

27th September, 2018

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 Annual General Meeting of the Company Godha Cabcon & Insulation Limited held on Wednesday, 26th September, 2018.

We wish to inform you that the Members of the Company at the Annual General Meeting held on Wednesday, 26th day of September, 2018 have duly approved the business as specified in the notice convening the meeting viz:

We are enclosing herewith voting results as per Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, proceedings of the Annual General Meeting held on Wednesday, 26th day of September, 2018 at Registered Office of the company situated at 36-D, Sector B, Sanwer Road, Industrial Area, Indore (M.P.) - 452006 at 02:00 P.M. and the report on e-voting and Poll 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


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
3. Scrutinizers Report on Poll
4. Combined Report of Scrutinizer

Annexure I

Format for Voting Results

Date of the AGM	26 th September, 2018
Total number of shareholders on record date	175
No. of shareholders present in the meeting' either in person or through proxy: Promoters and Promoter Group: Public:	05 (Personally)
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public	NIL NIL

Agenda- 1. To receive, consider and adopt the Audited Financial Statement of the company for the financial year ended on March 31, 2018 including the Balance Sheet as at March 31, 2018, the Statement of Profit and Loss and Cash flow for the year ended on that date along with reports of the Board of Directors and the Auditors thereon.

Resolution required: (Ordinary/ Special)				Ordinary 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 - 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	10	10	100%	10	0	0	0%
	Poll	8099970	8099970	100%	8099970	0	100%	0%
	Total	8099980	8099980	100%	8099980	0	100%	0%

Public-Institutions	E-Voting	0	0	0%	0	0	0	0%
	Poll	0	0	0%	0	0	0	0%
	Total	0	0	0%	0	0	0	0%
Public-Non Institutions	E-Voting	0	0	0%	0	0	0	0%
	Poll	10	10	100%	10	0	100%	0%
	Total	10	10	100%	10	0	100%	0%
Total				100%			100%	0%

Agenda-2. To appoint a director in place of Ms. Rupali Godha (DIN-07530189), who retires by rotation and being eligible, offers himself for reappointment.

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 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	10	10	100%	10	0	0	0%
	Poll	8099970	8099970	100%	8099970	0	100%	0%
	Total	8099980	8099980	100%	8099980	0	100%	0%
Public-Institutions	E-Voting	0	0	0%	0	0	0	0%
	Poll	0	0	0%	0	0	0	0%
	Total	0	0	0%	0	0	0	0%

Public- Non Institution s	E- Voting	0	0	0%	0	0	0	0%
	Poll	10	10	100%	10	0	100%	0%
	Total	10	10	100%	10	0	100%	0%
Total				100%			100%	0%

Agenda-3. The Board of Directors has purpose to name of Mr. Ravish Kandhari as a Non-Executive Independent Director of the company and instructed to complete necessary requirement for appointment and apply for DIN, the appointment of director will effective from the date of AGM i.e. 26th September, 2018.

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 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	10	10	100%	10	0	0	0%
	Poll	8099970	8099970	100%	8099970	0	100%	0%
	Total	8099980	8099980	100%	8099980	0	100%	0%
Public-Institutions	E-Voting	0	0	0%	0	0	0	0%
	Poll	0	0	0%	0	0	0	0%
	Total	0	0	0%	0	0	0	0%

Public- Non Instituti ons	E- Voting	0	0	0%	0	0	0	0%
	Poll	10	10	100%	10	0	100%	0%
	Total	10	10	100%	10	0	100%	0%
Total				100%			100%	0%

For Godha Cabcon & Insulation Limited

Dipesh Godha
Chairman
DIN:- 07529876





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 and Poll
Godha Cabcon & Insulation Limited

To,
The Chairman
Godha Cabcon & Insulation Limited
02nd Annual General Meeting
36-D, Sector B, Sanwer Road, Industrial Area,
Indore (M.P.) - 452006

SUBJECT: Passing of Resolutions through E-Voting and poll conducted at 02nd Annual General Meeting of Godha Cabcon & Insulation Limited held on Wednesday, 26th day of September, 2018 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 109 of the Companies Act, 2013 and Rule 21 of 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 Wednesday, 26th day of September 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 and Poll on the resolutions contained in the Notice to the Annual General Meeting (AGM) of the members of the Company. My responsibilities as scrutiner for e-voting process and for Poll 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 Poll at AGM.

3. The voting rights were reckoned on 19th September, 2018 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 23rd September, 2018 (10.00 A.M.) up to 25th September, 2018 (5.00 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 27th September, 2018 on the E-voting and 27th September, 2018 on the Poll on 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 together with that of Poll as under-

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)	E-Voting	10	0	Nil	0	Nil	0
	Poll	8099980	100	Nil	0	Nil	0
	Total	8099990	100	Nil	0	Nil	0
Item No. 2 of the Notice	E-Voting	10	0	Nil	0	Nil	0

(As an Ordinary Resolution)	Poll	8099980	100	Nil	0	Nil	0
	Total	8099990	100	Nil	0	Nil	0
Item No. 3 of the Notice (As an Ordinary Resolution)	E-Voting	10	0	Nil	0	Nil	0
	Poll	8099980	100	Nil	0	Nil	0
	Total	8099990	100	Nil	0	Nil	0

Conclusion: All the resolutions stands passed with requisite majority under E-voting combined with Poll at the Annual General Meeting held on Wednesday 26th September, 2018.

Thanking You,

Yours Faithfully,

Deepak



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

Place: Indore
Date: 27th September, 2018

To be Countersigned by the Chairman

Dipesh Godha

Dipesh Godha

Place: Indore
Date: 27th September, 2018