GODHA
Cabcon & Insulation Ltd.

Date: February 27, 2023

To,
The Manager
Listing Compliance Department
National Stock Exchange of India Ltd
Exchange Plaza,Plot no. C/1, G Block
Bandra Kurla Complex, Bandra (E)
Mumbai-400051, Mahrashtra, India

Sub: Summary of Proceedings of the General Meeting of Godha Cabcon & Insulation Limited.

Dear Sir/Madam,

We are enclosing herewith proceedings pursuant to the provisions of Regulation 30 read with Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 of the General Meeting (GM) of Godha Cabcon & Insulation Limited held through postal ballot (e-voting).

This is for your information and record.

Thanking you,

Yours truly,

For Godha Cabcon & Insulation Limited

GODHA CABCON AND INSULATION LTD.

Dipesh Godha
Chairman
DIN:- 07529876

GODHA
Cabcon & Insulation Ltd.

February 27, 2023

To,
General Manager
The National Stock Exchange India Limited
Exchange Plaza, Plot No. C/1, G Block,
Bandra-Kurla Complex, Bandra (E) Mumbai - 400051

Sub.: Results of Postal Ballot & Disclosure under Regulation 30, Schedule III, Part A (13) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations")

Ref.: NSE SYMBOL - GODHA

Dear Sirs,

This is further to our letter dated January 25, 2023, thereby submitting the Notice of the Postal Ballot dated January 19, 2023 issued to the Members of the Company seeking approval for Increase in Authorized Share Capital of the Company and consequential amendment in Memorandum of Association of the Company and Appointment of Ms. Archana Gulia (DIN: 09816488) as Independent Director of the Company.

The Special resolution as set out in the Postal Ballot Notice has been approved by the Members of the Company with requisite majority. The details of the voting results, as per the requirements of Regulation 44 of the SEBI LODR Regulations are enclosed in the prescribed format along with the Scrutinizer's Report. The same is being uploaded on the website of the Company i.e. www.godhacabcon.com and e-voting website of Central Depository Services Limited i.e. www.evotingindia.com.

.

The aforesaid may be deemed to be proceedings under Regulation 30 of the SEBI LODR Regulations.

This is for your information and record.

Thanking You.

Yours sincerely,

36-D, Sector-B,Industrial area, Sanwer Road, INDORE - 452 006 INDIA
T. +91 731 - 4029509 E. info@godhacabcon.com W. www.godhacabcon.com
CIN-L31909MP2016PLC041592

For Godha Cabcon & Insulation Limited

Dipesh Godha
Chairman
DIN:- 07529876

Enclosed as above:

1. E-voting Results as per Annexure I of SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015
2. Scrutinizers Report on e-voting

Encl.: as above

Annexure I

Voting Results

Total number of shareholders on record date	46032
No. of shareholders joined the meeting personally: Promoters and Promoter Group: Public:	 7 87
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public	 0 0

1. Agenda- 1. Increase in Authorized Share Capital of the Company and consequential amendment in Memorandum of Association of the Company;

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	118518787	118518787	100.00	118518787	0	100.00	0.00
Public-Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applica	0	0	0.00	0	0	0.00	0.00

	ble)							
Public-Non Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	103561213	352430	0.34	351689	741	99.78	0.21
	Total	222080000	118871217	53.52	118870476	741	99.99	0.0006

2. Agenda- 2 Appointment of Ms. Archana Gulia (DIN: 09816488) as Independent Director of the Company.

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	118518787	118518787	100.00	118518787	0	100.00	0.00
Public-Institutions	E-Voting	0	0	0.00	00	0	0.00	0.00
	Poll	0	0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	00	0	0.00	0.00
Public-Non	E-Voting	0	0	0.00	0	0	0.00	0.00

Institutions	Poll	0	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	103561213	352430	0.34	350681	1749	99.50	0.49
	Total	222080000	118871217	53.52	118869468	1749	99.99	0.0014

For Godha Cabcon & Insulation Limited

GODHA CABCON AND INSULATION LTD.

Dipesh Godha
Chairman
DIN:- 07529876
Date: February 27th, 2023

Deepak Patil& Co.
Practicing Company Secretary

CS Deepak Patil
M. Com, FCS

501, Jeevan Apartment, 26/1,
Race Course Road Indore
(M.P.) India
Mob: 98275-96901
Email:csdeepak.patil12@gmail.com

Report of Scrutinizer(s)

To,
The Chairman
Godha Cabcon & Insulation Limited
36-D, Sector B, Sanwer Road, Industrial Area,
Indore (M.P.) - 452006

Subject: Scrutinizer's Report on Result of Postal Ballot Notice.

Dear Sir,

We are pleased to present the report on the Postal Ballot conducted by Godha Cabcon & Insulation Limited ("the Company") seeking consent of its Members for the Special Resolution as contained in the Notice of Postal Ballot dated January 19, 2023.

