



माझगांव डॉक शिपबिल्डर्स लिमिटेड

(भारत सरकार का उपक्रम)

Mazagon Dock Shipbuilders Ltd.

(Formerly Mazagon Dock Limited)

(A Govt. of India Undertaking)

CIN : U35100MH1934GOI002079

डॉकयार्ड रोड, माझगांव, मुंबई - 400 010

Dockyard Road, Mazgaon, Mumbai - 400 010

Certified - ISO 9001 : 2015

संदर्भ क्रमांक

Ref. No.

दिनांक

Date

Ref: SEC/MDL/SE/AGM Compliance/2021

29 September 2021

To
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai- 400 001
Scrip Code: **543237**

To
National Stock Exchange of
India Limited
Exchange Plaza, C-1, Block G
Bandra Kurla Complex
Bandra (E), Mumbai - 400 051
NSE Symbol : MAZDOCK

Sub: Voting Results and Scrutinizer's Report of the 88th Annual general Meeting ('AGM') of
Mazagon Dock Shipbuilders Limited

Dear Sir/Madam,

1. Voting results of the business transacted at the AGM of the Company as required under Regulation 44 of the SEBI (LODR) Regulations, 2015, is enclosed as Annexure-A.
2. The Scrutinizer's Report dated 29th September, 2021, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 is enclosed as Annexure B.

This is for your information and records.

Thanking You,

Yours Faithfully,

For MAZAGON DOCK SHIPBUILDERS LIMITED

(Vijayalakshmi Kumar)

Company Secretary & Compliance officer

encl: as above.



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Website : www.mazagondock.in



Ragini Chokshi & Co.

Tel. : 022-2283 1120
022-2283 1134

Company Secretaries

34, Kamber Building, 5th Floor, 38 Cawasji Patel Street, Fort, Mumbai - 400 001.
E-mail : ragini.c@rediffmail.com / mail@csraginichokshi.com
web: csraginichokshi.com

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]]

To,
The Chairperson,
88th Annual General Meeting (AGM)
Of MAZAGON DOCK SHIPBUILDERS LIMITED
Held on Tuesday, 28th September 2021, at 11:00 a.m.

Dear Sir,

1. Appointment as Scrutinizer:

I, Ragini Chokshi, Partner of M/s. Ragini Chokshi & Company., a Company Secretary Firm, having its registered office at 34, 5th Floor, Kamber Building, 38, Cawasji Patel Street, Fort, Mumbai 400001, have been appointed as the Scrutinizer by the Board of Directors of MAZAGON DOCK SHIPBUILDERS LIMITED (the "Company") for the purpose of scrutinizing the remote e-voting and voting through electronic voting system during the 88th Annual General Meeting ('AGM') carried out as per the provisions of Section 108 of the Companies Act, 2013 (the "Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto, read with MCA General Circular No. 14/2020 dated April 8, 2020, MCA General Circular No. 17/2020 dated April 13, 2020, MCA General Circular No. 20/2020 dated May 5, 2020, Circular no. 02/2021 dated January 13, 2021 and the provisions of Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 on the businesses contained in the Notice of the AGM of the Members of the Company, held on Tuesday, September 28, 2021 at 11:00 am (IST) through Video Conferencing facility / Other Audio Visual Means ('VC / OAVM').



2. Our Responsibility

The management of the Company is responsible to ensure the compliance with the requirements of the Act, Rules and notifications and SEBI Listing Regulations relating to voting through electronic means on the businesses set out in the Notice of the 88th AGM of the Members of the Company. Our responsibility as a Scrutinizer is to scrutinize remote e-voting and e-voting conducted during the AGM in a fair and transparent manner and to ascertain requisite majority and is restricted in submitting a Consolidated Scrutinizer's Report on the voting on the resolutions set out in the Notice, based on the reports generated from the e-Voting system of National Securities Depository Limited (NSDL), the authorized agency to provide remote e-Voting facilities before and during the AGM, engaged by the Company.

