

**THE GREAT EASTERN  
SHIPPING COMPANY LIMITED**  
CIN: L35110MH1948PLC006472



OCEAN HOUSE, 134/A, Dr. Annie Besant Road, Worli, Mumbai - 400 018, INDIA. Tel.: +91(22) 6661 3000 / 24922100 Fax : +91(22) 2492 5900

Our Ref.: S/21/2019/JMT

January 24, 2019

**BSE Limited**

1st Floor, Phiroze Jeejeebhoy Towers,  
Dalal Street,  
MUMBAI – 400 001

**National Stock Exchange of India Limited**

Exchange Plaza, 5th Floor, Plot No. C/1,  
Bandra Kurla Complex, Bandra (East),  
Mumbai – 400 051

Dear Sir,

This is further to our letter dated December 20, 2018, enclosing a copy of the Postal ballot Notice and Postal ballot Form seeking consent of the members of the Company by way of Special Resolutions through postal ballot and e-voting for the re-appointment of Mr. Tapas Icot, Executive Director and President (Shipping) and payment of managerial remuneration to Mr. Bharat K. Sheth, Deputy Chairman and Managing Director, Mr. G Shivakumar, Executive Director and Chief Financial Officer and Mr. Tapas Icot, Executive Director and President (Shipping).

In this regard, we wish to inform you that the above resolutions have been passed by the Members of the Company with requisite majority on January 23, 2019, being the last day for voting.

Pursuant to the provisions of 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the results of the voting by Postal Ballot (including e-voting) as declared as well as the Scrutiniser's Report dated January 24, 2019.

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You are requested to take note of the same.

Thanking You,

Yours faithfully,

**For THE GREAT EASTERN SHIPPING CO. LTD.,**

**Jayesh M. Trivedi**

**President (Sec. & Legal) & Company Secretary**



**DETAILS OF VOTING RESULTS**

Based on the report dated January 24, 2019 (copy enclosed) submitted by Ms. Dipti Mehta, Partner, M/s. Mehta & Mehta, Practising Company Secretaries, the Scrutinizer, appointed for the purpose of conducting the postal ballot process pursuant to the Notice dated November 02, 2018, I hereby declare that all the following special resolutions have been approved by the members of the Company with requisite majority:

Sr. No.	Resolutions	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes
		Nos.	%age	Nos.	%age	
1.	Approval for restructuring the remuneration of Mr. Bharat K. Sheth, the Deputy Chairman & Managing Director of the Company, with effect from April 01, 2018 for the remaining tenure of his appointment.	9,95,74,521	88.1792	1,33,48,351	11.8208	28,569
2.	Approval for restructuring the remuneration of Mr. G. Shivakumar, the Executive Director of the Company, with effect from April 01, 2018 for the remaining tenure of his appointment.	9,95,64,995	88.1785	1,33,48,051	11.8215	29,169
3.	Approval for restructuring the remuneration of Mr. Tapas Icot, the Executive Director of the Company, with effect from April 01, 2018 upto November 01, 2018.	9,95,65,389	88.1785	1,33,48,051	11.8215	29,169
4.	Approval for re-appointment of Mr. Tapas Icot as a Whole time Director of the Company	11,34,14,051	99.1657	9,54,153	0.8343	29,169

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	designated as an 'Executive Director' for a period of 3 years with effect from November 02, 2018.					
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Place : Mumbai

Date : January 24, 2019

**Jayesh M. Trivedi**  
**President (Sec. & Legal)**  
**& Company Secretary**

# Mehta & Mehta

COMPANY SECRETARIES

201-206, SHIV SMRITI, 2ND FLOOR, 49/A, DR. ANNIE BESANT ROAD, ABOVE CORPORATION BANK, WORLI, MUMBAI-400 018  
TEL : +91-22-6611 9696 • E-mail: dipti@mehta-mehta.com • Visit us : www.mehta-mehta.com

AUTHORISED AGENTS FOR TRADEMARK, COPYRIGHT AND PATENT

## Report of Scrutinizer

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014]

To,

**The Chairman**

The Great Eastern Shipping Company Limited  
Ocean House, 134/A, Dr. Annie Besant Road, Worli,  
Mumbai -400018.

Dear Sir,

### Report on Postal Ballot Voting of The Great Eastern Shipping Company Limited ("the Company")

I, **Dipti Mehta**, Partner, M/s. