

TUSHAR SHRIDHARANI

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Mumbai – 400 020

SCRUTINIZER'S CONSOLIDATED REPORT ON VOTING

[Pursuant to applicable provisions of the Companies Act, 2013 and Rules made thereunder]

18th September, 2023

To,
Godavari Biorefineries Limited
Somaiya Bhavan, 45/47, Mahatma Gandhi Road, Fort
Mumbai – 400 001

Subject: Consolidated Report on members' voting through remote e-voting and e-voting during the Annual General Meeting on the Resolutions as stated in the notice convening the 68th Annual General Meeting.

Dear Sir,

I, Tushar Shridharani, Practicing Company Secretary, have been appointed as a Scrutinizer by the Board of Directors of Godavari Biorefineries Limited ("**the Company**") at its meeting held on 29th June, 2023 in pursuance of section 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("**the Rules**") to scrutinize the voting conducted through remote e-voting and voting by electronic means at the Annual General Meeting ("**AGM**") on all the resolutions as set out in the notice convening the AGM.

The notice dated 29th June, 2023 was sent in respect of the resolutions to be passed at the AGM of the Company through Video Conferencing ("**VC**") / Other Audio Visual Means ("**OAVM**") to those members whose email addresses were registered with the Company / Depositories and in compliance with the circulars dated 28th December, 2022, 5th May, 2022, 14th December, 2021, 13th January, 2021, 5th May, 2020 read with circulars dated 13th April, 2020 and 8th April, 2020 issued by the Ministry of Corporate Affairs.

Remote e-voting:

- i. Shareholders of the Company were provided remote e-voting facility whereby they could cast their votes during the e-voting period, which commenced 9.00 a.m. on Friday, 15th September, 2023 and ended at 5.00 p.m. on Sunday, 17th September, 2023 (both Indian Standard Time - IST). -83- members of the Company voted through e-voting during the e-voting period.
- ii. In pursuance of rule 4(xii) of The Companies (Management and Administration) Rules, 2014; the votes cast during e-voting period were unblocked on Monday, 18th September, 2023 after the conclusion of the AGM. The unblocking of e-voting was witnessed by -2- (Two) witnesses, CS Nandini Parekh and CS Ameer Yagnik, who are not in employment of the Company.
- iii. Thereafter, the details containing, inter alia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of NSDL. Based on the report generated from the NSDL website and relied upon by me, data regarding the remote e-voting was scrutinized by me.

Voting by electronic means at the AGM (Venue Voting):

- i. After completion of the proceeding of the AGM, members who had not voted through remote-e-voting, were allowed to vote by electronic means within 15 minutes.
- ii. No member of the Company voted through electronic means at the AGM.

Management's and Scrutinizer's Responsibilities:

- i. Management of the Company is responsible to ensure compliance with the requirements of the Act and the Rules relating to e-voting prior and during the AGM on the resolutions contained in the notice of the AGM.
- ii. My responsibility as scrutinizer for the voting is restricted to making a Scrutinizer's Report of the voted cast in favour or against the Resolutions.

Report:

This report has been issued at the request of the Company for its compliance requirements in pursuance of relevant provisions of the Act and Rules and accordingly this report is not to be used by anyone for any other purpose.

Information with respect to AGM as well Members' participation in the AGM is provided in **Annexure 1** to this Report. And the Consolidated Result of total votes cast, whether in favour or against, is annexed to this Report and marked as **Annexure 2**.

You are requested to acknowledge receipt of this report.

(Tushar Shridharani)

Practicing Company Secretary

Membership No.: FCS 2690

Certificate of Practice No.: 2190 / Peer Review Certificate No.: 1509/2021

UDIN: **F002690E001033335**

Acknowledgment and countersigned by:

For Godavari Biorefineries Limited

(Swarna Gunware)

Company Secretary

Annexure 1

Date of the Notice	29 th June, 2023
Total number of shareholders on record date (i.e. cut-off date for voting purpose 11 th September, 2023):	32,184
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	
No. of shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	15
Public:	65

Annexure 2

1.	Resolution required: Ordinary	To receive, consider and adopt the Audited Financial Statements including audited consolidated financial statements of the Company for the Financial Year ended 31 st March, 2023 and the reports of the Board of Directors and Auditors thereon.						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes (2)	% of Votes 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 (Remote e-voting as well voting by electronic means during the AGM)	3,40,00,110	3,37,00,110	99.1176	3,37,00,110	-	100.00	0
Public Institutions		-	-	-	-	-	-	-
Public Non-Institutions		79,42,913	4,55,091	5.7295	4,55,091	-	100.00	0
Total		4,19,43,032	3,41,55,201	81.4323	3,41,55,201	-	100.00	0

2.	Resolution required: Ordinary	To appoint a Director in place of Mr. Bhalachandra Bakshi (DIN: 03538688), who retires by rotation, and being eligible, offers himself for reappointment.						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes (2)	% of Votes 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	3,40,00,110	3,37,00,110	99.1176	3,37,00,110	-	100.00	0
Public Institutions	(Remote e-voting as well voting by electronic means during the AGM)	-	-	-	-	-	-	-
Public Non-Institutions		79,42,913	4,55,091	5.7295	4,55,091	-	100.00	0
Total		4,19,43,032	3,41,55,201	81.4323	3,41,55,201	-	100.00	0