3. Dispatch of Notice convening AGM

- i) Pursuant to General Circulars No. 14/2020, 17/2020, 20/2020 and 02/2021 dated 8th April, 2020, 13th April, 2020, 5th May, 2020 and January 13, 2021 respectively issued by the Ministry of Corporate Affairs, advertisement was published on September 6, 2021 in Business Standard, Mumbai (English Edition) and on September 7, 2021 in Vruttmans (Marathi Edition), both the newspapers having electronic editions specifying all the necessary information prescribed in the rules and circulars.
- ii) The Company hosted the notice of AGM on its website namely www.mazagondock.in and also uploaded the same on the website of the Stock Exchange i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com
- iii) The Company completed dispatch of Notice of AGM on Saturday, September 4, 2021 by E-mail to Members who had registered their email addresses with the Company / Depositories.

4. Cut-off date

Voting rights were reckoned as on Tuesday, September 21, 2021 being the cut-off date for deciding the entitlements of members for remote e-voting and e-voting during the AGM.

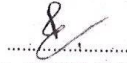
5. Remote e-voting process

- i) **Agency:** The Company had appointed National Securities Depository Limited (NSDL) as the agency for providing the platform for remote e-voting and e-voting during the AGM.
- ii) **Remote e-voting period:** The Remote e-voting remained open from 09:00 a.m. on Friday, September 24, 2021 and ended on Monday, September 27, 2021 at 5:00 p.m.

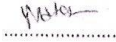


The votes cast were unblocked on September 28, 2021 after the conclusion of the AGM and was witnessed by two witnesses, who are not in the employment of the Company.

They have signed below in confirmation of the same.



Name: PRADIP DHURI



Name: MANDAR HATKAR

iii) **Voting at the AGM:** After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by National Securities Depository Limited (NSDL).

The e-votes cast were unblocked on, September 28, 2021 after 30 minutes of conclusion of proceedings of AGM.

I hereby submit the Consolidated Scrutinizer's Report based on the results of remote e-voting and e-voting during the AGM based on the reports downloaded from the e-voting website of National Securities Depository Limited (NSDL) and relied upon by me as under:



CONSOLIDATED RESULTS

ORDINARY BUSINESS:

Item No 1: Ordinary Resolution

To consider and adopt the Audited Standalone Financial Statements and Audited Consolidated Financial Statement of the company for the financial year ended March 31, 2021 together with Board Report and Auditor's Report thereon and Comments of the Comptroller & Auditor General of India.

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	686	172178904	2	21	688	172178925	99.9948
Dissent	13	9007	0	0	13	9007	0.0052
Total	699	172187911	2	21	701	172187932	100

Item No 2: Ordinary Resolution

To confirm payment of Interim Dividend of Rs. 5.41 per equity shares of Rs.10/- each (i.e. @54.10%) paid in March 2021 and to declare final dividend of Rs. 1.83 per equity shares of Rs. 10/- each (i.e. @18.30%) for the financial year ended on March 31, 2021.

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	687	172186388	2	21	689	172186409	99.9993
Dissent	12	1245	0	0	12	1245	0.0007
Total	699	172187633	2	21	701	172187654	100

Item No 3: Ordinary Resolution

To appoint a Director in place of Cdr. Jasbir Singh, IN (Retd) (DIN-08556592) who retires by rotation and being eligible, offers him-self for re-appointment.



Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	645	171770807	2	21	647	171770828	99.7580
Dissent	44	416700	0	0	44	416700	0.2420
Total	689	172187507	2	21	691	172187528	100

RESULTS:

The Electronic Records containing details of the Members, who voted "IN FAVOUR", or "AGAINST" for each resolution under remote e-Voting and e-voting at the AGM has been handed over to the Company Secretary for safe custody.

The above-mentioned resolutions are deemed to be passed with requisite majority as on the date of the 88th AGM of the Company i.e. Tuesday, September 28, 2021.

