
6. The Ballot papers and all other relevant records were sealed and handed over to the Company Secretary/Director, authorized by the Board for safe keeping.

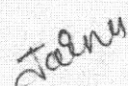
Thanking You,
Yours Faithfully,


KALA AGARWAL
PRACTISING COMPANY SECRETARY
MEMBERSHIP NO. 5976



Witnesses:

1. Ms. Ramya Raman 

2. Ms. Anju Jain 

Date: 1st October, 2015
Place: Mumbai