



माझगांव डॉक शिपबिल्डर्स लिमिटेड

(भारत सरकार का उपक्रम) Mazagon Dock Shipbuilders Ltd. (Formerly Mazagon Dock Limited) (A Govt. of India Undertaking) डॉकयार्ड रोड, माझगांव, मंबई-400 010 Dockyard Road, Mazagon, Mumbai - 400 010 Certified - ISO 9001 Company CIN: 135100MH1934GOJ002079 संदर्भ क्रमांक: Ref. No. : दिनांक : Date :

28 Sep 2023

Ref: SEC/MDL/SE/AGM/2023

Τo **BSE** Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai- 400 001 Scrip Code: 543237

To National Stock Exchange of India Limited Exchange Plaza, C-1, Block G Bandra Kurla Complex Bandra (E), Mumbai - 400 051 NSE Symbol: MAZDOCK

Sub: Voting Results and Scrutinizer's Report of the 90th Annual General Meeting (AGM) of Mazagon Dock Shipbuilders Limited

Dear Sir/Madam,

- 1. Voting results of the business transacted at the AGM of the Company held on 27 Sep 2023 as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is attached at Annexure A.
- 2. The Scrutinizer's Report dated 28 Sep 2023 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014 is enclosed as Annexure B.

This is for your information and record.

Thanking You,

Yours Faithfully,

For MAZAGON DOCK SHIPBUILDERS LIMITED

Vijayalaksh	Digitally signed by Vijavalakshmi
mi Kamal /	Kamal Kumar Date: 2023.09.28
Kumar /	14:00:42 +05'30'

(Vijayalakshmi Kumar) Company Secretary & compliance officer Encl : as above



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वेबसाईट : www.mazdock.com

Ragini Chokshi & Co.

Annexure B Tel.: 022-2283 1120 022-2283 1134

Company Secretaries

34, Kamer Building, 5th Floor, 38 Cawasji Patel Street, Fort, Mumbai - 400 001. E-mail : ragini.c@rediffmail.com / mail@csraginichokshi.com web: csraginichokshi.com

Date: 28/09/2023

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)]

To, The Chairman, 90th Annual General Meeting (AGM) Of **MAZAGON DOCK SHIPBUILDERS LIMITED** Held on Wednesday, September 27, 2023 at 11:00A.M.

Dear Sir,

1. Appointment as Scrutinizer:

I. Ragini Chokshi, Partner of M/s. Ragini Chokshi & Company., a Company Secretary Firm, having its registered office at 34, 5th Floor, Kamer Building, 38, Cawasji Patel Street, Fort, Mumbai 400001, have been appointed as the Scrutinizer by the Board of Directors of MAZAGON DOCK SHIPBUILDERS LIMITED (the "Company") for the purpose of scrutinizing the remote e-voting and voting through electronic voting system during the Annual General Meeting ('AGM') carried out as per the provisions of Section 108 of the Companies Act, 2013 (the "Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto, read with MCA General Circular No. 14/2020 dated April 8, 2020, MCA General Circular No. 17/2020 dated April 13, 2020, MCA General Circular No. 20/2020 dated May 5, 2020, Circular no. 02/2021 dated January 13, 2021, Circular No. 21/2021 dated December 14, 2021, Circular No. 2/2022 dated May 05, 2022 and Circular No. 10/2022 dated December 28, 2022 and the provisions of Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, circular no. 15, 2021, circular SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated lanuary no. May 13, 2022 and circular no. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 on the businesses contained in the Notice of the AGM of the Members of the Company, held on Wednesday, September 27, 2023 at 11:00A.M. (IST) through Video Conferencing facility / Other Audio Visual Means ('VC / OAVM').

2. Our Responsibility

The management of the Company is responsible to ensure the compliance with the requirements of the Act, Rules and notifications and SEBI Listing Regulations relating to voting through electronic means on the businesses set out in the Notice of the 90thAGM of the Members of the Company. Our responsibility as a Scrutinizer is to scrutinize remote e-voting and e-voting conducted during the AGM in a fair and transparent manner and to ascertain requisite majority and is restricted in submitting a Consolidated Scrutinizer's Report on the voting on the resolutions set out in the Notice, based on the reports generated from the e-

Voting system of NATIONAL SECURITIES DEPOSITORY LIMITED (NSDL), the authorized agency to provide remote e-Voting facilities before and during the AGM, engaged by the Company.

