



GG ENGINEERING LTD. (An Authorized OEM for Tata Motors Limited)

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An ISO 9001 : 2015 Certified Company

29th September, 2020

To, BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001

Scrip Code: 540614

Dear Sir,

Summary of Proceedings and Voting Results of the 14th Annual General Meeting

In terms of the General Circular No. 14/ 2020 dated 8th April 2020, General Circular No. 17/ 2020 dated 13th April 2020, 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" and General Circular No. 20/ 2020 dated 5th May 2020, in relation to 'Clarification on holding of annual general meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)' (collectively referred to as 'MCA Circulars') and Securities and Exchange Board of India Vide Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020, in relation to 'Additional relaxation in relation to compliance with certain provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 - Covid-19 pandemic' ('SEBI Circular'), the 14th Annual General Meeting (AGM) of the Company was held on Monday, 28th September 2020 at 12.00 p.m. through two-way VC/OAVM to transact the business as stated in the Notice dated 2nd September 2020, convening the AGM. All the items of business contained in the Notice of the AGM dated 2nd September 2020 were transacted and passed by the Members with requisite majority.

In connection with the same, please find the following:

- a) Summary of proceedings of the AGM of the Company, as required under Regulation 30, Part A of Schedule III to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), attached and marked as Annexure - 1.
- b) Combined voting results of the remote e-Voting together with the voting conducted during the proceedings of the AGM, in relation to the items of business transacted at the AGM, as required under Regulation 44 of the Listing Regulations, attached and marked as Annexure 2.

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Works : 715/716, G.I.D.C. Palej, Dist. Bharuch, Gujarat - 392220, INDIA. Telefax: +91 2642 277720 E-mail : info@ggengg.in Website : www.ggengg.in Regd. Off.: Office No : 203, 2nd Floor, Shivam Chambers Co-op Soc, Near Sahara, S. V. Road, Goregaon (west), Mumbai - 400104. c) The Scrutinizer's Report dated 28th September 2020, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, attached and marked.

The AGM concluded at 12.20 p.m.

The Voting Results along with the Scrutinizer's Report are also available on the website of the Company.

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You are requested to kindly take the same on record.

Yours faithfully, For G G Engineering Limited

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Summary of proceedings of the 14th Annual General Meeting of the Company

The 14th Annual General Meeting ('AGM') of the Members of the G G Engineering Limited ('the Company') was held on Monday, 28th September 2020 at 12.00 p.m. through two-way Video Conferencing ('VC')/Other Audio Visual Means ('OAVM'). The Company, while conducting the Meeting, adhered to the Ministry of Corporate Affairs (MCA) Circulars, Securities and Exchange Board of India (SEBI) Circular, and other social distancing norms in view of the outbreak of COVID-19 pandemic.

The Company Secretary welcomed the Members to the Meeting.

Mr. Vinod Harmukhrai Beriwal, Chairman of the Company chaired the Meeting. The requisite quorum being present, the Chairman called the meeting to order. The Chairman also request if the Registers as required under the Companies Act, 2013 and other relevant documents mentioned in the Notice will availed for inspection on request by the members on the register mail id of the company. Since there was no physical attendance of Members and in compliance with the Circulars issued by the MCA and SEBI, the requirement of appointing proxies was not applicable, except for the authorized representatives of corporate shareholders.

The Directors of the Company attended the Meeting Mr. Abhishek Jain Internal Auditor, from M/S Jain & Baldua, The Secretarial Auditors Mr. Bhuwnesh Bansal from M/s. Bhuwnesh Bansal & Associates, Scrutinizers for the e-Voting and the voting during the proceedings of the AGM, were also present at the Meeting through VC. The Members were informed that the Statutory Auditors' Report and Secretarial Audit Report did not have any qualifications.

The Chairman made a presentation covering the financial performance, business highlights, strategic journey, Covid-19 initiatives, employee engagement initiatives, awards and recognitions, etc.

