

Ref No :- CHO/2019-20/BSE

Date: 8<sup>th</sup> April, 2019

To,

**The Manager (Listing)**

Corporate Relationship Department

**BSE Limited**

Phiroze Jeejeebhoy Towers

Dalal Street,

Mumbai -400001

email ID: corp.relations@bseindia.com

Ref: Cosco(India) Limited

Scrip Code : 530545

**Sub: Results of the Postal Ballot and E-voting**

In continuation to our letter dated March 6, 2019, titled 'Postal Ballot Notice' please find enclosed;

1. Voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Annexure A
2. Report of Scrutinizer dated April 8, 2019. Annexure B

The Special Resolutions in the Postal Ballot Notice have been deemed to be approved and passed on April 7, 2019 which is the last date of receipt of postal ballot forms.

The voting results along with the scrutinizer's report will also be made available on the Company's website at <https://www.cosco.in/investors/investor-information>.

This is for your information and record. Kindly update the particulars in Corp. info tab of Cosco (India) Limited on the BSE Website and any other place as required.

Thanking You

**For Cosco (India) Limited**

*Sudha Singh*

**Sudha Singh**

**Company Secretary and Compliance officer**

**Membership No. A33371**



## ANNEXURE-A

<b>Name of the Company</b>	Cosco (India) Limited
<b>Total number of shareholders on February 22, 2019 i.e. cut-off date for voting</b>	2569
<b>Date of the Postal ballot</b>	April 07, 2019 (Voting start date: March 09, 2019 9:00 hours to April 07, 2019 17:00 hours)
<b>No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group:</b>	Not Applicable (0)
<b>Public:</b>	
<b>No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group:</b>	Not Applicable (0)
<b>Public:</b>	

## Agenda- wise disclosure

## ITEM NO. 1:

To Alter/Amend the Object Clause, of the Memorandum of Association of the Company.

Resolution Required: (Ordinary/Special) :-Special Resolution

Weather Promoter/ Promoter Group are Interested in the agenda/resolution? : No

Resolution No: 1

Category:	Mode of Voting	Total No. of Shares held (1)	No. of Votes polled (2)	% of Votes polled on outstanding Shares (3) = $\frac{(2)}{(1)} \times 100$	No. of Votes - in Favour (4)	No. of Votes- against- (5)	% of Votes in favour on Votes Polled (6) = $\frac{(4)}{(2)} \times 100$	% of Votes against on Votes Polled
1 Promoter and Promoter Group	E-Voting	3119800	3119800	100	3119800	0	100	0
	Poll					0	100	0
	Total	3119800	3119800	100	3119800	0	100	0
2 Pub-Institutional Holders	E-Voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll							
	Total							
3 Public-Others	E-Voting	1041200	11040	1.06	11040	0	100	0
	Poll		174	0.017	174	0	100	0
	Total	1041200	11214	1.077	11214	0	100	0
TOTAL	E-Voting		3130840	75.242	3130840	0	100	0
	Poll		174	0.004	174	0	100	0
	Total	4161000	3131014	75.246	3131014	0	100	0





**ITEM NO. 2:**

To Adopt new set of Articles of Association of the Company in conformity with the Companies Act, 2013.

Resolution Required: (Ordinary/Special) :- Special Resolution

Weather Promoter/ Promoter Group are Interested in the agenda/resolution? : No

Resolution No: 2

Category: Promoter/Public	Mode of Voting	Total 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
1 Promoter and Promoter Group	E-Voting	3119800	3119800	100	3119800	0	100	0
	Poll					0	100	0
	Total	3119800	3119800	100	3119800	0	100	0
2 Pub-Institutional Holders	E-Voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Poll							
	Total							
3 Public-Others	E-Voting	1041200	11040	1.06	11040	0	100	0
	Poll		174	0.017	174	0	100	0
	Total	1041200	11214	1.077	11214	0	100	0
TOTAL	E-Voting		3130840	75.242	3130840	0	100	0
	Poll		174	0.004	174	0	100	0
	Total	4161000	3131014	75.246	3131014	0	100	0

We hope you will find the same in order and kindly keep the same in your records.

Yours Faithfully

For Cosco (India) Limited

*Sudha Singh*

Sudha Singh

Company Secretary

Membership No. A33371



R S M &amp; CO.

Company Secretaries

D-63, JFF Complex, Jhandewalan, New Delhi 110055

Tel. 011-23623813, 9911919008

Email contact@csrsm.com

**SCRUTINIZER REPORT**

(Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modifications or re-enactments thereof for the time being in force)

To,

The Managing Director/CEO,  
COSCO (INDIA) LIMITED  
(CIN: L25199DL1980PLC010173)  
2/8, ROOP NAGAR DELHI 110007

**Subject : Passing of resolutions through Electronic Voting / Postal Ballot pursuant to section 108 and 110 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modifications or re-enactments thereof for the time being in force) and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

**Consolidated Report on e-Voting and Postal Ballots received manually.**

Dear Sir,

1. I have been appointed as a Scrutinizer for the e-voting process and, postal ballots received manually as mentioned under Rule 20(4) (ix) of the Companies (Management and Administration) Amendment Rules, 2015 and Rule 22(5) of the Companies (Management and Administration) Rules, 2014 ("the Rules") pursuant to the resolution passed by the Board of Directors ("The Board") of COSCO (India) Limited ("The Company") at their meeting held on 14<sup>th</sup> February, 2019.
2. The Company engaged National Depository Services Limited ("NSDL") as the Service Provider for extending the facility of electronic voting to the shareholders of the Company. The Service Provider provided a system for recording the votes of the shareholders electronically on all the two (2) items mentioned in the notice dated 14th February, 2019 sought to be transacted through postal ballot. The Company had uploaded all the items of the business to be transacted on the website of the Company and also its Service Provider to facilitate their shareholders to cast their votes through e-voting.
3. As on the cut-off date there were 2569 Shareholders of the Company. The Postal Ballot Notice was sent through email to 1574 Shareholders whose email id was made available by the two depositories and for those holding in physical form to the extent it was available with the RTA. The Notice was sent in the physical form to 995 shareholders.