3. Dispatch of Notice convening AGM

- i) Pursuant to General Circulars No. 14/2020, 17/2020, 20/2020, 02/2021, 21/2021, 02/2022 and 10/2022 dated 8th April, 2020, 13th April, 2020, 5th May, 2020, January 13, 2021, December 14, 2021, May 05, 2022 and December 28, 2022 respectively issued by the Ministry of Corporate Affairs, advertisement was published on Wednesday, September 06, 2023 in Business Standard, Mumbai (English Edition) and on September 06, 2023 in Vritta Manas, Mumbai (Marathi Edition), both the newspapers having electronic editions specifying all the necessary information prescribed in the rules and circulars.
- ii) The Company hosted the notice of AGM on its website namely <u>https://mazagondock.in.</u> and also uploaded the same on the website of the Stock Exchange i.e. BSE Limited and National Stock Exchange of India Limited at <u>www.bseindia.com</u> and <u>www.nseindia.com</u>
- iii)The Company completed dispatch of Notice of AGM on Tuesday, September 05, 2023 by Email to Members who had registered their email addresses with the Company / Depositories.
- 4. Cut-off date

Voting rights were reckoned as on Wednesday, September 20, 2023 being the cut-off date for deciding the entitlements of members for remote e-voting and e-voting during the AGM.

- 5. Remote e-voting process
 - i) Agency: The Company had appointed NATIONAL SECURITIES DEPOSITORY LIMITED (NSDL) as the agency for providing the platform for remote e-voting and e-voting during the AGM.
- ii) Remote e-voting period: The Remote e-voting remained open from 09:00 a.m. on Saturday, September 23, 2023 and ended on Tuesday, September 26, 2023 at 5:00 p.m.

The votes cast were unblocked on September 27, 2023 after the conclusion of the AGM and was witnessed by two witnesses, who are not in the employment of the Company. They have signed below in confirmation of the same.

Name: Kundan Thakur

Name: Durvesh Padte

iii) Voting at the AGM: After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by NATIONAL SECURITIES DEPOSITORY LIMITED (NSDL).

The e-votes cast were unblocked on, September 27, 2023 after 30 minutes of conclusion of proceedings of AGM.

I hereby submit the Consolidated Scrutinizer's Report based on the results of remote evoting and e-voting during the AGM based on the reports downloaded from the e-voting website of NATIONAL SECURITIES DEPOSITORY LIMITED (NSDL) and relied upon by me as under:



CONSOLIDATED RESULTS

ORDINARY BUSINESS:

Item No 1: Ordinary Resolution

To receive, consider and adopt Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023, together with the Directors' Report and Auditors' Report thereon and Comments of the Comptroller & Auditor General of India.

Particulars	Particulars Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	979	177462171	4	72	983	177462243	99.9938%
Dissent	7	10998	0	0	7	10998	0.0062%
Total	986	177473169	4	72	990	177473241	100.00%

SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	177473241	100.00%
Assented to Resolution	177462243	99.9938%
Dissented to Resolution	10998	0.0062%

Item No 2: Ordinary Resolution

To confirm payment of Interim Dividend of Rs. 9.10 per equity share of Rs. 10/- each (i.e. @ 91%) paid in Nov 2022 and to declare final dividend of Rs. 6.86 per equity share of Rs. 10/- each (i.e. @ 68.60 %) for the financial year ended on March 31, 2023.

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	980	177960753	4	72	984	177960825	99.9999%
Dissent	13	222	0	0	13	222	0.0001%
Total	993	177960975	4	72	997	177961047	100.00%



SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	177961047	100.00%
Assented to Resolution	177960825	99.9999%
Dissented to Resolution	222	0.0001%

Item No 3: Ordinary Resolution

To appoint a Director in place of Cdr. Jasbir Singh, IN (Retd) (DIN- 08556592) who retires by rotation and being eligible, offers him-self for re-appointment.