The following resolutions set out in the Notice convening the AGM were proposed and seconded by the Members:

Item	Details of the Agenda	Resolution
No.		required
1	Adopt the Audited Balance Sheet (Standalone & Consolidated) of the Company	Ordinary
	as at 31st March 2020 and statement of Profit & Loss Account for the year ended	Resolution
	as on that date together with the reports of the Directors and Auditors thereon.	
2	Appoint Mrs. Rashi Gupta (DIN: 06997278) as Director of the Company, who	Ordinary
	retires by rotation and being eligible, offers herself for re-appointment.	Resolution
3	Appointment of Statutory Auditor	· Ordinary
		Resolution
4	Appoint Mr. Jaymin Modi as an Independent Director	Ordinary
		Resolution
5	Appoint Mr. Brijesh Dineshkumar Shah as an Independent Director	Ordinary
		Resolution

The Company Secretary informed the Members that the Company had provided its Members the facility to cast their vote electronically through the National Securities Depository Limited ('NSDL') system before the Meeting. He further informed that the remote e-Voting facility was also made available during the AGM for the benefit of Members who were present during the Meeting and had not cast their votes earlier through remote e- Voting. He further informed that M/s. Bhuwnesh Bansal & Associates, Practicing Company Secretary (Membership No FCS6526 & COP No 9089) had been appointed as

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Scrutinizers to supervise that the remote e-Voting and the voting during the proceedings of the AGM was done in a fair and transparent manner.

The Chairman thanked the Members for attending and participating at the meeting. He also thanked the Directors for joining the Meeting virtually. The e-Voting facility was kept open for the next 15 minutes to enable the Members to cast their vote. The Chairman authorized the Company Secretary to carry out the voting process and declare the results of the consolidated voting. He informed the Members that the consolidated voting results along with the Scrutinizer's Report shall be placed on the Company's website www.ggengg.in and on the website of NSDL www.evoting.nsdl.com. The results would also be immediately forwarded to the Stock Exchanges where the Company's Equity Shares are listed viz. BSE Limited and be made available on their respective websites viz. <u>www.bseindia.com</u>.

The Scrutinizer's Report was received on Monday, 28th September 2020 and, as set out therein, all the Resolutions have been passed with the requisite majority.

For G G Engineering Limited

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Vinod Beriwal Managing Director



Annexure-2

14th Annual General Meeting Voting Results

Date of the AGM	28th September 2020
Total number of shareholders on record date	1023
No. of shareholders present in the meeting either in person • Promoters and Promoter group • Public	No arrangement for a physical meeting or appointment of proxy was made as the Meeting was held through VC/OAVM.:
No. of Shareholders attended the meeting through Video Conferencing	
 Promoter and Promoter group Public	6 9

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Adopt the Audited Balance Sheet (Standalone & Consolidated) of the Company as at 31st March 2020 and statement of Profit & Loss Account for the year ended as on that date together with the reports of the Directors and Auditors thereon.

Resoluti	on required: (Ordinary/Special)		Ordinary Resolution							
Whether promoter/promoter group are interested in the agenda/resolution			No							
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 in agains t (5)	% of Votes in favour on votes polled(6) =[(4)/(2)]*100	% of Votes in against on votes polled(7) =[(5)/(2)]*100		
Promoter	E-Voting		6558665	100	6558665	0	100	0		
and	Poll	6558665	0	0	0	0	0	0		
Promoter	Postal Ballot(if applicable)		0	0	0	0	0	0		
Group	Total	6558665	6558665	100	6558665	0	100	0		
	E-Voting		0	0	0	0	0	0		
Public-	Poll	0	0	0	0	0	0	0		
Institutional - Holders	Postal Ballot(if applicable)		0	0	0	0	0	0		
11010010	Total	0	0	0	0	0	0	0		
	E-Voting		804466	21.45	804466	0	100	0		
Public-	Poll	- 3751380	0	0	0	0	0	0		
Others	Postal Ballot(if applicable)									
	Total	3751380	804466	21.45	804466	0	100	0		
Total		10310045	7363131	71.42	7363131	0	100	0		

*Under this column, the valid votes polled are mentioned

The Number of votes in favour of the Ordinary Resolution is 7363131 (100% of the total valid votes). Thus, the Ordinary Resolution has therefore been approved by the shareholders with the requisite majority.

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Appoint Mrs. Rashi Gupta (DIN: 06997278) as Director of the Company, who retires by rotation and being eligible, offers herself for re-appointment.