4. The Postal Ballot Notices sent both through email and physical form contained the detailed procedure to be followed by the shareholders who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015.
5. The cut-off date (Record date) for the purposes of identifying the Shareholders who will be entitled to vote on the resolutions placed for the approval of the shareholders was 22.02.2019. The e-voting facility was kept open from 09<sup>th</sup> March, 2019 (9.00 a.m.) to 07<sup>th</sup> April 2019 (5.00 p.m.).
6. Pursuant to Rule 20(4)(v) of Companies (Management and Administration) Amendment Rules, 2015, the Company also released an advertisement, which was published on 07<sup>th</sup> March 2019 in The Pioneer, English Newspaper and in The Pioneer, Hindi Newspaper. The notice published in the newspaper carried the required information as specified in the Rule 20(4)(v) (a) to (h).
7. At the end of the voting period on 07<sup>th</sup> April, 2019 at 5.00 P.M. the voting portal of the service provider was blocked forthwith. On 08<sup>th</sup> April, 2019 the votes cast through e-voting facility was duly unblocked by me as a Scrutinizer in the presence of Ms. Suman Pandey and Mr. Kundan giri who acted as the witnesses, as prescribed in sub rule 4 (xi) of said Rule 20 of Companies (Management and Administration) Amendment Rules, 2015.
8. All the postal ballot forms received up to the close of working hours on 07.04.2019, the last date and time fixed by the company for receipt of the forms were considered for my scrutiny.
9. Particulars of all Votes cast by electronic mode have been entered in the register separately maintained for the purpose in electronic mode.

### **Responsibility of the Management**

The Management of the company is responsible to ensure the compliance with the requirements of the relevant provisions of the Companies Act, 2013 and the rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to postal ballot voting including voting by electronic means for the resolutions stated in the Postal Ballot Notice dated 14th February, 2019.

### **Responsibility as a Scrutinizer**

My responsibility as a scrutinizer for the e-voting process and for the postal ballot forms (in lieu of e-voting), is restricted to make a Scrutinizer Report of the votes cast "in favour" and "against" the resolutions set out in the Postal Ballot Notice base on the reports generated from the e-voting system provide by National Securities Depository Limited ("NSDL"), the authorised agency engaged by the Company for providing e-voting facilities and of the Postal Ballot Forms received till the time fixed for closing of the voting process.



As a scrutinizer the report of the e-voting carried by the shareholders was duly complied. Consolidated report of the e- voting together with that of the postal ballot forms received manually is as under:-

**RESOLUTION NO. 1 – SPECIAL RESOLUTION TO ALTER /AMEND THE OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY.**

Particulars	No. of Members who cast their votes.	No. of Equity Shares of the Nominal Value of Rs. 10/- each. (No. of Votes)	% of Valid Votes Received
Total Votes received by electronic mode	33	3130840	99.99
Total Votes received through physical ballot mode	06	174	0.01
Total Number of Invalid Votes	0	0	0.00
Total Number of Valid Votes	39	3131014	100
Total Number of Votes against the resolution	0	0	0
Total Number of Votes in favour of Resolution	39	3131014	100

**RESOLUTION NO. 2 – SPECIAL RESOLUTION TO ADOPT NEW SET OF ARTICLES OF ASSOCIATION OF COMPANY IN CONFORMITY WITH THE COMPANIES ACT, 2013**


Particulars	No. of Members who cast their votes.	No. of Equity Shares of the Nominal Value of Rs.10/- each. (No. of Votes)	% of Valid Votes Received
Total Votes received by electronic mode	33	3130840	99.99
Total Votes received through physical ballot mode	06	174	0.01
Total Number of Invalid Votes	0	0	0.00
Total Number of Valid Votes	39	3131014	100
Total Number of Votes against the resolution	0	0	0
Total Number of Votes in favour of Resolution	39	3131014	100

All the resolutions stand passed based on combined results (Remote e-voting and Postal Ballot) with the requisite majority.

I hereby confirm that I am maintaining the registers received from the Service Provider both electronically and manually, in respect of the votes cast through e- voting and Postal ballots received from the shareholders of the Company. I have completed the formalities of e-voting and postal ballot. You may declare the results accordingly. I have handed over all the relevant records to the Company Secretary of the Company for safe keeping.



Thanking you  
Yours Sincerely

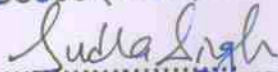


CS RAVI SHARMA  
RSM & CO.  
PRACTISING COMPANY SECRETARY  
SCRUTINIZER  
C. P. NO. 3666



Date : 08.04.2019  
Place : Delhi

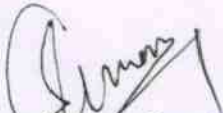
Cosco (India) Limited



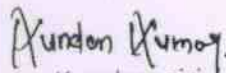
Signed by Mr. Sudha Singh  
(Chairman/Authorised Representative) Company Secretary  
Mem No. A33371



Witness:



Name: CS Suman Pandey  
Address: D-63, JFF Complex,  
Jhandewalan, New Delhi 110055



Name: Kundan giri  
Address: D-63, JFF Complex,  
Jhandewalan, New Delhi 110055