GODHA
Cabcon & Insulation Ltd.

28th September, 2021

Indore

To,
General Manager
The National Stock Exchange India Limited
Exchange Plaza, Plot No. C/1, G Block,
Bandra-Kurla Complex, Bandra (E) Mumbai - 400051

Dear Sir/Ma'am,

Sub: Outcome and Voting results as per Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 of the 05th Annual General Meeting of the Company Godha Cabcon & Insulation Limited held on Monday, 27th September, 2021.

We wish to inform you that the Members of the Company at the Annual General Meeting held on Monday, 27th day of September, 2021 have duly approved the business as specified in the notice convening the meeting viz:

We are enclosing herewith Combine e-voting results as per Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, proceedings of the Annual General Meeting held on Monday, 27th day of September, 2021 as per the provisions of Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and General Circular Nos.14/2020, 17/2020 and 20/2020 dated 8th April 2020, 13th April 2020 and 5th May 2020, respectively, issued by the Ministry of Corporate Affairs ("MCA Circulars") and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020 issued by the Securities and Exchange Board of India ("SEBI Circular") and in compliance with the provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (IST) through Video Conferencing ("VC") at the Registered Office of the company situated at (Deemed venue) 36-D, Sector B, Sanwer Road, Industrial Area, Indore (M.P.) - 452006 at 02:00 P.M. and the report on e-voting of Mr. Deepak Patil, Practicing Company Secretary, Indore, scrutinizer appointed by the Board.

You are requested to take note of the same and bring it to the notice of all concerned.

Kindly acknowledge receipt.
Thanking you.

Yours faithfully
For Godha Cabcon & Insulation Limited

Madhu Godha
Director
DIN:- 07607783

Enclosed as above:

1. E-voting Results as per Annexure I of SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015
2. Scrutinizers Report on e-voting
3. Combined Report of Scrutinizer

Annexure I

Voting Results

Date of the AGM	27th September, 2021
Total number of shareholders on record date	462
No. of shareholders joined the meeting personally: Promoters and Promoter Group: Public:	 0
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public	 05 11

1. **Agenda- 1.** To receive, consider, approve and adopt the Audited Financial Statement comprising of Balance Sheet as at 31st March 2021, Profit and Loss Account (Statement of Profit and Loss) for the year ended on that date, Cash Flow Statement and the Notes together with the Reports of the Directors and Auditor thereon.

Resolution required: (Ordinary/ Special)				Ordinary Resolution				
Category	**Mode of Voting**	**No. of shares held (1)**	**No. of votes (2)**	**% of Votes cast on outstanding shares (3)=[(2)/(1)]* 100**	**No. of Votes – in favour (4)**	**No. of Votes – against (5)**	**% of Votes in favour on votes casted (6)=[(4)/(2)]*100**	**% of Votes against on votes casted (7)=[(5)/(2)]*100**
Promoter and Promoter Group	Remote e-Voting	8100000	0	0	0	0	0	0%
	E-Voting at the AGM		7863480	97.0800	7863480	0	100%	0%
	Total	**8100000**	**7863480**	**97.0800**	**7863480**	**0**	**100%**	**0%**

Public-Institutions	Remote e-Voting	0	0	0%	0	0	0	0%
	E-Voting at the AGM	0	0	0%	0	0	0	0%
	Total	**0**	**0**	**0%**	**0**	**0**	**0**	**0%**
Public-Non Institutions	Remote e-Voting	3004000	0	0	0	0	0	0%
	E-Voting at the AGM		140440	4.6751	140440	0	100%	0%
	Total	**3004000**	140440	4.6751	140440	0	100%	0%
Total		**11104000**	**8003920**	**72.0814**	**8003920**	**0**	**100%**	**0%**

***One Shareholder (Polled having 236500 shares) was abstained among the total 16 shareholders who have attended the meeting.**

Agenda- 2. To appoint a Director in place of Mrs. Rupali Godha (DIN: 07530189), Director, who retires by rotation and being eligible offers herself for re-appointment in this regard to consider and if thought fit, to pass the following resolution as an Ordinary Resolution.