1. In terms of provisions of Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, we were appointed as the Scrutinizer by the Company on January 19, 2023 to conduct the Postal Ballot as contained in the Notice dated January 19, 2023.

2. In terms of Sections 110 and 108 of the Companies Act, 2013, and all other applicable provisions, if any, of the Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, General Circular No. 14/ 2020 dated 8th April, 2020, General Circular No. 17/ 2020 dated 13th April, 2020, General Circular No. 22/ 2020 dated 15th June, 2020, General Circular No. 33/ 2020 dated 28th September, 2020 , General Circular No. 39/2020 dated 31st December, 2020 02/2021 dated January 13, 2021, 10/2021 dated June 23, 2021 and General Circular No. 20/2021 dated December 8, 2021 and General circular No.

11/2022 dated 28-12- 2022 (collectively referred to as "MCA circulars") , and Regulation 44 Securities and Exchange Board of India(Listing Obligations and Disclosure Requirements) Regulations, 2015 in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID - 19" issued by the Ministry of Corporate Affairs, Government of India;

Members' approval was sought for the following:

i) Increase in Authorized Share Capital of the Company and consequential amendment in Memorandum of Association of the Company;
ii) Appointment of Ms. Archana Gulia (DIN: 09816488) as Independent Director of the Company.

3. The Company has informed that, on the basis of the Register of Members and the List of Beneficial Owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on Tuesday, January 24, 2023 ("the cut-off date"), the Company completed dispatch of the Notice of Postal Ballot by E-Mail on January 20, 2023, to 46032 Members who had registered their email ids with the Company/Depositories.

4. In terms of the aforesaid notice, Members were required to convey their assent or dissent, through remote e-voting system, on e-voting platform provided by Central Depository Services Limited ("CDSL") from 9:00 a.m. (1ST) on Friday, January 27, 2023 to 5:00 p.m. (1ST) on Saturday, February 25, 2023.

5. 94 Members had cast their votes on the remote e-voting platform till 5:00 p.m, (1ST) on Saturday, February 25, 2023.

6. Members' demographic details, their voting rights and voting pattern were provided by Ankit Consultancy Private limited, Registrar & Transfer Agent of the Company.

7. After the scrutiny of the remote e-voting result, we report that the Special Resolution as contained in the Notice of Postal Ballot dated January 19, 2023 has been passed with requisite majority.

We have annexed with this report, the details of the Postal Ballot through remote e-voting and the analysis of the result of the Special Resolution as contained in the said Notice.

The summary of **e-voting** is as under:

Resolution	Mode	Ballots Received	Total Shares	Favour		Against		Invalid		Abstain		Less Voted
				Ballots	Votes	Ballots	Votes	Ballots	Votes	Ballots	Votes	Votes
1	ELE	94	1188712177	89	1188704776	5	741	0	0	0	0	0
	PHY	0	0	0	0	0	0	0	0	0	0	0
	IPOLL	0	0	0	0	0	0	0	0	0	0	0
	TOTAL	**94**	**1188712177**	**89**	**1188704776**	**5**	**741**	**0**	**0**	**0**	**0**	**0**
2	ELE	94	1188712177	89	1188694688	5	1749	0	0	0	0	0
	PHY	0	0	0	0	0	0	0	0	0	0	0
	IPOLL	0	0	0	0	0	0	0	0	0	0	0
	TOTAL	**94**	**1188712177**	**89**	**1188694688**	**5**	**1749**	0	0	0	0	0

Based on the above, the result is as under:

1) **Resolution No. 1** –Increase in Authorized Share Capital of the Company and consequential amendment in Memorandum of Association of the Company;

Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast

89	118870476	99.99%

i. Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
5	741	0.0006%

ii. **Invalid** votes:

Total numbers of members whose votes were declared invalid	Total number of votes cast by them
0	0

Based on the aforesaid result, we report that, the **Special Resolution** as contained in the Notice of Postal Ballot dated January 19, 2023 has been **passed with requisite majority.**

2) **Resolution No. 2–** Appointment of Ms. Archana Gulia (DIN: 09816488) as Independent Director of the Company;

Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
89	118869468	99.99%

iii. Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
5	1749	0.0014%

iv. **Invalid** votes:

Total numbers of members whose	Total number of votes cast by them

votes were declared invalid	
0	0

Based on the aforesaid result, we report that, the **Special Resolution** as contained in the Notice of Postal Ballot dated January 19, 2023 has been **passed with requisite majority.**

Thanking You,
Yours faithfully,

Deepak Kumar Patil
Digitally signed by Deepak Kumar Patil
Date: 2023.02.27 15:55:23 +05'30'

Scrutinizer
Deepak Patil
Practicing Company Secretary
Membership No.: 9636, CP No: 11592
UDIN: F009636D003205290

Place: Indore
Date: February 27, 2023