



## GG ENGINEERING LTD.

(An Authorized OEM for Tata Motors Limited)

An ISO 9001 : 2015 Certified Company

24<sup>th</sup> September, 2019

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

Dear Sir,

**Scrip Code: 540614**  
**Sub: Result of the Postal Ballot**

Dear Sir/Madam,

With respect to the captioned subject and pursuant to section 110 of the Companies Act, 2013 read with the Rule 22 of the Companies (Management and Administration) Rule, 2014, We would like to inform you that the resolution mentioned in the Postal Ballot Notice dated 19<sup>th</sup> August, 2019 for Migration of Company from BSE SME Exchange to the Main Board Platform of BSE Limited has been passed by the members of the Company with requisite majority. The approval is deemed to have been received on the last date of receipt of Postal Ballot forms i.e. on 23<sup>rd</sup> September, 2019.

Please find the enclosed the Voting Result and Scrutinizer's Report.

Kindly take the same on record and acknowledge.

Thanking you,

Yours faithfully,

For, G G Engineering Limited

*Vinod Beriwal*

**Vinod Harmukhrai Beriwal**  
(Managing Director)  
(DIN: 01817948)





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### RESULT OF POSTAL BALLOT VOTING

Pursuant to provisions of Section 110 and other applicable provisions, if any, of the Companies Act 2013 (the Act) read with Rule 22 of the Companies (Management and Administration) Rules, 2014 the approval of the shareholders were sought by postal ballot as per the details furnished in the Postal Ballot Notice dated 19<sup>th</sup> August, 2019 sent to all the shareholders.

The Company has appointed Mr. Bhwnesh Bansal, Practicing Company Secretary, Mumbai as Scrutinizer for conducting the Postal Ballot, who has submitted his report. The result was announced by Mr. Vinod Harmukhrai Beriwal, Managing Director of the Company on 24<sup>th</sup> September, 2019 at the Registered Office of the Company. The details of the Postal Ballot result are as follow:-

#### Resolution No. 1 - Special Resolution

Special Resolution for Migration of Company from BSE SME Exchange to the Main Board Platform of BSE Limited

#### Summary of the ballot papers received with their pattern of voting

| Sr. No. | Particulars  | No. of Postal Ballot Form | No. of shares voted |
|---------|--|---------------------------|---------------------|
| a)      | Postal Ballot Forms received                       | 9                         | 1,05,833            |
|         | <b>Total</b>                                       | <b>9</b>                  | <b>1,05,833</b>     |
| c)      | Less : Invalid no. of votes casted                 | 0                         | 0                   |
| d)      | Valid no. of votes casted (Net)                    | 9                         | 1,05,833            |
| e)      | Total no. of votes with assent for the Resolution  | 9                         | 1,05,833            |
| f)      | Total no. of votes with dissent for the Resolution | 0                         | 0                   |

The Resolution considered as passed with requisite majority by the Shareholders of the Company by way of Postal Ballot.

Thanking You  
Yours faithfully,  
For, G G Engineering Limited

*Vinod Beriwal*

Vinod Harmukhrai Beriwal  
(Managing Director)  
(DIN: 01817948)





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|   |   |
|---|---|
| Date of the Result of Postal Ballot.  | 24 <sup>th</sup> September, 2019  |
| Total number of shareholders on record date   | As on record date i.e. 16 <sup>th</sup> August, 2019 No. of shareholders were 128 |
| No. of shareholders present in the meeting either in person or through proxy:<br>Promoters and Promoter Group:<br>Public: | Not Applicable<br>Not Applicable  |
| No. of Shareholders attended the meeting through Video Conferencing<br>Promoters and Promoter Group:<br>Public:           | Not Applicable<br>Not Applicable  |

### Detail of Agenda

| Sr No. | Agenda Item   | Resolution type (Ordinary/Special) | Mode of Voting (Show of hands/Poll/Postal Ballot/E-voting) | Remarks  |
|--------|---|------------------------------------|--|--|
| 1.     | Special Resolution for Migration of Company from BSE SME Exchange to the Main Board Platform of BSE Limited | Special                            | Postal Ballot  | Resolution passed with requisite majority as per table below |

*Manoj Bejwal*



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Regd. Off.: Office No : 203, 2nd Floor, Shivam Chambers Co-op Soc, Near Sahara, S. V. Road, Goregaon (west), Mumbai - 400104.

CIN No.: L28900MH2006PLC159174



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### Resolution 1

| Resolution required: (Ordinary/Special)                                 |                |                       |                          |  | Special 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 against (5) | % of Votes in favour on votes polled(6) = [(4)/(2)]*100 | % of Votes in against on votes polled(7) = [(5)/(2)]*100 |
| Promoter and Promoter Group   | E-Voting       | 6558665               | 0                        | 0  | 0                          | 0                           | 0   | 0  |
|   | Postal Ballot  |                       | 0                        | 0  | 0                          | 0                           | 0   | 0  |
|   | Total          |                       | 0                        | 0  | 0                          | 0                           | 0   | 0  |
| Public-Institutional Holders  | E-Voting       | 0                     | 0                        | 0  | 0                          | 0                           | 0   | 0  |
|   | Postal Ballot  |                       | 0                        | 0  | 0                          | 0                           | 0   | 0  |
|   | Total          |                       | 0                        | 0  | 0                          | 0                           | 0   | 0  |
| Public-Others   | E-Voting       | 3751380               | 0                        | 0  | 0                          | 0                           | 0   | 0  |
|   | Postal Ballot  |                       | 105833                   | 2.82   | 105833                     | 0                           | 100   | 0  |
|   | Total          |                       | 105833                   | 2.82   | 105833                     | 0                           | 100   | 0  |
| <b>Total</b>  |                | <b>10310045</b>       | <b>105833</b>            | <b>1.03</b>  | <b>105833</b>              | <b>0</b>                    | <b>100</b>  | <b>0</b>   |

\*Under this column, the valid votes polled are mentioned

The Number of votes in favour of the Special Resolution is 105833 (100% of the total valid votes). Thus, the Special Resolution has therefore been approved by the shareholders with the requisite majority.