Resolution required: (Ordinary/ Special)	Ordinary Resolution
Whether promoter/ promoter group are interested in the agenda/resolution?	None of the Directors, Key Managerial Personnel, and their relatives is in any way concerned or interested in the resolution.

Category	**Mode of Voting**	**No. of shares held (1)**	**No. of votes (2)**	**% of Votes cast on outstanding shares (3)=[(2)/(1)]*100**	**No. of Votes – in favour (4)**	**No. of Votes – against (5)**	**% of Votes in favour on votes casted (6)=[(4)/(2)]*100**	**% of Votes against on votes casted (7)=[(5)/(2)]*100**

Promoter and Promoter Group	Remote e-Voting	8100000	0	0	0	0	0	0%
	E-Voting at the AGM		7863480	97.0800	7863480	0	100%	0%
	Total	**8100000**	**7863480**	**97.0800**	**7863480**	**0**	**100%**	**0%**
Public-Institutions	Remote e-Voting	0	0	0%	0	0	0	0%
	E-Voting at the AGM	0	0	0%	0	0	0	0%
	Total	**0**	**0**	**0%**	**0**	**0**	**0**	**0%**

Public-Non Institutions	Remote e-Voting	3004000	0	0	0	0	0	0%
	E-Voting at the AGM		140440	4.6751	140440	0	100%	0%
	Total	**3004000**	140440	4.6751	140440	0	100%	0%
Total		**11104000**	**8003920**	**72.0814**	**8003920**	0	100%	0%

***One Shareholder (Polled, having 236500 shares) was abstained among the total 16 shareholders who have attended the meeting.**

Agenda- 3. Regularisation of Additional Director, Mr. Vikrant Verma (DIN: 06707462) By Appointing Him as Independent Director of the Company.

Resolution required: (Ordinary/ Special)				Special Resolution				
Whether promoter/ promoter group are interested in the agenda/resolution?				None of the Directors, Key Managerial Personnel, and their relatives is in any way concerned or interested in the resolution.				
Category	Mode of Voting	No. of shares held (1)	No. of votes (2)	% of Votes cast on outstan	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes	% of Votes again st on

				ding shares (3)=[(2) /(1)]* 100			casted (6)=[(4)/(2)]*100	votes casted (7)=[(5)/(2)] *100
Promoter and Promoter Group	Remote e-Voting	8100000	0	0	0	0	0	0%
	E-Voting at the AGM		7863480	97.0800	7863480	0	100%	0%
	Total	**8100000**	**7863480**	**97.0800**	**7863480**	**0**	**100%**	**0%**
Public-Institutions	Remote e-Voting	0	0	0%	0	0	0	0%
	E-Voting at the AGM	0	0	0%	0	0	0	0%
	Total	**0**	**0**	**0%**	**0**	**0**	**0**	**0%**

Public-Non Institutions	Remote e-Voting	3004000	0	0	0	0	0	0%
	E-Voting at the AGM		140440	4.6751	140440	0	100%	0%
	Total	**3004000**	140440	4.6751	140440	0	100%	0%
Total		**11104000**	**8003920**	**72.0814**	**8003920**	**0**	**100%**	**0%**

***One Shareholder (Polled, having 236500 shares) was abstained among the total 16 shareholders who have attended the meeting.**

For Godha Cabcon & Insulation Limited

मधु गोधा

Madhu Godha
Director
DIN:- 07607783
Date: September 28th, 2021

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

Combined Report of Scrutinizer for E-Voting (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") of Godha Cabcon & Insulation Limited

To,
The Chairman
Godha Cabcon & Insulation Limited
05th Annual General Meeting
36-D, Sector B, Sanwer Road, Industrial Area,
Indore (M.P.) - 452006

SUBJECT: Passing of Resolutions through Remote E-Voting and through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") as per the provisions of Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and General Circular Nos.14/2020, 17/2020 and 20/2020 dated 8th April 2020, 13th April 2020 and 5th May 2020, respectively, issued by the Ministry of Corporate Affairs ("MCA Circulars") and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020 issued by the Securities and Exchange Board of India ("SEBI Circular") and in compliance with the provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") at 05th Annual General Meeting of **Godha Cabcon & Insulation Limited** held on Monday, 27th day of September, 2021 at 2.00 P.M.

