GODHA
Cabcon & Insulation Ltd.

March 13, 2022

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

Sub.: Results of Postal Ballot & Disclosure under Regulation 30, Schedule III, Part A (13) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations")
Ref.: NSE SYMBOL - GODHA

Dear Sir,

This is further to our letter dated March 12, 2022, thereby submitting the Notice of the Postal Ballot dated February 02, 2022 issued to the Members of the Company seeking approval for Sub-division (stock split) of every 1 (One) equity share of face value of Rs. 10/- each into 10 (Ten) equity shares of Face Value of Re. 1/- each and Alteration in Capital Clause of the Memorandum of Association of the Company.

The Special resolution as set out in the Postal Ballot Notice has been approved by the Members of the Company with requisite majority. The details of the voting results, as per the requirements of Regulation 44 of the SEBI LODR Regulations are enclosed in the prescribed format along with the Scrutinizer's Report. The same is being uploaded on the website of the Company i.e. www.godhacabcon.com and e-voting website of Karvy Computershare Private Limited i.e. https://evoting.karvy.com.

The aforesaid may be deemed to be proceedings under Regulation 30 of the SEBI LODR Regulations.

This is for your information and record.

Thanking You.

Yours sincerely,

For Godha Cabcon & Insulation Limited

GODHA CABCON AND INSULATION LTD.

Dipesh Godha
Chairman
DIN:-07529876

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

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CIN-L31909MP2016PLC041592

Voting Results

Annexure I

TOTAL NUMBER OF SHAREHOLDERS ON RECORD DATE: 1230

1. **Agenda- 1.** Sub-division (stock split) of every 1 (One) equity share of face value of Rs. 10/- each into 10 (Ten) equity shares of Face Value of Re. 1/- each.

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	15439194	15429174	99.9351	15429174	0	100.0000	0.0000
	Poll	15439194	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	15439194	0	0.0000	00	0	0.0000	0.0000
Public-Institutions	E-Voting	0	0	0.0000	00	0	0.0000	0.0000
	Poll	0	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Public-Non Institutions	E-Voting	6768806	954344	14.0991	954344	0	100.0000	0.0000
	Poll	6768806	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	6768806	0	0.0000	00	0	0.0000	0.0000
	Total	22208000	16383518	73.7730	16383518	0	100.0000	0.0000

2. Agenda- 2. Alteration in Capital Clause of the Memorandum of Association of the Company

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	15439194	15429174	99.9351	15429174	0	100.0000	0.0000
	Poll	15439194	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	15439194	0	0.0000	00	0	0.0000	0.0000
Public-Institutions	E-Voting	0	0	0.0000	00	0	0.0000	0.0000
	Poll	0	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Public-Non Institutions	E-Voting	6768806	954344	14.0991	954344	0	100.0000	0.0000
	Poll	6768806	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	6768806	0	0.0000	00	0	0.0000	0.0000
	Total	22208000	16383518	73.7730	16383518	0	100.0000	0.0000

For Godha Cabcon& Insulation Limited

Dipesh Godha
Chairman
DIN:-07529876
Date: March 13th, 2022

CS

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)

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

Subject: Scrutinizer's Report on Result of Postal Ballot Notice.

Dear Sir,

We are pleased to present the report on the Postal Ballot conducted by Godha Cabcon & Insulation Limited ("the Company") seeking consent of its Members for the Special Resolutionas contained in the Notice of Postal Ballot dated February 02, 2022.

1. In terms of provisions of Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, we were appointed as the Scrutinizer by the Company on February 02, 2022. to conduct the Postal Ballot as contained in the Notice dated January 29, 2022.

2. In terms of Sections 110 and 108 of the Companies Act, 2013, and all other applicable provisions, if any, of the Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, General Circular No. 14/ 2020 dated 8th April, 2020, General Circular No. 17/ 2020 dated 13th April, 2020, General Circular No. 22/ 2020 dated 15th June, 2020, General Circular No. 33/ 2020 dated 28th September, 2020 , General Circular No. 39/2020 dated 31st December, 2020 and 10/2021 dated 23rd June, 2021 respectively (collectively referred to as "MCA circulars") , and Regulation 44 Securities and Exchange Board of India(Listing Obligations and Disclosure Requirements) Regulations, 2015 in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID - 19" issued by the Ministry of Corporate Affairs, Government of India;

   Members' approval was sought for the following:

DEEPAK PATIL & CO. FCS-9636 CP-11592 INDORE (M.P.)

i. Sub-division (stock split) of every 1 (One) equity share of face value of Rs. 10/- each into 10 (Ten) equity shares of Face Value of Re. 1/- each.
ii. alteration of Capital Clause of the Memorandum of Association of the Company.

