RELIANCE NAVAL AND ENGINEERING LIMITED

Pipavav Port, Post - Ucchaiya, Via - Rajula, Dist. - Amreli, PIN - 365 560, Gujarat
CIN - L35110GJ1997PLC033193 Phone No.: +91 22 4058 7300 Email: rnel@swan.co.in

SDHIL/SE/30/2024-25

November 08, 2024

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400001
BSE Scrip Code : 533107

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1,
G Block, Bandra Kurla Complex,
Bandra (E), Mumbai – 400051
NSE Symbol : RNAVAL

Sub: Submission of Voting Results and Summary of the Proceedings of the 25th Annual General Meeting of Reliance Naval and Engineering Limited.

The 25th Annual General Meeting ("**AGM**") of Reliance Naval and Engineering Limited ("**Company**") was held on Friday, November 08, 2024, at 3:00 p.m. (IST). The AGM was conducted through Video Conferencing / Other Audio-Visual Means to transact the business as stated in the Notice dated October 17, 2024, convening the AGM.

In this regard, please find enclosed the following: -

1. Summary of the proceedings of the AGM of the Company – Annexure A
2. Voting results of remote e-voting conducted prior to the AGM and during the AGM, in relation to the business transacted at the AGM - Annexure B
3. The Scrutinizer's Report dated November 08, 2024, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, each as amended - Annexure C

The AGM concluded at 3.25 p.m. (IST).

The voting results along with the Scrutinizer's Report will be made available on the website of the Company at www.rnaval.co.in as well as on the website of the website of KFintech at https://evoting.kfintech.com

These disclosures are being made in terms of Regulation 30 read with Para A of Part A of Schedule III, Regulation 44 (3) and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015, as amended.

This is for your information and records.

Thanking you,

Yours truly,
For **Reliance Naval and Engineering Limited**

Digitally signed by VISHANT
NARAYAN SHETTY
Date: 2024.11.08 19:01:18 +05'30'

(Vishant Shetty)
Company Secretary

Enclosed as above

Annexure-A

Summary of the Proceedings of the 25th Annual General Meeting of Reliance Naval and Engineering Limited

The 25th Annual General Meeting ("**AGM/Meeting**") of the Members of Reliance Naval and Engineering Limited ("**Company**") was held today i.e. Friday, November 08, 2024, at 3:00 p.m. (IST), through Video Conferencing ("**VC**")/Other Audio-Visual Means ("**OAVM**"), to transact the business as stated in the Notice dated October 17, 2024, convening the AGM.

Mr. Vishant Shetty, Company Secretary, welcomed the Members to the AGM and briefed them on the details relating to their participation at the Meeting through audio-visual means.

Mr. Nikhil Merchant, Chairman and Managing Director of the Company, chaired the AGM. The Chairman welcomed the Members to the AGM and on requisite quorum being present, called the AGM to order.

All the Directors of the Company, representatives of M/s Pipara & Co. LLP, Statutory Auditors, and M/s Jignesh M. Pandya & Co., Mumbai, Secretarial Auditors were present at the Meeting through VC from their respective locations.

The Chairman informed the Members that, the proceedings of the AGM were also being webcast and could be viewed live by Members by logging on to the website of the Kfin Technologies Limited ("**KFintech**"). The Company had taken requisite steps to enable Members to participate and vote on the business to be transacted at the AGM.

Since the AGM was held through VC/OAVM, in compliance with the applicable circulars issued by Ministry of Corporate Affairs and the Securities and Exchange Board of India, physical attendance of Members was dispensed with. Accordingly, the Members were informed that the requirement of appointing proxies was not applicable.

With the consent of the Members present, the Notice convening the AGM and the Auditor's Report for the financial year ended March 31, 2022 were taken as read. There were no qualifications, observations, or adverse remarks in the Report of the Statutory Auditors.

In terms of the Notice dated October 17, 2024 convening the 25th AGM of the Company, the following businesses were transacted at the Meeting through remote e-voting prior to the meeting as well as during the Meeting:

Resolution No	Description of the Resolutions	Ordinary/ Special Resolution
Ordinary Business:		
1	Adoption of Audited Financial Statements (Standalone & Consolidated) for the year ended March 31, 2022	Ordinary

2	Appointment of M/s N. N. Jambusaria & CO., Chartered Accountants as Statutory Auditors of the Company to fill casual vacancy caused due to resignation of the existing Statutory Auditors	Ordinary

Chairman informed that the Members of the Company, were provided with the facility of remote e-voting between Saturday, November 02, 2024 (9:00 a.m. IST) and Thursday, November 07, 2024 (5:00 p.m. IST) and e-voting during the AGM. The Chairman requested the Members who were present during the AGM and had not cast their votes by remote e-voting to cast their votes during the AGM.

The Chairman informed the Members that the combined results of e-voting (remote e-voting and e-voting at the AGM) along with the consolidated Scrutiniser's Report shall be declared / communicated within the prescribed timelines.