Yours faithfully,
Thanking You,

Countersigned by
MAZAGON DOCK SHIPBUILDERS LIMITED



Company Secretary

For RAGINI CHOKSHI & COMPANY



Ragini
Kamal
Chokshi

Digitally signed
by Ragini Kamal
Chokshi
Date: 2021.09.29
16:11:53 +05'30'

RAGINI CHOKSHI
(Partner)

Membership No: 2390

C.P. Number: 1436

UDIN: F002390C001035686

Place: Mumbai
Date: 29/09/2021

Place: Mumbai
Date: 29/09/2021

विजयालक्ष्मी कुमार
VIJAYALAKSHMI KUMAR
कंपनी सचिव
COMPANY SECRETARY
माझगांव डॉक शिपबिल्डर्स लिमिटेड
MAZAGON DOCK SHIPBUILDERS LIMITED

88th Annual General Meeting (AGM) of Mazagon Dock Shipbuilders Limited

Annexure - A

Details of Voting Results

Date of AGM	28th September, 2021
Record Date	21st September, 2021
Total number of shareholders on record date	123499
Number of shareholders present in the meeting either in person or through proxy	NOT APPLICABLE
a) Promoter and promoter group	
b) Public	
Number of shareholders attended the meeting through video conferencing	1
a) Promoter and promoter group	
b) Public	
Number of resolutions passed in meeting	6



Resolution Details(1)								
					To receive, consider and adopt:			
					(a) Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021, together with the Boards Report and Auditors Report thereon and Comments of the Comptroller & Auditor General of India.			
					(b) Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2021, together with the Auditors Report thereon and Comments of the Comptroller & Auditor General of India.			
Resolution Required- Ordinary								
Whether promoter/ promoter group are interested in the agenda/resolution?:- No								
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	171090983	171090983	100	171090983	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot(if applicable)		0	0	0	0	0	
	Total	171090983	171090983	100	171090983	0	100	0
Public Institutions	E-voting	2574589	981812	38.1347081	974155	7657	99.22011546	0.77988454
	Poll		0	0	0	0	0	
	Postal Ballot(if applicable)		0	0	0	0	0	
	Total	2574589	981812	38.1347081	974155	7657	99.22011546	0.77988454
Public Non-Institutions	E-voting	28024428	115137	0.410845138	113787	1350	98.82748378	1.17251622
	Poll		0	0	0	0	0	
	Postal Ballot(if applicable)		0	0	0	0	0	
	Total	28024428	115137	0.410845138	113787	1350	98.82748378	1.17251622
Total		201690000	172187932	85.3725678	172178925	9007	99.99476909	0.005230912



Resolution Details(2)								
					To confirm payment of Interim Dividend of Rs. 5.41 per equity share of Rs. 10/- each (i.e. @ 54.10%) paid in March 2021 and to declare final dividend of Rs. 1.83 per equity share of Rs. 10/- each (i.e. @ 18.30 %) for the financial year ended on March 31, 2021.			
Resolution Required- Ordinary								
Whether promoter/ promoter group are interested in the agenda/resolution?- No								
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour (6)=[(4)/(2)]*100	% of votes - in Against (7)=[(5)/(2)]*100
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)		
Promoter and Promoter Group	E-voting		171090983	100	171090983	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	171090983	0	0	0	0	0	0
	Total	171090983	171090983	100	171090983	0	100	0
Public Institutions	E-voting		981812	38.1347081	981812	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	2574589	0	0	0	0	0	0
	Total	2574589	981812	38.1347081	981812	0	100	0
Public Non-Institutions	E-voting		114859	0.409853147	113614	1245	98.9160623	1.083937698
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	28024428	0	0	0	0	0	0
	Total	28024428	114859	0.409853147	113614	1245	98.9160623	1.083937698
Total		201690000	172187654	85.37242997	172186409	1245	99.9927695	0.000723048



Resolution Details(3)								
Resolution Required- Ordinary					To appoint a Director in place of Cdr. Jasbir Singh, IN (Retd) (DIN-08556592) who retires by rotation and being eligible, offer him-self for re-appointment.			
					Whether promoter/ promoter group are interested in the agenda/resolution?- No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - In Against	% of votes - In favour	% of votes - In Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	171090983	171090983	100	171090983	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot(if applicable)		0	0	0	0	0	
	Total	171090983	171090983	100	171090983	0	100	0
Public Institutions	E-voting	2574589	981812	38.1347081	833902	147910	84.93499774	15.06500226
	Poll		0	0	0	0	0	
	Postal Ballot(if applicable)		0	0	0	0	0	
	Total	2574589	981812	38.1347081	833902	147910	84.93499774	15.06500226
Public Non-Institutions	E-voting	28024428	114823	0.409724687	110791	4032	96.4885084	3.5114916
	Poll		0	0	0	0	0	
	Postal Ballot(if applicable)		0	0	0	0	0	
	Total	28024428	114823	0.409724687	110791	4032	96.4885084	3.5114916
Total		201690000	172187618	85.37241212	172035676	151942	99.91175788	0.088242117



