

Date: April 1st, 2025

To,
The Manager
Listing Compliance Department
National Stock Exchange of India Ltd.,
Exchange Plaza, Plot no, C-1, Block G,
BandraKurla Complex, Bandra (E),
Mumbai-400051 Maharashtra, India

Reference: ISIN - INE925Y01036; Symbol-GODHA

Subject: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Postal Ballot Notice.

Dear Sir/Madam,

Please find attached, the Postal Ballot Notice dated 28th February, 2025, along with the explanatory statement, seeking approval of the members of the Company, by way of remote e-voting process (“evoting”) for:

1. To consider and approve the alteration in main objects clause of Memorandum of association of the company by addition of new objects.

Postal Ballot Notice is being sent only through electronic mode to all the members whose e-mail address is registered with the Company / Company's Registrar and Transfer Agent / Depository Participants / Depositories, as on the Cut-off date, being Friday, 21st February, 2025.

The e-voting facility will be available during the following period:

Commencement of e-voting:	9:00 a.m. (IST) on Saturday, 01 March, 2025
End of e-voting:	5:00 p.m. (IST) on Sunday, 30th March, 2025

The record date and ex-date for bonus issue will be intimated separately.

The Postal Ballot Notice is also available on the Company's website at www.godhacabcon.com.

Thanking you,
Yours faithfully

By order of the Boards
For Godha Cabcon& Insulation Limited

Rajesh
Pipalwa
Digitally signed by
Rajesh Pipalwa
Date: 2025.04.01
11:58:17 +05'30'

Rajesh Pipalwa
Director
DIN: 06682701

VISHAKHA AGRAWAL & ASSOCIATES

Practising Company Secretaries

301-G, Goyal Vihar, Gate No. 2,

Khajrana Road, Indore (M.P.) - 452016

E-mail: csvishakhagrawal@gmail.com

Contact No. 9424501155, 8518888114

CONSOLIDATED SCRUTINIZER'S REPORT

(In Lieu of E-Voting at the Postal Ballot)

(Pursuant to Section 108 and Section 110 of the Companies Act, 2013 read with Rule 20 and 21(2) of the Companies (Management and Administration) Rules, 2014

To,

The Chairman

Godha Cabcon & Insulation Limited

CIN: L62090MP2016PLC041592

36-D, Sector B, Sanwer Road,

Industrial Area, Indore (M.P.) – 452006

Sub: Consolidated Scrutinizer's Report on Postal Ballot process (which includes remote e-voting) conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

1. I, **Vishakha Agrawal**, Proprietor of **M/s Vishakha Agrawal & Associates**, Practicing Company Secretaries, Indore (Membership No. 39298 / C.P. No. 15088) have been appointed as the Scrutinizer by the Board of **GODHA CABCON & INSULATION LIMITED (CIN: L62090MP2016PLC041592)** in their meeting for scrutinizing the Postal Ballot process (which includes remote e-voting) for passing the following Ordinary / Special resolutions:
 - a. To consider and approve the alteration in Main Objects Clause of Memorandum of Association of the Company by addition of new objects.
2. The Board had authorized Mr. Rajesh Pipalwa, Director responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules for the entire postal ballot process and was severally authorized to do all things and to take all incidental and necessary steps for smooth conduct of the entire postal ballot process;
3. The Company has extended the facility of remote e-voting to the Members, by authorizing Central Depository Services Limited (CDSL) as the Authorized Agency to provide remote e-voting facility;
4. Our responsibility as a Scrutinizer for the e-voting is restricted to provide a Scrutinizer's Report of the votes cast "in favour" or "against" the Resolutions stated in Postal Ballot notice dated February 28, 2025 based on the reports generated from the e-voting system provided by (CDSL), the Authorized agency engaged to provide e-voting facilities, engaged by the company;
5. The votes cast by the Members through the remote e-voting facility were scrutinized by verifying it using the scrutinizer's login on the CDSL's e-voting website after the close of the remote e-voting period i.e. 17:00 hours (IST) on Sunday, March 30, 2025.

6. Scrutiny of remote e-voting commenced and ends on the same day i.e. Monday, March 31, 2025.
7. Particulars of all the remote e-voting received from the members have been entered in the register;
8. All votes casted through remote e-voting facility from 9:00 hours IST on Saturday, March 01, 2025 up to 17:00 hours IST on Sunday, March 30, 2025, the last date and time fixed by the Company for e-voting were considered for our scrutiny;
9. ~~Envelopes containing postal ballot forms received thereafter were not considered. I have not found any defaced or mutilated ballot paper.~~ (no physical postal ballot forms were dispatched to the Members in view of threat posed by COVID 19 pandemic situation)
10. With reference to the above, we submit our report as under:

On February 28, 2025, the Company has completed the procedure of sending notices (through email) to the Members of the Company whose names were appearing on the Register of Members or list of beneficiaries as on the cut-off date i.e. Friday, February 21, 2025, with Postal Ballot notice dated February 28, 2025 containing the text of the Resolutions along with the Explanatory Statements. The Notice was sent electronically to these **1,88,322** Members through email, whose email address has been registered with the Company.