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Annexure - B

General information about company	
Scrip code	533107
NSE Symbol	RNAVAL
MSEI Symbol	NOTLISTED
ISIN	INE542F01012
Name of the company	Reliance Naval and Engineering Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	08-11-2024
Start time of the meeting	3:00 PM
End time of the meeting	3:25 PM

Scrutinizer Details	
Name of the Scrutinizer	Mr. Jignesh M. Pandya
Firms Name	M/s. Jignesh M. Pandya & Co
Qualification	CS
Membership Number	7346
Date of Board Meeting in which appointed	17-10-2024
Date of Issuance of Report to the company	08-11-2024

Voting results	
Record date	11-10-2024
Total number of shareholders on record date	102446
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	1
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	43
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	

Resolution(1)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the audited Financial Statements (Standalone & Consolidated) of the Company for the Financial Year ended March 31, 2022 together with the reports of the Board of Directors and the Auditors thereon				
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	50000000	50000000	100	50000000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	50000000	50000000	100	50000000	0	100	0
Public-Institutions	E-Voting	225541	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	225541	0	0	0	0	0	0
Public- Non Institutions	E-Voting	2456609	5914	0.2407	5761	153	97.4129	2.5871
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2456609	5914	0.2407	5761	153	97.4129	2.5871
Total		52682150	50005914	94.92	50005761	153	99.9997	0.0003
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint M/s N. N. Jambusaria & CO., Chartered Accountants as Statutory Auditors of the Company to fill casual vacancy caused due to resignation of the existing Statutory Auditors				
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	50000000	50000000	100	50000000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	50000000	50000000	100	50000000	0	100	0
Public- Institutions	E-Voting	225541	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	225541	0	0	0	0	0	0
Public- Non Institutions	E-Voting	2456609	5896	0.24	5744	152	97.422	2.578
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2456609	5896	0.24	5744	152	97.422	2.578
Total		52682150	50005896	94.92	50005744	152	99.9997	0.0003
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Annexure C

Jignesh M. Pandya
B.Com., A.C.S., LL.B.

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CS **JIGNESH M. PANDYA & CO.**
Company Secretaries

205, Shashi CHS. Ltd., Behind Raghunath Tower, Devidas Road, Borivali (West) Mumbai 400 103.

Consolidated Scrutinizer's Report of Remote E-Voting and Voting at the AGM

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MGT-13

[Pursuant to section 108 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To
The Chairman
Reliance Naval and Engineering Limited
Mumbai

Dear Sir,

Consolidated Report of the Scrutinizer in respect of the votes cast through remote e-voting and e-voting at the meeting on the resolutions mentioned in the Notice of the 25th Annual General Meeting of the Equity Shareholders of Reliance Naval and Engineering Limited held on Friday, November 8, 2024, at 3.00 PM through video conferencing ('VC') / other audio-visual means ('OA VM').

I, **Jignesh M. Pandya,** Practicing Company Secretary, having office at 205, Shashi Co- Op. HSG Soc, Devidas Road, Borivali (west), Mumbai 400 103 being appointed as the Scrutinizer by the Board of Directors of Reliance Naval and Engineering Limited (company) at its meeting held on 17th October, 2024 to conduct the remote e-voting process (conducted before as well as during the AGM) in respect of the below mentioned resolutions proposed at the 25th Annual General Meeting (' AGM') of Reliance Naval And Engineering Limited held today i.e. Friday, 8th November, 2024 at 3.00 p.m. (IST) through VC/ OAVM

The notice dated October 17, 2024, convening the AGM along with 25th Annual Accounts 2021-2022, as confirmed by the Company was sent to the shareholders of the Company in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose e-mail addresses are registered with the Company /Registrar and Transfer Agent/Depositories/ Depository Participants in compliance with the MCA General Circular Nos. 14/2020 dated April 8, 2020 and 17 /2020 dated April 13, 2020, 20/2020 dated May 5, 2020, and subsequent circulars issued in this regard, the latest being 09/2024 dated September 19, 2024 (collectively referred to as MCA Circulars) and Securities and Exchange Board of India (SEBI) Circulars dated_May 12, 2020, January 15, 2021, May 13, 2022, January 5, 2023, October 6, 2022 October 7, 2023 and October 11, 2024, (SEBI Circulars).

JIGNESH M. PANDYA & CO. COMPANY SECRETARIES 7346 7318

Jignesh M. Pandya
B.Com., A.C.S., LL.B.

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CS **JIGNESH M. PANDYA & CO.**
Company Secretaries

205, Shashi CHS. Ltd., Behind Raghunath Tower, Devidas Road, Borivali (West) Mumbai 400 103.

In accordance with the Notice of the 25th Annual General Meeting dated 17th October 2024 sent to the shareholders and the Advertisement published pursuant to the Rule 20 (3) (v) of the Companies (Management and Administration) Rules, 2014 on 18th October 2024, in Business Standard in English and Ahmedabad Express in Gujarati,

The Company had availed the e-voting facility offered by KFin Technologies Limited (KFintech) for conducting remote e-voting by the Shareholders of the Company prior to the Meeting as well as during the Meeting.

