Cabcon & Insulation Ltd.

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

Date: September 14,2020

NSE SYMBOL: GODHA

Sub: Submission of the Minutes of the 4th Annual General Meeting held on August 31,2020

Dear Sir,

With reference to the Regulation 30 read with Schedule III of SEBI (LODR) Regulation, 2015, we hereby submit the Minutes of the 4th Annual General Meeting held on Monday, 31th August, 2020 through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")

You are requested to please take on record the above said document for your reference and further needful.

Thank you,

Yours truly,

For Godha Cabcon & Insulation Limited

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GODHA CABCON AND INSULATION LTD.

Madhu Godha
Director
DIN: 07607783

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CIN-L31909MP2016PLC041592

Date of Entry: September 9, 2020

MINUTES OF THE 04TH ANNUAL GENERAL MEETING OF THE MEMBERS OF GODHA CABCON & INSULATION LTD HELD ON 31st DAY OF AUGUST, 2020, AT 2:00 P.M. AT THROUGH VIDEO CONFERENCING ("VC")/ OTHER AUDIO VISUAL MEANS('OAVM").

Director Present:

1.	Mr . Dipesh Godha	CEO cum Executive Director
2.	Mrs. Rupali Godha	Executive Director
3.	Mrs. Madhu Godha	Executive Director
4.	Mr. Kamal Jeet Singh Ajimal	Non Executive –independent Director
5.	Mr. Ravish Kandhari	Non-executive- Independent Director

In attendance:

1.	Mrs. Shivani Gupta	Company Secretary
2.	Mr. Kapil Verma	Chief Financial Officer

In Presence:

1.	**CA** Suresh Khandelwal	Statutory Auditor
2.	**CS** Deepak Patil	Secretrial Auditor

Member Present

20 **(Twenty)** Members were present through Video Conferencing

Mr. Dipesh Godha Chairman of the Company took the Chair at the Meeting. The Chairman after ascertaining that the requisite quorum was present at the Meeting, the meeting was called in order and declared it open for proceedings.

The Chairman informed the Members that the Chairman of the Audit Committee, Nomination & Remuneration Committee is present at the Meeting.

The Chairman then informed the Members that the Register of Directors & Key Managerial Personnel and their shareholding, Proxy Register, copy of Memorandum & Articles of Association of the Company, Minutes of the previous Annual General Meeting and other statutory register/records were available at the registered office of the Company.

Notice of the Annual General Meeting:

With the permission of Members present at the Meeting, the Chairman took Notice of the 04th Annual General Meeting as read.

Auditors' Report:

The Chairman also informed the Members that there are no qualification, observation or adverse remark on the financial transactions or matters, in the Auditors' Report for the year ended March 31, 2020 issued by M/s. S.K. Khandelwal & Associates, Chartered Accountants, having any adverse effect on the functioning of the Company.

Secretarial Auditors' Report:

The Chairman also informed the Members that there are no qualification or observation or adverse remark in the Secretarial Audit Report for the year ended March 31, 2020 given by M/s. Deepak Patil & Co., Practicing Company Secretary, the Secretarial Auditor of the Company.

The Chairman then informed the Members that for the remark that has been specified in the Report, the Board of Directors was of the opinion that the Company had complied with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Chairman's Speech:

Thereafter the Chairman of the Meeting delivered the Welcome Speech and commenced the business as per the agenda of the Meeting.

The Chairman informed the Members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 the Company had provided the remote e-voting facility to the Members of the Company in respect of business to be transacted at the Annual General Meeting. The remote e-voting facility was commenced on August 28, 2020and ends at 5.00 p.m. (IST) on August 30,2020

The Chairman further informed that as per Section 107 read with Section 108 of the Companies Act, 2013, there will be no voting by show of hands at this Annual General Meeting.

CHAIRMAN INITIALS

GODHA CABCON AND INSULATION LTD.

The Chairman announced that the poll through E-Voting during the AGM will be conducted after queries on Annual Audited Financial Statements of the Company.

The Members were informed that the Company had appointed Mr. Deepak Patil Practicing Company Secretary, Indore, as the Scrutinizer for scrutinizing the remote e-voting and poll process in a fair and transparent manner.