Resolution Details(4)								
Resolution Required- Ordinary					To authorise the Board of Directors to fix remuneration of Statutory Auditors of the Company for the financial year 2021-2022 in compliance with the orders and directions of appointment by the Comptroller and Auditor-General of India and in terms of the provisions of Section 139(5) and Section 142 of the Companies Act, 2013.			
Whether promoter/ promoter group are interested in the agenda/resolution?- No								
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - In Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	171090983	171090983	100	171090983	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot(if applicable)		0	0	0	0	0	
	Total		171090983	100	171090983	0	100	0
Public Institutions	E-voting	2574589	981812	38.1347081	981812	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot(if applicable)		0	0	0	0	0	
	Total		981812	38.1347081	981812	0	100	0
Public Non-Institutions	E-voting	28024428	114767	0.409524862	112240	2527	97.79814755	2.201852449
	Poll		0	0	0	0	0	
	Postal Ballot(if applicable)		0	0	0	0	0	
	Total		114767	0.409524862	112240	2527	97.79814755	2.201852449
Total		201690000	172187562	85.37238435	172185035	2527	99.99853241	0.001467586



				Resolution Details(5)				
Resolution Required- Ordinary					To ratify the remuneration payable to the Cost auditor appointed by the Board of Directors of the Company for the financial year 2021-22 pursuant to Section 148 and all other applicable provisions of Companies Act, 2013, by passing with or without modification(s), the Ordinary Resolution:			
Whether promoter/ promoter group are interested in the agenda/resolution?- No								
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	171090983	171090983	100	171090983	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot(if applicable)		0	0	0	0	0	
	Total	171090983	100	171090983	0	100	0	
Public Institutions	E-voting	2574589	981812	38.1347081	974155	7657	99.22011546	0.77988454
	Poll		0	0	0	0	0	
	Postal Ballot(if applicable)		0	0	0	0	0	
	Total	2574589	981812	38.1347081	974155	7657	99.22011546	0.77988454
Public Non-Institutions	E-voting	28024428	114647	0.409096664	110989	3658	96.80933649	3.190663515
	Poll		0	0	0	0	0	
	Postal Ballot(if applicable)		0	0	0	0	0	
	Total	28024428	114647	0.409096664	110989	3658	96.80933649	3.190663515
Total		201690000	172187442	85.37232485	172176127	11315	99.99342867	0.006571327



Resolution Details(6)								
Resolution Required- Ordinary					To appoint Shri Sanjay Jaju, AS(DP) (DIN:01671018), as Government Nominee Director of the Company and in this regard to consider and if thought fit, to pass with or without modification(s), the Ordinary Resolution:			
Whether promoter/ promoter group are interested in the agenda/resolution?- No								
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	171090983	171090983	100	171090983	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot(if a		0	0	0	0	0	
	Total	171090983	171090983	100	171090983	0	100	0
Public Institutions	E-voting	2574589	981812	38.1347081	570367	411445	58.09330096	41.90669904
	Poll		0	0	0	0	0	
	Postal Ballot(if a		0	0	0	0	0	
	Total	2574589	981812	38.1347081	570367	411445	58.09330096	41.90669904
Public Non-Institutions	E-voting	28024428	114733	0.409403539	109478	5255	95.41980075	4.580199245
	Poll		0	0	0	0	0	
	Postal Ballot(if a		0	0	0	0	0	
	Total	28024428	114733	0.409403539	109478	5255	95.41980075	4.580199245
Total		201690000	172187528	85.37236749	171770828	416700	99.75799641	0.24200359