3. The Company has informed that, on the basis of the Register of Members and the List of Beneficial Owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on Friday, February 04, 2022("the cut-off date"), the Company completed dispatchof the Notice of Postal Ballot by E-Mail on Wednesday 02nd February, 2022, to 1230 Members who had registered their email ids with the Company/Depositories.

4. In terms of the aforesaid notice, Members were required to convey their assent or dissent, through remote e-voting system, on e-voting platform provided by KFin Technologies Private Limited ("KFin/RTA") (Formerly KarvyFintech Private Limited) from 9:00 a.m. (1ST) on Thursday, February 10, 2022 to 5:00 p.m. (1ST) on Friday, March 11, 2022.

5. 13 Members had cast their votes on the remote e-voting platform till 5:00 p.m. (1ST) on Friday, March 11, 2022.

6. Members' demographic details, their voting rights and voting pattern were providedby KFin Technologies Private Limited, Registrar & Transfer Agent of the Company.

7. After the scrutiny of the remote e-voting result, we report that the Special Resolutionas contained in the Notice of Postal Ballot dated February 02, 2022 has been passed with requisite majority.

We have annexed with this report, the details of the Postal Ballot through remote e-voting and the analysis of the result of the Special Resolution as contained in the said Notice.

The summary of e-voting is as under:

Resolution	Mode	BallotsReceived	Total Shares	Favour		Against		Invalid		Abstain		Less Voted
				Ballots	Votes	Ballots	Votes	Ballots	Votes	Ballots	Votes	Votes
1	ELE	13	16383518	13	16383518	0	0	0	0	0	0	0
	PHY	0	0	0	0	0	0	0	0	0	0	0
	IPOLL	0	0	0	0	0	0	0	0	0	0	0
	TOTAL	**13**	**16383518**	**13**	**16383518**	**0**	**0**	**0**	**0**	**0**	**0**	**0**
2	ELE	13	16383518	13	16383518	0	0	0	0	0	0	0

DEEPAK PATIL & CO.
FCS-9636
CP-11592
INDORE (M.P.)

	PHY	0	0	0	0	0	0	0	0	0	0		0
	IPOLL	0	0	0	0	0	0	0	0	0	0		0
	TOTAL	**13**	**16383518**	**13**	**16383518**	**0**	**0**	**0**	**0**	**0**	**0**		**0**

Based on the above, the result is as under:

1) **Resolution No. 1** – Sub-division (stock split) of every 1 (One) equity share of face value of Rs. 10/- each into 10 (Ten) equity shares of Face Value of Re. 1/- each.

i. Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes castby them	% of total number of valid votes cast
13	16383518	100

ii. Voted against the resolution:

Number of members voted through electronic voting system	Number of votes castby 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

Based on the aforesaid result, we report that, the Special Resolution as contained in the Notice of Postal Ballot dated February 02, 2022 has been passed with requisite majority.

2) **Resolution No. 2** – Alteration in Capital Clause of the Memorandum of Association of the Company.

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

Number of members voted through electronic voting system	Number of votes castby them	% of total number of valid votes cast
13	16383518	100

ii. Voted **against** the resolution:

DEEPAK PATIL & CO. FCS-9636 CP-11592 INDORE (M.P.)

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

Based on the aforesaid result, we report that, the **Special Resolution** as contained in the Notice of Postal Ballot dated February 02, 2022 has been **passed with requisite majority.**

Thanking You,
Yours faithfully

DEEPAK PATIL & CO. FCS-9636 CP-11592 INDORE (MP)

Scrutinizer Deepak Patil
Practicing Company Secretary
Membership No.: 9636,
CP No: 11592
UDIN: F009636C002902416

Place: Indore
Date: 12/03/2022