GODHA
Cabcon & Insulation Ltd.

September 28, 2020

NSE SYMBOL: GODHA **ISIN: INE925Y01010**

To,

Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, Bandra Kurla Complex
Bandra (East), MUMBAI 400 051
Fax # 022-2659 8237/8238/8347/8348

Dear Sir(s),

Sub: Outcome of Postal Ballot (E-voting) Result as per Regulation 44 (3) of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

This is in furtherance to our letter dated August 28, 2020 regarding submission of the Notice of Postal Ballot dated August 20, 2020.

We submit that the Special Resolution as embodied in the Postal Ballot Notice dated August 20, 2020 has been passed by the members with requisite majority. The aforesaid resolution is deemed to have been passed on the last date of e-voting i.e. on Sunday, September 27, 2020.

In this regard, please find enclosed the following:

1. Voting results as required under Regulation 44(3) of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations), as ***Annexure – I.***
2. Scrutinizer's Report dated September 28, 2020, for remote e-voting, pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as ***Annexure – II.***

The result along with the Scrutinizer's Report(s) will also be available at the website of the Company.

We request you to kindly take the same on your record.

Thanking you,

Your truly,

For Godha Cabcon & Insulation Limited

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Madhu Godha
Director
DIN: 07607783

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Annexure-I

Name of the Company	GODHA CABCON & INSULATION LIMITED
Record Date for Postal Ballot	August 21, 2020
Total number of shareholders on record date	179
Date of Postal Ballot Notice	August 20, 2020
Date of Declaration of Results	September 28, 2020
No.of Shareholders voted through e-voting: (Postal Ballot)	81,00,000
Promoters and Promoter Group	17
Public - Institution	0
Public - Non Institution	0

Resolution No : 1: Migration of Listing/ Trading of Equity Shares of the Company from SME Platform (EMERGE) of National Stock Exchange of India (NSE) to Main Board of NSE

Resolution required (Ordinary/ Special)	Special
Whether Promoter/ Promoter group are interested in the agenda/ resolution ?	No

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	8100000	8100000	100.0000	8100000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	8100000	8100000	100.0000	8100000	0	100.0000	0.0000
Public - Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public -Non Institutions	E-Voting	3004000	108000	3.5952	108000	0	100	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	3004000	108000	3.5952	108000	0	100	0
Total		11104000	8208000	73.9193	8208000	0	100.00	0

Details of invalid votes		
	Category	No of Votes
	Promoter and Promoter Group	0
	Public Institutions	0
	Public Non Institutions	0

GODHA CABCON AND INSULATION LTD.

CS

Deepak Patil & Co.
Practicing Company Secretary

CS Deepak Patil
M. Com, FCS

111, Lalaram Nagar,
Indore (M.P.) India
Mob: 98275-96901
Email:-csdeepak.patil12@gmail.com

SCRUTINIZER'S REPORT ON POSTAL BALLOT THROUGH E-VOTING

To,

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

Dear Sir/Mam,

1. The Board of Director of **Godha Cabcon & Insulation Limited** (hereinafter referred to as "the Company") has appointed Deepak Patil & Co., Practicing Company Secretary (FCS No. 9636, CP No. 11592) as the Scrutinizer by way of Resolution passed at Board meeting held on August 20, 2020 for the purpose conducting postal ballot through e-voting for following resolution as mentioned in the Postal Ballot Notice dated August 20, 2020:

   1.1 Special Business requiring consent of shareholders through Postal Ballot:
   Migration of Listing/ Trading of Equity Shares of the Company from SME Platform (EMERGE) of National Stock Exchange of India Limited (NSE) to Main Board of NSE.

2. I submit my report as under:

   2.1. In view of the current extraordinary circumstances, due to non-availability of postal and courier services, on account of threat posed by COVID-19 pandemic situation and in accordance with General Circular No. 14/2020 dated April 8, 2020 and the General Circular No. 17/2020 dated April 13, 2020 issued by Ministry of Corporate Affairs, Government of India (hereinafter referred to as "**the MCA Circular**"), the Company has sent the Postal Ballot Notice in electronic form only and expressed its inability to dispatch hard copy of Postal Ballot Notice along with Postal Ballot Form and pre-paid business reply envelope to the shareholders for this Postal Ballot. Accordingly, the communication of the assent or dissent of the members took place through the remote e-voting system only.

DEEPAK PATIL & CO. FCS-9636 CP-11592 INDORE (M.P.)

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2.2. On August 28, 2020, the Company has completed the dispatch of Postal Ballot Notice electronically to those shareholders who have registered email id with their depositories and whose names appear on the Register of Members/records of Depositories as at the close of business hours on Friday, August 21, 2020 i.e. the cut-off date.

2.3 The Company has availed E-voting facility offered by Karvy Computershare Private Limited for providing the E-Voting Platform for conducting E-voting for the shareholders of the Company and the Remote E-voting period remained open from 29th August, 2020 (09.00 A.M.) to 27th September, 2020 (05.00 P.M.) and the Karvy E-voting platform was blocked thereafter.

2.4 Particulars of all electronic votes received from the Members have been entered in an electronic register separately maintained for the purpose.

2.5 Total 17 Shareholders have voted during this postal ballot event out of which all 171 shareholders voted through e-voting.

2.6 The votes cast under e-voting were unblocked at Indore on Sunday, September 27, 2020 by CS Deepak Patil, Scrutinizer.

2.7 The Postal Ballot electronic votes were duly scrutinized and the shareholding was matched /confirmed with the Register of members of the Company as on Friday, August 21, 2020, (Cut-off date) provided by KFin Technologies Private Limited, the Registrar and Share Transfer Agent of the Company.

2.8 The soft copy of list of equity shareholders who voted "FOR" and "AGAINST" and those whose votes were declared Invalid/Abstain/Less Voted for resolution are shared with the Company vide email dated September 28, 2020.

3. A summary of the e-voting received is given below:

Item No. 1: **Special Business requiring consent of shareholders through Postal Ballot:**

Migration of Listing/ Trading of Equity Shares of the Company from SME Platform (EMERGE) of National Stock Exchange of India Limited (NSE) to Main Board of NSE

(i) Voted in favour of the Resolution:

Particulars	Number of members voted	Number of votes casted	%of total numbers of valid votes cast
Remote E-voting	17	8208000	100
Physical Postal Ballot	0	0	0
Total	17	8208000	100

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(ii) **Voted against the Resolution:**

Particulars	Number of members voted	Number of votes casted	% of total numbers of valid votes cast
Remote E-voting	0	0	0
Physical Postal Ballot	0	0	0
Total	0	0	0

(iii) **Invalid/abstained votes/Less Voted:**

Particulars	Number of members voted	Number of votes cast by them (Shares)
Remote E-voting	0	0
Physical Postal Ballot	0	0
Total	0	0

4. Resolution stands passed on Postal ballot e-voting with requisite majority.

5. You may accordingly declare the result of the voting by Postal Ballot e-voting.

For Deepak Patil & Co.,
Company Secretaries

DEEPAK PATIL & CO. * FCS-9636 CP-11592 * INDORE (M.P.)

(CS Deepak Patil)
Proprietor
FCS 9636, CP 11592
UDIN:- F009636B000796048

Place: Indore
Date: 28th September, 2020

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