Particulars	Remote E-Voting		E-Voting AGI		Т	otal	Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	877	171944662	4	72	881	171944734	96.6239%
Dissent	106	6007823	0	0	106	6007823	3.3761%
Total	983	177952485	4	72	987	177952557	100.00%

SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	177952557	100.00%
Assented to Resolution	171944734	96.6239%
Dissented to Resolution	6007823	3.3761%

Item No 4: Ordinary Resolution

To authorize the Board of Directors to fix remuneration of Statutory Auditors of the Company for the financial year 2023-2024 in compliance with the orders and directions of appointment by the Comptroller and Auditor-General of India and in terms of the provisions of Section 139(5) and Section 142 of the Companies Act, 2013.

Particulars	Remote E-Voting		E-Voting AGN		Т	otal	Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	968	177952022	4	72	972	177952094	99.9997%
Dissent	15	500	0	0	15	500	0.0003%
Total	983	177952522	4	72	987	177952594	100.00%



SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)		
Total Valid votes cast	177952594	100.00%		
Assented to Resolution	177952094	99.9997%		
Dissented to Resolution	500	0.0003%		

SPECIAL BUSINESS:

Item No: 5: Ordinary Resolution

To ratify the remuneration payable to the Cost auditor appointed by the Board of Directors of the Company for the financial year 2023-24 pursuant to Section 148 and all other applicable provisions of Companies Act, 2013.

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	961	177951817	4	72	965	177951889	99.9996%
Dissent	24	715	0	0	24	715	0.0004%
Total	985	177952532	4	72	989	177952604	100.00%

SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)		
Total Valid votes cast	177952604	100.00%		
Assented to Resolution	177951889	99.9996%		
Dissented to Resolution	715	0.0004%		

Item No 6: Special Resolution

To appoint Shri Dattaprasad Prabhakar Kholkar (DIN:10054086), as Director of the Company.

Particulars Remote		e E-Voting	E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	887	173621141	4	72	891	173621213	97.5660%
Dissent	95	4331342			95	4331342	2.4340%
Total	982	177952483	4	72	986	177952555	100.00%



SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	177952555	100.00%
Assented to Resolution	173621213	97.5660%
Dissented to Resolution	4331342	2.4340%

RESULTS:

The Electronic Records containing details of the Members, who voted "IN FAVOUR", or "AGAINST" for each resolution under remote e-Voting and e-voting at the AGM has been handed over to the Company Secretary for safe custody.

The above-mentioned resolutions are deemed to be passed with requisite majority as on the date of the 90th AGM of the Company i.e. Wednesday, September 27, 2023.

Yours faithfully,

Thanking You,

Date: 28/09/2023 Place: Mumbai

Countersigned by MAZAGON DOCK SHIPBUILDERS LIMITED

Vijayalakshm Digitally signed by Vijayalakshmi Kamal i Kamal Kumar Date: 2023.09.28 Kumar 14:01:12 +05'30'

Company Secretary



For RAGINI CHOKSHI & COMPANY

by Ragini Kamal Chokshi Date: 2023.09.28 Chokshi 12:03:24 +05'30'

RAGINI CHOKSHI (Partner) Membership No:2390 **C.P. Number: 1436** UDIN: F002390E001108253

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Date: 28/09/2023 Place: Mumbai

	ESULTS				
Record date	20-09-2023				
Total number of shareholders on record date	309946				
Number of shareholders present i	n the meeting either in person or				
a)Promoter and promoter group					
b) Public	Not Applicable				
Number of shareholders attend	ed the meeting through video				
a)Promoter and promoter group	1				
b) Public	72				
Number of resolutions passed in					
meeting	6				
Disclosure of notes on voting results					