Dear Sir,

1. I, Deepak Patil, Practicing Company Secretary, has been appointed as a Scrutinizer by –

   (i) The Board of Directors of **Godha Cabcon & Insulation Limited** (the Company) for the purpose of scrutinizing the E-voting process under the provisions of Section 108 of the Companies Act, 2013 and Rule 20 Companies (Management and Administration) Rules, 2014 as amended from time to time and

   (ii) The Chairman of the Annual General Meeting (AGM) on poll under the provisions of Section 108 of the Companies Act, 2013 and Rule 21 of

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Companies (Management and Administration) Rules, 2014, on the resolutions contained in the Notice to the Annual General Meeting of the members of the Company held on Monday, 27^{th} day of September, 2020 at 2.00 P.M. at the Registered office of the Company at 36-D, Sector B, Sanwer Road, Industrial Area, Indore (M.P.) - 452006.

2. The Management of the Company is responsible to ensure the compliance with the requirements of Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended from time to time relating to the e-voting on the resolutions contained in the Notice to the Annual General Meeting (AGM) of the members of the Company. My responsibilities as scrutinizer for e-voting process at the AGM is restricted to Scrutinizer's Report of the votes cast "in favour" or "Against" the resolutions stated above, based on the reports generated from the e-voting system provided by Karvy Computershare Private Limited and also at the time of vote at AGM.

3. The voting rights were reckoned on 17^{th} September, 2021 being the cut-off date for the purpose of deciding the entitlements of members at the e-voting and voting at the meeting.

4. The Company had taken the services of Karvy Computershare Private Limited for providing the E-Voting Platform.

5. E-Voting platform remained open from 24^{th} September, 2021 (09.00 A.M.) to 26^{th} September, 2021 (05.00 P.M.) and members were given an option to cast their votes electronically conveying their assent or dissent in respect of the Ordinary and /or Special Resolutions, on the e-voting platform provided by Karvy Computershare Private Limited.

6. I have issued separate Scrutinizer's Report dated 28^{th} September, 2021 on the E-voting on the e voting at AGM on 27^{th} September, 2021, the resolutions contained in the Notice to the AGM. As requested by Management, I submit herewith my combined report on the results of e-voting -

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Item No. of Notice	Particular of business	Votes in favour of resolution		Votes against the resolution		Invalid votes	
		Nos.	% of total number of valid votes cast	Nos.	% of total number of valid votes cast	Nos.	% of total number of invalid votes cast
Item No. 1 of the Notice (As an Ordinary Resolution)	Remote e-Voting	NIL	NIL	Nil	0	Nil	0
	E-Voting at the AGM	8003920	100	Nil	0	Nil	0
	Total	**8003920**	**100**	**Nil**	**0**	**Nil**	**0**
Item No. 2 of the Notice (As an Ordinary Resolution)	Remote e-Voting	NIL	NIL	Nil	0	Nil	0
	E-Voting at the AGM	8003920	100	Nil	0	Nil	0
	Total	**8003920**	**100**	**Nil**	**0**	**Nil**	**0**
Item No. 3 of the Notice (As a Special Resolution)	Remote e-Voting	NIL	NIL	Nil	0	Nil	0
	E-Voting at the AGM	8003920	100	Nil	0	Nil	0
	Total	**8003920**	**100**	**Nil**	**0**	**Nil**	**0**

Conclusion: All the resolutions stands passed with requisite majority under E-voting combined with Voting through VC at the Annual General Meeting held on Monday 27th September, 2021.

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Thanking You,

Yours Faithfully,

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CP-11592

Scrutinizer
Deepak Patil
Practicing Company Secretary
Membership No.: 9636, CP No: 11592
UDIN: F009636C001030141

Place: Indore
Date: 28th September, 2021

To be Countersigned by the Chairman

Dipesh Godha

Place: Indore
Date: 28th September, 2021

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

Report of Scrutinizer(s)

[Pursuant to section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014 made there under]

To,

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

Subject: Scrutinizer's Report on remote E-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended from time to time for the 05th Annual General Meeting of the company Godha Cabcon & Insulation Limited held on Monday, 27th September, 2021.