Resoluti	on required: (Ordinary/Special	Ordinary Resolution						
	moter/promoter group are inter n the agenda/resolution	Yes						
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 in agains t (5)	% of Votes in favour on votes polled(6) =[(4)/(2)]*100	% of Votes in against on votes polled(7) =[(5)/(2)]*100
Promoter	E-Voting		0	0	0	0	0	0
and	Poll	6558665	0	0	0	0	0	0
Promoter	Postal Ballot(if applicable)		0	0	0	0	0	0
Group	Total	6558665	0	0	0	0	0	0
	E-Voting		0	0	0	0	0	0
Public-	Poll	0	0	0	0	0	0	0
Institutional - Holders	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
	E-Voting		804466	21.45	804466	0	100	0
Public-	Poll	3751380	0	0	0	0	0	0
Others	Postal Ballot(if applicable)							
	Total	3751380	804466	21.45	804466	0	100	0
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Appointment of Statutory Auditor

	ion required: (Ordinary/Special	Ordinary Resolution						
Whether pro	moter/promoter group are inter in the agenda/resolution	No						
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 in agains t (5)	% of Votes in favour on votes polled(6) =[(4)/(2)]*100	% of Votes in against on votes polled(7) =[(5)/(2)]*100
Promoter	E-Voting		6558665	100	6558665	0	100	0
and	Poll	6558665	0	0	0	0	0	0
Promoter	Postal Ballot(if applicable)		0	0	0	0	0	0
Group	Total	6558665	6558665	100	6558665	0	0	0
D 111	E-Voting		0	0	0	0	0	0
Public-	Poll	0	0	0	0	0	0	0 -
Holders	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
	E-Voting		804466	21.45	804466	0	100	. 0
Public-	Poll	- 3751380	0	0	0	0	0	0
Others	Postal Ballot(if applicable)]		And a second stand of the second s				
	Total	3751380	804466	21.45	804466	0	100	0
Total		10310045	7363131	71.42	7363131	0	100	0

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The Number of votes in favour of the Ordinary Resolution is 7363131 (100% of the total valid votes). Thus, the Ordinary Resolution has therefore been approved by the shareholders with the requisite majority.

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Appoint Mr. Jaymin Modi as an Independent Director

Resoluti	on required: (Ordinary/Special	Ordinary Resolution						
	moter/promoter group are inter n the agenda/resolution	No						
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 in agains t (5)	% of Votes in favour on votes polled(6) =[(4)/(2)]*100	% of Votes in against on votes polled(7) =[(5)/(2)]*100
Promoter -	E-Voting		6558665	100	6558665	0	100	0
and	Poll	6558665	0	0	0	0	0	0
Promoter	Postal Ballot(if applicable)		0	0	0	0	0	0
Group	Total	6558665	6558665	100	6558665	0	0	0
	E-Voting	0	0	0	0	0	0	0
Public-	Poll		0	0	0	0	0	0
Institutional Holders	Postal Ballot(if applicable)		0	0	0	0	0	0
Tiordero	Total	0	0	0	0	0	. 0	0
	E-Voting		804466	21.45	804466	0	100	0
Public-	Poll	- 3751380	0	0	0	0	0	0
Others	Postal Ballot(if applicable)							
	Total	3751380	804466	21.45	804466	0	100	0
Total		10310045	7363131	71.42	7363131	0	100	0

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The Number of votes in favour of the Ordinary Resolution is 7363131 (100% of the total valid votes). Thus, the Ordinary Resolution has therefore been approved by the shareholders with the requisite majority.

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Appoint Mr. Brijesh Dineshkumar Shah as an Independent Director

Resoluti	on required: (Ordinary/Special	Ordinary Resolution No						
	moter/promoter group are inter in the agenda/resolution							
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 in agains t (5)	% of Votes in favour on votes polled(6) =[(4)/(2)]*100	% of Votes in against on votes polled(7) =[(5)/(2)]*100
Promoter	E-Voting		6558665	100	6558665	0	100	0
and	Poll	6558665	0	0	0	0	0	0
Promoter	Postal Ballot(if applicable)		0	0	0	0	0	0
Group	Total	6558665	6558665	100	6558665	0	0	0
	E-Voting	0	0	0	0	0	0	0
Public- Institutional	Poll		0	0	0	0	0	0
Holders	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	. 0	0
	E-Voting		804466	21.45	804466	0	100	0
Public-	Poll	3751380	0	0	0	0	0	0
Others	Postal Ballot(if applicable)							
	Total	3751380	804466	21.45	804466	0	100	0
Total		10310045	7363131	71.42	7363131	0	100	0

*Under this column, the valid votes polled are mentioned

The Number of votes in favour of the Ordinary Resolution is 7363131 (100% of the total valid votes). Thus, the Ordinary Resolution has therefore been approved by the shareholders with the requisite majority.

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