5

		in the second second		Residence Octoria	10	102100		
	Whether promote	Resolution F		ecente/resolution?	Company fo	or the	Financial Year ended Mar	dalone and Consolidated Financial Statements of the ch 31, 2023, together with the Directore Report and s of the Comptroller & Auditor General of India. NO
Category	Mode of Veting	No. of shares held	No. of votes	% votes polled on outstanding shares	No, of votes -	No. of vot	% of votes - in favour	% of votes - in Against
		0	(21)	(3)=[(2)/(1)]*100	(4)	(5)	(5)=[(4)/(2)]*10 0	(7)=[(5)(2)]*100
Promoter and	E-voling Poll Postal Ballot in a	171090983	171090983 0	100 0	17109098	3 0	100	
Promoter Group	Total	171090983	171080983	100	171090983	0	100	0
	Poll Postal Ballotist a	8324369	6295511 0 0	75.627486 0 0	628522	5 ### 5 0 5 0	99.83661374 0 0	0.1633862
Public Institutions	Total	8324369	6295511	75.627486	6285225	awe		0.18338826
	E-voting Poll Postal Ballotiil a	22274646	86747 0 0	0.389442742 0 0	8603: (5 712 0 0	99.17922234 0 0	0.82077766
Public Non-Institutions		222/4648	86747	0.389442742	86035	712	V9.17922234	0.820777664
Total	All property in a second second	201890000	177473241	87.99307896	177482243	***	00,99380301	0.006196991

1000 N	ibether promote	Fieselution F In promoter group are i		agenda/resolution?	To confirm payment of Interim Dividend of Rs. 9.10 per equity share of Rs. 10 ⁴ each (1.e. © 91 9 paid in Nov <u>40</u> 22 and to declare final dividend of Hs. 6.80 per equity share of Rs. 10 ⁴ each (1.e. © NO						
Category	Mode of Vating	No. of shares held	No. of votes	% voise polled on outstanding shares	No. of voles - in favour	No. of vot in Ag ain at	% of votes - in favour	% of votes - in Against			
		00	(2)	(3)= [(2)/(1)]*100	(4)	451	(6)-[(4)/(2)]*10	(7)-45-625100			
	E-voting	10	171090983	100	171090983	0 0	100	Distantia ioo			
	Poll		Ó	0	0) 0	0				
Promoter and	Postal Ballot if a			0	0) ()	0				
Promoter Group	Total	171090983	171090963	100	171090983	0	100	0			
	E-voting		6763298	81.48723345	6783298	5 0	100				
	Poll		D	0	a) ()	0				
	Postal Ballot il a			0	0	0 (0				
Public Institutions	Total	8324369	6783298	81.48723345	6783298	0	100				
	E-voting Poll Postal Balloniit a	22274648	86766	0.389528041	86544 0	222	99.74413941 0	0.25586059			
Public Non-Institutions		22274648	86766	0.389528041	86544	222	99.74413941	0.255860591			
Total	1.0.000	201690000	177961047	88.23493827	177960825	222	99.99987525	0.000124745			



E

Hesolution Detail	is(3)								
				To appoint a Director in place of Cdr. Jasbir Singh, IN (Retd) (DIN- 08556592) who retires by rotation and being eligible, offers him-self for re-					
Resolution Requ					appointment.				
		p are interested in			NO				
Category	Mode of Voting	No. of shares he	No. of votes polk	% votes polled o	No. of votes - in	No. of votes - in		% of votes - in Against	
		(1)	(2)	$(3) = [(2)/(1)]^{\circ}100$	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
	E-voting		171090983	100	171090983	0	100	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot(il a	171090983	0	0	0	0	0	0	
Promoter and Pr	Total	171090983	171090983	100	171090983	0	100	0	
	E-voting		6774971	81.38720184	776786	5998185	11.46552509	88.53447491	
	Poll		0	0	0	0	0	0	
	Postal Ballot(if a	8324309	0	0	0	0	0	0	
Public Institution	Total	8324360	6774071	81.38720184	776786	6908186	11.46652609	88.53447401	
	E-voting		86603	0.388796267	76965	9638	88.87105528	11.12894472	
	Poll		0	0	0	U	U	0	
	Postal Ballot(if a	2227464B	0	0	0	0	0	0	
Public Non-Institu	Total	22274648	86603	0.388796267	76965	9636	88.87105528	11/12894472	
Total		201690000	177952557	88.23072884	171944734	6007823	96.6239187	3.3760813	