3.	Resolution required: Ordinary	To appoint a Director in place of Mr. Suhas Godage (DIN: 09227610) who retires by rotation, and being eligible, offers himself for reappointment.						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes (2)	% of Votes 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 (Remote e- voting as well voting by electronic means during the AGM)	3,40,00,110	3,37,00,110	99.1176	3,37,00,110	-	100.00	0
Public Institutions		-	-	-	-	-	-	-
Public Non-Institutions		79,42,913	4,55,091	5.7295	4,55,091	-	100.00	0
Total		4,19,43,032	3,41,55,201	81.4323	3,41,55,201	-	100.00	0

4.	Resolution required: Ordinary	To re-appoint M/s Verma Mehta & Associates, Chartered Accountants, (Firm Registration No. 112118W) as Statutory Auditor for a second consecutive term of -5- years.						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes (2)	% of Votes 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 (Remote e-voting as well voting by electronic means during the AGM)	3,40,00,110	3,37,00,110	99.1176	3,37,00,110	-	100.00	0
Public Institutions		-	-	-	-	-	-	-
Public Non-Institutions		79,42,913	4,55,091	5.7295	4,55,091	-	100.00	0
Total		4,19,43,032	3,41,55,201	81.4323	3,41,55,201	-	100.00	0

5.	Resolution required: Special	To approve terms of re-appointment and remuneration of Dr. Sangeeta Shrivastava as the Whole-Time Director with effect from 1 st August, 2023.						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes (2)	% of Votes 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 (Remote e- voting as well voting by electronic means during the AGM)	3,40,00,110	3,37,00,110	99.1176	3,37,00,110	-	100.00	0
Public Institutions		-	-	-	-	-	-	-
Public Non-Institutions		79,42,913	4,55,091	5.7295	4,55,091	-	100.00	0
Total		4,19,43,032	3,41,55,201	81.4323	3,41,55,201	-	100.0000	0

6.	Resolution required: Special	To re-appoint Prof. Lakshmi Kantam (DIN: 07831607) as an Independent Non-Executive Director.						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes (2)	% of Votes 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 (Remote e- voting as well voting by electronic means during the AGM)	3,40,00,110	3,37,00,110	99.1176	3,37,00,110	-	100.0000	0
Public Institutions		-	-	-	-	-	-	-
Public Non-Institutions		79,42,913	4,55,091	5.7295	4,55,091	-	100.0000	0
Total		4,19,43,032	3,41,55,201	81.4323	3,41,55,201	-	100.0000	0

7.	Resolution required: Special	To approve continuation of Mr. Hemant Luthra as an Independent Director beyond the age of 75 years.						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes (2)	% of Votes 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	3,40,00,110	3,37,00,110	99.1176	3,37,00,110	-	100.0000	0
Public Institutions	(Remote e-voting as well voting by electronic means during the AGM)	-	-	-	-	-	-	-
Public Non-Institutions		79,42,913	4,55,091	5.7295	4,55,091	-	100.0000	0
Total		4,19,43,032	3,41,55,201	81.4323	3,41,55,201	-	100.0000	0

8.	Resolution required: Special	To approve Initial Public Offer of Equity share of the Company.						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes (2)	% of Votes 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 (Remote e-voting as well voting by electronic means during the AGM)	3,40,00,110	3,37,00,110	99.1176	3,37,00,110	-	100.0000	0
Public Institutions		-	-	-	-	-	-	-
Public Non-Institutions		79,42,913	4,55,091	5.7295	4,55,091	-	100.0000	0
Total		4,19,43,032	3,41,55,201	81.4323	3,41,55,201	-	100.0000	0

9.	Resolution required: Ordinary	To ratify remuneration payable to Cost Auditor of the Company for Financial Year 2023-24.						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes (2)	% of Votes 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 (Remote e-voting as well voting by electronic means during the AGM)	3,40,00,110	3,37,00,110	99.1176	3,37,00,110	-	100.0000	0
Public Institutions		-	-	-	-	-	-	-
Public Non-Institutions		79,42,913	4,55,091	5.7295	4,55,091	-	100.0000	0
Total		4,19,43,032	3,41,55,201	81.4323	3,41,55,201	-	100.0000	0

10.	Resolution required: Ordinary	To contribute to Charitable and other funds.						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes (2)	% of Votes 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 (Remote e-voting as well voting by electronic means during the AGM)	3,40,00,110	3,37,00,110	99.1176	3,37,00,110	-	100.0000	0
Public Institutions		-	-	-	-	-	-	-
Public Non-Institutions		79,42,913	4,55,091	5.7295	4,55,091	-	100.0000	0
Total		4,19,43,032	3,41,55,201	81.4323	3,41,55,201	-	100.0000	0

11.	Resolution required: Special	To approve acceptance of deposits.						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes (2)	% of Votes 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	3,40,00,110	3,37,00,110	99.1176	3,37,00,110	-	100.0000	0
Public Institutions	(Remote e-voting as well voting by electronic means during the AGM)	-	-	-	-	-	-	-
Public Non-Institutions		79,42,913	4,55,091	5.7295	4,55,091	-	100.0000	0
Total		4,19,43,032	3,41,55,201	81.4323	3,41,55,201	-	100.0000	0

(Tushar Shridharani)

Practicing Company Secretary / Membership No.: FCS 2690 / Certificate of Practice No.: 2190

Peer Review Certificate No.: 1509/2021

UDIN: F002690E001033335