The voting period for remote e-voting prior to the AGM commenced on Saturday, 02nd November 2024, at 9.00 a.m. (IST) and ended on Thursday, 07th November 2024, at 5.00 p.m. (IST) and the KFintech e-voting platform was disabled thereafter.

The Company had also provided an e-voting facility during the AGM to those shareholders who were present at the AGM through VC/OA VM and who had not cast their vote(s) earlier through remote e-voting.

The shareholders of the Company holding shares as on the "Cut Off" of Friday, 01st November 2024 were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of e-voting at the AGM, the report on voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and counted.

I have scrutinized and reviewed the remote e-voting process prior to and during the AGM and votes cast therein based on the data downloaded from the KFintech e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior to and during the AGM on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated report as under on the result of the remote e-voting prior to and e-voting during the AGM in respect of the said resolutions.

In respect of votes cast through remote e-voting facility:

1. The equity shareholders holding shares as on Friday, 01st November 2024, record date, were entitled to vote on the resolutions stated in the Notice of the 25th Annual General Meeting of the Company.

JIGNESH M. PANDYA & CO.

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Company Secretaries

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2. The Voting was opened on Saturday, 02nd November 2024, at 9.00 a.m. and was closed on Thursday, 07th November 2024, at 5.00 p.m.

3. The votes were unblocked at 3.45 p.m. on Friday, 8th November 2024 in the presence of Mr. Aditya Pandya and Mr. Krishna Yadav who are not employees of the Company and who have signed below as witness to the unblocking of the votes.

4. The e-voting results/list of equity shareholders who have voted "For or Against" were downloaded from the e-voting website of KFintech (https://evoting.kfintech.com/).

In respect of votes casted at the 25th Annual General Meeting of the Company:

1. The persons who have not voted through remote e-voting and attended the meeting were allowed to vote electronically at the meeting, which was re-opened at 3:00 p.m. today and remained open till 3:15 p.m. (for 15 minutes after the post conclusion of the meeting).

A. ORDINARY BUSINESS

a) RESOLUTION No. 1:
Adoption of Audited Financial Statements (Standalone & Consolidated) of the Company for the Financial Year ended March 31st, 2022, together with the reports of the Board of Directors and the Auditors thereon- Ordinary Resolution

(i) Votes in favour of Resolution:

Particulars	Number of Members voted	No. of shares cast by them	% of Total No. of valid votes cast
Remote E Voting	108	50005761	99.9997
Voted At Meeting	0	0	0
Total	108	50005761	99.99997

(ii) Votes against Resolution:

Particulars	Number of Members voted	No. of shares cast by them	% of Total No. of valid votes cast
Remote E Voting	5	153	0.0003
Voted At Meeting	0	0	0
Total	5	0	0.0003

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JIGNESH M. PANDYA & CO.

Company Secretaries

205, Shashi CHS. Ltd., Behind Raghunath Tower, Devidas Road, Borivali (West) Mumbai 400 103.

(iii) Invalid Votes

Particulars	Number of Members voted	No. of shares cast by them	% of Total No. of valid votes cast
Remote E Voting	0	0	0
Voted At Meeting	0	0	0
Total	0	0	0

b) RESOLUTION No. 2:
To appoint M/s N. N. Jambusaria & CO., Chartered Accountants as Statutory Auditors of the Company to fill casual vacancy caused due to resignation of the existing Statutory Auditors.

(i) Votes in favour of Resolution:

Particulars	Number of Members voted	No. of shares cast by them	% of Total No. of valid votes cast
Remote E Voting	108	50005744	99.9997
Voted At Meeting	0	0	0
Total	108	50005744	99.9997

(ii) Votes against Resolution:

Particulars	Number of Members voted	No. of shares cast by them	% of Total No. of valid votes cast
Remote E Voting	4	152	0.0003
Voted At Meeting	0	0	0
Total	4	152	0.0003

(iii) Invalid Votes

Particulars	Number of Members voted	No. of shares cast by them	% of Total No. of valid votes cast
Remote E Voting	0	0	0
Voted At Meeting	0	0	0
Total	0	0	0

2. In view of the aforesaid voting details, I hereby state that the resolutions Item No. 1 & Item No. 2 as set out in the Notice of the 25th Annual General Meeting has been passed with requisite majority.

JIGNESH M. PANDYA & CO.

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3. All relevant records of vote casted by electronically will remain in my custody until the Chairman considers, approves and signs the minutes of the 25th Annual General Meeting and thereafter the said records will be handed over to the Company.

Thanking you,

Yours faithfully,

JIGNESH M. PANDYA & CO. ACS - 7346 CP - 7318 COMPANY SECRETARIES

For **JIGNESH M PANDYA & CO.,**
Company Secretaries

JPandya

Jignesh Pandya
Proprietor
ACS – 7346, CP -7318

Place : Mumbai
Date : 8th November, 2024
UDIN: A007346F001977677

Witnesses:

1) Mr. Aditya Pandya : A. J. Pandya

2) Mr. Krishna Yadav : Krishna