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/46/2024-25

December 27, 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 26th Annual General Meeting of Reliance Naval and Engineering Limited.

The 26th Annual General Meeting ("**AGM**") of Reliance Naval and Engineering Limited ("**Company**") was held on Friday, December 27, 2024, at 11:30 AM (IST). The AGM was conducted through Video Conferencing / Other Audio-Visual Means to transact the business as stated in the Notice dated November 11, 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 December 27, 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 11:55 AM (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 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.

Thanking you,

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

VISHANT NARAYAN SHETTY
Digitally signed by VISHANT NARAYAN SHETTY
Date: 2024.12.27 17:37:35 +05'30'

(Vishant Shetty)
Company Secretary

Enclosed as above

Annexure-A

Summary of the Proceedings of the 26th Annual General Meeting of Reliance Naval and Engineering Limited

The 26th Annual General Meeting ("**AGM/Meeting**") of the Members of Reliance Naval and Engineering Limited ("**Company**") was held today i.e. Friday, December 27, 2024, at 11:30 AM (IST), through Video Conferencing ("**VC**")/Other Audio-Visual Means ("**OAVM**"), to transact the business as stated in the Notice dated November 11, 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 N. N. Jambusaria & Co., 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, 2023 were taken as read.

In terms of the Notice dated November 11, 2024 convening the 26th 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, 2023	Ordinary

The e-voting facility was kept open for the next 15 minutes to enable the Members to cast their vote(s). Upon completion of the e-voting process, Chairman declared the Meeting closed.

Post the conclusion of the remote e-voting, the Scrutinizers' report was received.

All the Resolutions have been passed with requisite majority.

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Annexure - B

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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)	27-12-2024
Start time of the meeting	11:30 AM
End time of the meeting	11:55 AM

Prev | Next

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	11-11-2024
Date of Issuance of Report to the company	27-12-2024

Voting results	
Record date	19-12-2024
Total number of shareholders on record date	102445
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	56
No. of resolution passed in the meeting	**1**

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, 2023 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	100.0000	50000000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	50000000	50000000	100.0000	50000000	0	100.0000	0.0000
Public- Institutions	**E-Voting**	225541	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	225541	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	**E-Voting**	2456609	531166	21.6219	531016	150	99.9718	0.0282
	Poll		1	0.0000	1	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	2456609	531167	21.6220	531017	150	99.9718	0.0282
Total		52682150	50531167	95.9171	50531017	150	99.9997	0.0003
Whether resolution is Pass or Not.							Yes	

Annexure-C

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

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E-mail: jigneshpandyacs@gmail.com
jigneshpandyacs@yahoo.co.in

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 resolution mentioned in the Notice of the 26th Annual General Meeting of the Equity Shareholders of Reliance Naval and Engineering Limited held on Friday, December 27th, 2024, at 11.30 AM 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 11th November, 2024 to conduct the remote e-voting process (conducted before as well as during the AGM) in respect of the below mentioned resolution proposed at the 26th Annual General Meeting ('AGM') of Reliance Naval And Engineering Limited held today i.e. Friday, 27th December, 2024 at 11.30 a.m. (IST) through VC/ OAVM

The notice dated November 11, 2024, convening the AGM along with 26th Annual Accounts for the FY 2022-2023, as confirmed by the Company was sent to the shareholders of the Company in respect of the below mentioned resolution 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. ACS - 7346 CP - 7318 COMPANY SECRETARIES

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

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E-mail: jigneshpandyacs@gmail.com
jigneshpandyacs@yahoo.co.in

JIGNESH M. PANDYA & CO.
Company Secretaries

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

In accordance with the Rule 20 of the Companies (Management and Administration) Rules, 2014, the notice of AGM was published in Financial Express in English and Gujarati edition on November 28, 2024.

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 Monday, 23rd December 2024, at 9.00 a.m. (IST) and ended on Thursday, December 26, 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 date" of Thursday, December 19, 2024 were entitled to vote on the resolution 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 resolution 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 resolution.

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 resolution.

A. ORDINARY BUSINESS

a) RESOLUTION No. 1 :
Adoption of Audited Financial Statements (Standalone & Consolidated) of the Company for the Financial Year ended March 31st, 2023, together with the reports of the Board of Directors and the Auditors thereon- Ordinary Resolution.
Votes in favour of Resolution:

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

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

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E-mail: jigneshpandyacs@gmail.com
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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.

Particulars	Number of Members voted	No. of shares cast by them	% of Total No. of valid votes cast
Remote E Voting	53	50531016	99.9997
Voted At Meeting	1	1	0
Total	54	50531017	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	5	150	0.0003
Voted At Meeting	0	0	0
Total	5	150	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

In view of the aforesaid voting details, I hereby state that the resolution Item No. 1 as set out in the Notice of the 26th Annual General Meeting has been passed with requisite majority.

All relevant records of vote casted by electronically will remain in my custody until the Chairman considers, approves and signs the minutes of the 26th 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
Peer Review No: 2727/2022

Place : Mumbai
Date : 27th December, 2024
UDIN: **A007346F003506798**

Witnesses:

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

2) Mr. Krishna Yadav : Krishna L. Yadav

Countersigned Chairman
For Reliance Naval & Engineering Limited

NIKHIL VASANTLAL MERCHANT

Digitally signed by NIKHIL VASANTLAL MERCHANT
Date: 2024.12.27 17:36:10 +05'30'

Nikhil Merchant
DIN:00614790