Resolution Detai	ls(4)									
					To authorize the Deard of Directors to fix remuneration of Statutory					
Resolution Regu	ired			Auditors of the C	Company for the fi	nancial year 2023	-2024			
Whether promote	ar/ promoter grou	p are interested in	the agenda/reso	NO						
Category						No. of votes - in .	% of votes - in fa	% of votes - in Against		
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
	E-voting	1	171090983	100	171090983	0	100	0		
	Poll)	0	0	0	0	0	0		
	Postal Ballot(if a	171090983	0	0	0	0	0	0		
Promoter and Pr	Total	171090983	171090983	100	171090983	0	100	0		
	E-voting		6774971	81.38720184	6774971	0	100	0		
	Poll	1	0	0	0	0	0	0		
	Postal Ballot(if a	8324369	0	Ū.	Ó	0	0	0		
Public Institutions	Total	8324369	6774971	81.38720184	6774971	0	100	0		
	E-voting		86640	0.388962376	86140	500	99.42289935	0.577100646		
	Poll		0	0	0	0	0	0		
	Postal Ballot(if a	22274648	0	0	0	0	0	0		
Public Non-Institu	Total	22274648	86640	0.388962376	86140	500	99.42289935	0.577100646		
Total		201690000	177952594	88.23074719	177952094	500	99.99971903	0.000280974		



Resolution Detai	ils(5)							1			
					To ratify the remuneration payable to the Cost auditor appointed by the Board of						
								3-24 pursuant to Section 148			
								ct, 2013, by passing with or			
Resolution Requ					without modificat	ion(s), as Ordina	ry Resolution:				
Whether promot	er/ promoter grou				NÖ						
Category	Mode of Voting	No. of shares he	No. of votes poll	% votes polled o	No. of votes - in			% of votes - in Against			
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100			
	E-voting		171090983	100	171090983	0	100	0			
	Poll		0	0	0	0	0	0			
	Postal Ballot(if a	171090983	0	0	0	0	0	0.			
Promoter and Pr	Total	171090983	171090983	100	171090983	0	100	0			
	E-voting		6774971	81.38720184	6774971	0	100	0			
	Poll		Ö	Ő	Ö	Ō	0	0			
	Postal Ballot(if a	8324369	0	0	0	0	0	0			
Public Institution:	Total	8324369	6774971	81.38720184	6774971	0	100	0			
	E-voting		86650	0.38900727	85935	/15	99.17484132	0.825158684			
	Poll		0	0	0	0	0	0			
	Postal Ballot(if a	22274648	0	U	0	Ű	0	0			
Public Non-Instit	Total	22274648	86650	0.38900727	85935	715	99.17484132	0.825158684			
Total		201690000	177952604	88.23075214	177951889	715	99.99959821	0.000401792			

Resolution Details(6)										
1 1000 Idition Dota	.0(0)				To appoint Shri Dattaprasad Prabhakar Kholkar (DIN:10054086), as Director of the					
Resolution Regu	irod				Company and in this regard to consider and if thought fit, to pass					
						this regard to co	nsider and it tribu	gricin, to pass		
	er/ promoter grou				NO					
Category	Mode of Voting	No. of shares he	No. of votes poll	% votes polled o	No. of votes - in	No. of votes - in	% of votes - in fa	% of votes - in Against		
		(1)	(2)	$(3) = [(2)/(1)]^{*}100$	(4)	(5)	(6)=[(4)/(2)]*100	[(7)=[(5)/(2)]*100		
	E-voting		171090983	100	171090983	0	100	0		
	Poll		0	0	0	0	0	0		
	Postal Ballot(if a	171090983	0	0	0	0	0	0		
Promoter and Pr	Total	171090983	171090983	100	171090983	0	100	0		
	E-voting		6774971	81.38720184	2453187	4321784	36.20955721	63.79044279		
	Poll		0	0	0	0	0	0		
	Postal Ballot(if a	8324369	0	0	0	0	0	0		
Public Institution:	Total	8324369	6774971	81.38720184	2453187	4321784	36.20955721	<u>63</u> .79044279		
	E-voting		86601	0.388787289	77043	9558	88.96317594	11.03682406		
	Poll		0	0	0	0	0	0		
	Postal Ballot(if a	22274648	0	0	0	0	0	0		
Public Non-Instit	Total	22274648	86601	0.388787289	77043	9558	88.96317594	11.03682406		
Total		201690000	177952555	88.23072785	173621213	4331342	97.56601303	2.433986969		