The Chairman further informed that Mr. Deepak Patil, Scrutinizer would submit the Consolidated Report on remote e-voting & poll through E-voting within 48 Hours of the conclusion of this Meeting.

The Chairman of the Meeting read out the items of business to be transacted together with the following resolutions for consideration.

Ordinary Business:

Item No.1: Ordinary Resolution to receive, consider and adopt the Standalone and Consolidated Audited Financial Statements of the Company for the year ended March 31, 2020 together with the Report of Board's and Auditors thereon:

> **"RESOLVED THAT** the audited financial statement of the Company for the financial year ended March 31, 2020 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted."

Chairman: being interested in Item No. 2, request Mr. Ravish Kandhari – Independent Director of the Company, to take the Chair.

Mr. Ravish Kandhari to take the Chair and continue the proceeding for the Item No. 2

Item No.2: Ordinary Resolution for appointment of Dipesh Godha (DIN07529876), who retires by rotation and being eligible offers himself for re-appointment:

> **"RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Dipesh Godha (DIN 07529876), who retires by rotation at this meeting be and is hereby appointed as a Director of the Company, liable to retire by rotation."

CHAIRMANS INITIALS

GODHA CABCON AND INSULATION LTD.

After ascertaining the above names, Mr. Ravish Kandhari (Chairman for Item No. 2) to call Mr. Dipesh Godha.

Mr. Dipesh Godha continue the remaining proceeding of the AGM.

Special Business:

Item No.3: Special Resolution for Migration from NSE SME Platform to main Board of NSE Limited:

"**RESOLVED THAT** pursuant to Chapter IX of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulation, 2018 and other applicable provisions of the Companies Act 2013 and the rules framed there under (including any statutory modification or re-enactment thereof) the consent of the members of the Company be and is hereby accorded to migrate the Company currently listing from SME Platform of NSE Limited to the Main Board of NSE Limited."

RESOLVED FURTHER THAT the Directors of the Company be and are hereby authorized jointly and severally to deal with any Government or semi government authorities or any other concerned intermediaries including but not limited to National Stock Exchange, Securities and Exchange Board of India, Registrar of Companies, to apply, modify, rectify and submit any application and/or related documents on behalf of the Company for the purpose of migration of the Company's currently listing from SME Platform of NSE Limited to the Main Board of NSE Limited.

RESOLVED FURTHER THAT Directors of the Company be and are hereby authorized jointly and severally to do all such acts and things as may be necessary and expedient to give effect to the above resolution, on behalf of the Company."

Thereafter the Chairman welcomed the suggestions given by the Members and also responded and answered satisfactorily to the questions raised and clarifications sought by the Members at the meeting.

The Chairman also informed the Members that those Members who have not exercised their votes through Remote E-voting may cast their votes on the resolution as set out inthe Notice of 04th AGM, at this Meeting through poll by E- voting.

The Chairman invited Mr. Deepak Patil, the Scrutinizer appointed for the Poll to take over the poll proceedings.

GODHA CABCON AND INSULATION LTD.

CHAIRMAN'S INITIALS

HELD AT..ON..........................TIME.......................

The Chairman thereafter announced that the result of Remote E-voting and Poll would be declared within 48 hours of conclusion of this Meeting by informing to the Stock Exchange i.e. NSE and to e-voting Agency. He also informed that the result of Remote E-voting and Poll through E-voting during the AGM will be displayed on the website of the Company and the website of Karvy & NSE.

Result of the Remote E-Voting which was commenced on 9.00 a.m. (IST) on August 28, 2020 and ends at 5.00 p.m. (IST) on August 30,2020and Poll through E-voting (Video Conferring) on the business transacted at the 4th Annual General Meeting of the Company held on Monday August 31, 2020 at 2.00 p.m.

On the basis of the Consolidated Scrutinizer's Report dated September 1, 2020 on the remote e-voting and poll, the result was announced that all the Resolutions for the Businesses as set out atItem Nos.1 to 3 of the Notice of 04th Annual General Meeting have been duly passed by the requisite majority of Members of Godha Cabcon & Insulation Limited.

Vote of thanks:

There being no other business to discuss, the meeting concluded at 2.50 P.M. with a vote of thanks to the Chair.

Place: Indore
Date : September 10, 2020

GODHA CABCON AND INSULATION LTD.

Chairman