*Vinod Beawar*



SCRUTINIZER'S REPORT

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22(9) of the Companies  
(Management and Administration) Rules, 2014]

To  
The Chairman  
G G ENGINEERING LIMITED  
Office No. 203, 2<sup>nd</sup> Floor,  
Shivam Chambers Coop Soc Ltd.,  
S.V Road, Goregaon West,  
Near Sahara Apartment,  
Mumbai - 400104

Dear Sir,

I, Bhunesh Bansal, Practicing Company Secretary, was appointed by the Board of Directors of your Company at its meeting held on 19<sup>th</sup> August, 2019 as the Scrutinizer for the Postal Ballot held pursuant to provisions of Section 110 of the Companies Act, 2013 read with the Companies (Management And Administration) Rules, 2014, for the purpose of passing a Special Resolution under Regulation 277 of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulation, 2018 as contained in Notice of Postal Ballot dated 19<sup>th</sup> August, 2019.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to postal Ballot. My responsibility as a Scrutinizer for the Postal Ballot process is restricted to make a Scrutinizer's report of the votes cast "in favor" or "against" the resolution stated below.

The Resolution as proposed is reproduced hereunder:-

I. Migration of Company from BSE SME Exchange to the Main Board Platform of BSE Limited:

To consider, and if thought fit, to pass with or without modification(s), the following Resolution as a Special Resolution:

**"RESOLVED THAT** pursuant to the Regulation 277 of the SEBI (Issue of Capital and Disclosure Requirements) Regulations 2018, Circular issued by BSE Limited dated November 26, 2012, applicable SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 & other applicable provisions of the Companies Act, 2013 read with underlying Rules and Regulations as notified by MCA (including any statutory modifications or re-enactment thereof for the time being in force), the consent of the Members of the Company be and is hereby accorded to migrate the Company, currently listed on SME Exchange of BSE Limited to Main Board of BSE Limited and to follow such procedures as specified by SEBI (Issue of Capital & Disclosure Requirements) Regulations, 2018 and other applicable regulations notified by SEBI, as amended from time to time, to give effect to the above said Resolution.

**RESOLVED FURTHER THAT** the Board of 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 BSE Limited, 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 present listing from SME Platform of BSE Limited to the Main Board of BSE Limited.

**RESOLVED FURTHER THAT** any Directors of the Company be and is/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."



1. I submit my report as under:-

- 1.1 The Company has made necessary arrangement for conducting postal ballot process in a fair and transparent manner.
- 1.2 The shareholders of the Company had to vote on resolution through the Postal Ballot forms physically facility.
- 1.3 The Company has completed the dispatch of Postal Ballot forms on 21<sup>st</sup> August, 2019 along with postage prepaid business reply envelope to its members whose name(s) appeared on the Register of Members/list of beneficiaries as on 16<sup>th</sup> August, 2019.
- 1.4 All Postal Ballot forms received up to the close of working hours on 23<sup>rd</sup> September, 2019, the last date and time fixed by the Company for receipt of the forms, were considered for the scrutiny.
- 1.5 The Postal Ballot forms were kept under my safe custody before commencing the scrutiny of such Postal Ballot forms.
- 1.6 Particulars of all the Postal Ballot forms received from the members have been entered in a Register separately maintained for the purpose.

2. The results of the Postal Ballot conducted are as under:-

Resolution 1

**Migration of Company from BSE SME Exchange to the Main Board Platform of BSE Limited:**

(A) Postal Ballot:-

(i) Voted in Favour of the resolution:

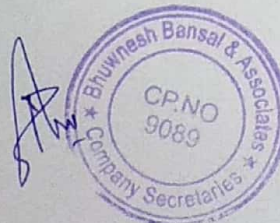
| Number of Members voted through Postal Ballot | Number of votes Cast by them | % of Total number of Valid votes cast |
|---|------------------------------|---------------------------------------|
| 9   | 1,05,833                     | 100.00                                |

(ii) Voted against the resolution:

| Number of Members voted through Postal Ballot | Number of votes Cast by them | % of Total number of Valid votes cast |
|---|------------------------------|---------------------------------------|
| NIL   | NIL                          | NIL                                   |

(iii) Invalid votes

| Total Number of Members whose votes were declared invalid | Total number of votes cast by Them |
|---|------------------------------------|
| NIL   | NIL                                |



3. **Based on the above facts, the a Special Resolution for the following purposes:**

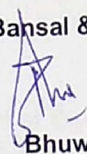
- I. Migration of Company from BSE SME Exchange to the Main Board Platform of BSE Limited

Contained in the Notice dated 19<sup>th</sup> August, 2019 may be considered as passed with requisite majority by the Shareholders of the Company by way of Postal Ballot.

4. I have handed over the Postal Ballot forms and other related papers / registers and records for safe custody to the Director authorized by the Board to supervise the Postal Ballot process.

Place: Mumbai  
Date: 24/09/2019

For Bhunesh Bansal & Associates



**Bhunesh Bansal**  
Proprietor  
FCS No. - 6526  
CP No. - 9089