Out of total **1,88,322** members, **183 members** having **3157514 equity shares** cast their votes by remote e-voting and NIL members by Postal Ballot Forms.

The result of Postal Ballot through remote e-voting is as under in respect of resolution:

Resolution No. 1 (Special Resolution): TO CONSIDER AND APPROVE THE ALTERATION IN MAIN OBJECTS CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY BY ADDITION OF NEW OBJECTS.

“RESOLVED THAT pursuant to the provisions of Section 4,13, 15 and other applicable provisions if any of the Companies Act, 2013 (“the Act”) read with applicable Rules and Regulations made there under, including any statutory modification or re-enactment thereof for the time being in force and subject to such other requisite approvals, permission, and sanction of Registrar of Companies, appropriate authorities, departments or bodies as and to the extent necessary, consent of the members of the Company be and is hereby accorded to Main Objects under the Objects Clause of the Memorandum of Association of the company, by the insertion of the following clauses after the existing “Clause 9” to the Main Object Clause(III)(A) of the Memorandum of the Company in the following manner:

(10) To build, contract, establish, own, purchase, sell, take on lease or exchange or otherwise acquire, hold, maintain and manage industrial, commercial or residential buildings and plots, apartment houses, hotels, motels, hostels, restaurants, factory premises, godowns, golas, warehouses, clubs, pleasure grounds and amusement parks, theaters, cinemas, or other show houses, meeting or lecture halls, libraries, dharamshalas, and sarals, health resorts and sanatoriums, gardens, swimming pools and baths, huts, bazzars, and markets, meals and exhibition and to let, sublet, give on lease or otherwise to permit use and occupation of the same for the rent or hire charges and to provide for the tenants and occupiers thereof all or any of the conveniences commonly provided in residential, commercial and industrial quarters.

(11) To act as consulting engineers, architects, economic, industrial and town planners, surveyors, Interior decorators, draftsmen, estate brokers, assessors, valuers, financial management and operational consultants, administrators, managers of property in India or abroad either individually or in collaboration with others and to enter into any contracts in relation thereto.

(12) . To carry on all or any of the business of goldsmiths, silver smiths, jewellers, gem and diamond merchants and Trading and of manufacturing and dealing in clocks, watches, jewellery, cutlery and their components and accessories and of producing acquiring and trading in metals, bullion, gold ornaments, silver utensils, diamond, precious stones, paintings, manuscripts, antiques and objects of art and importers and exporters of bullion and other refined and smelted metals. To carry on in India or abroad the business to manufacture, produce .design, develop, modify, refine, repair, process, alter, exchange. set. convert. finish, polish, cut, fit, trim. contract, subcontract, supply, buy, sell, import ,export .wholesale, retail and to act as agent, broker, adatas. job worker, consignor, contractor, vendor, collaborator, stockiest, distributor or otherwise to deal in allshapes, size, varieties, design, applications, combinations and use of apparels, ornaments, gems, jewellery(s), goods, antiques, articles and things, their parts. Accessories, fillings, components. Ingredients and materials thereof made partly or wholly of gold. silver, platinum or other precious metals and alloys, thereof together with precious, semiprecious, imitation, synthetic, natural or other varieties 'of stones and materials whatsoever.

“RESOLVED FURTHER THAT the Board (including any Committee duly constituted by the Board of Directors or any authority as approved by the Board of Directors) or any Director of the Company of the Company be and is hereby severally authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms with Ministry of Corporate Affairs or submission of documents with any other authority, for the purpose of giving effect to this resolution and matters connected therewith or incidental thereto and settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this 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 favor (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 & Promoter Group	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public - Non Institutions	E-VOTING	936239998	3157514	0.3373	3117818	39696	98.7428	1.2572
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL	936239998	3157514	0.3373	3117818	39696	98.7428	1.2572

Public-Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
TOTAL		936239998	3157514	0.3373	3117818	39696	98.7428	1.2572
Whether Special resolution passed or not							Yes	

In view of the above scrutiny, we hereby certify that the above Special Resolution has been passed with requisite majority on March 30, 2025.; And that 178 members have casted their vote in favor of the resolution and 5 members have casted their vote against the resolution.

11. We have today handed over all the relevant papers/records and document for safe custody to **Mr. Rajesh Pipalwa (DIN: 06682701)**, Director of the Company who is authorized by the Board to supervise the Postal Ballot process.

You may accordingly declare the result of Postal Ballot.

Thanking you,

FOR VISHAKHA AGRAWAL & ASSOCIATES
Practicing Company Secretaries

Vishakha Agrawal
Digitally signed by
Vishakha Agrawal
Date: 2025.03.31
17:10:15 +05'30'

VISHAKHA AGRAWAL
M.No: 39298, C.P. No. 15088
UDIN: A039298F004185132

Place: INDORE
Date: 31st March 2025

FOR GODHA CABCON & INSULATION LIMITED

Rajesh Pipalwa
Digitally signed by
Rajesh Pipalwa
Date: 2025.04.01
11:57:34 +05'30'

MR. RAJESH PIPALWA
DIN: 06682701