Dear Sir,

I, Deepak Patil, Proprietor of M/s Deepak Patil & Co., a Practicing Company Secretary, appointed as a Scrutinizer of **Godha Cabcon & Insulation Limited** ("the Company") for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provisions of Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and General Circular Nos.14/2020, 17/2020 and 20/2020 dated 8th April 2020, 13th April 2020 and 5th May 2020, respectively, issued by the Ministry of Corporate Affairs ("MCA Circulars") and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020 issued by the Securities and Exchange Board of India ("SEBI Circular") and in compliance with the provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), on the below mentioned resolution(s), at the Annual General Meeting of the Equity Shareholders of **Godha Cabcon & Insulation Limited**, to be held on 27th day of September, 2021 (IST) through Video Conferencing ("VC") / Other Audio Visual Means

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("OAVM") at 2.00 P.M. (Deemed venue) 6-D, Sector B, Sanwer Road, Industrial Area, Indore (M.P.) – 452006.

The Management of the Company is responsible to ensure the compliance with the requirement of Companies Act, 2013 and Rules made there under, in relation to E-voting on the resolutions contained in the Notice to the Annual General Meeting (AGM) of the members of the Company. My responsibilities as scrutinizer for E-voting process at the AGM is restricted to Scrutinizer's Report of the votes cast "in favour" or "Against" the resolutions stated above, based on the reports generated from the E-voting system provided by Karvy Computershare Private Limited.

Further to the above, I submit my report as under:

1. 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.

2. The Remote E-voting period remained open from 24th September, 2021 (09.00 A.M.) to 26th September, 2021 (05.00 P.M.) and the Karvy E-voting platform was blocked thereafter.

3. The shareholders holding shares as on the "cut off" date i.e 17th September, 2021 were entitled to vote on the proposed resolutions (Item no. 1-3 as set out in the notice of the Annual General Meeting of **Godha Cabcon & Insulation Limited**).

4. The votes were unblocked on 27th September, 2021 around 02.56 P.M. in the presence of two witnesses Ms. Kamna Talreja and Ms Aditi Jain. who were/are not in the employment of the company. They have signed below in confirmation of the votes being unblocked in their presence.

5. Thereafter, the details containing ***inter-alia***, the list of members who voted "for" of "against" on each of the resolutions that were put to vote, were derived from the report generated from the e-voting website of KFin Technology private limited (https://evoting.karvy.com/common/Details.aspx) and based on such report,

   a. 01 Members have cast their votes through remote e-voting.

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6. The Result of the **e-voting** is as under:

a). **Resolution No. 1** – To receive, consider, approve and adopt the Audited Financial Statement comprising of Balance Sheet as at 31st March 2021, Profit and Loss Account (Statement of Profit and Loss) for the year ended on that date, Cash Flow Statement and the Notes together with the Reports of the Directors and Auditor thereon.

i. Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

ii. Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

iii. **Invalid** votes:

Total numbers of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

b) **Resolution No. 2 -** To appoint a Director in place of Mrs. Rupali Godha (DIN: 07530189), Director, who retires by rotation and being eligible offers herself for re-appointment in this regard to consider and if thought fit, to pass the following resolution as an Ordinary Resolution.

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i. Vote in **favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

ii. Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

iii. **Invalid** votes:

Total numbers of members and whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

c) **Resolution No. 3 –** Regularisation of Additional Director, Mr. Vikrant Verma (DIN: 06707462) By Appointing Him as Independent Director of the Company.

i. Vote in **favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

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ii. Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

iii. **Invalid** votes:

Total numbers of members and whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

Thanking You,
Yours faithfully,

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

Scrutinizer
Deepak Patil
Practicing Company Secretary
Membership No.: 9636, CP No: 11592
UDIN: F009636C001030128

Place: Indore
Date: 28th September, 2021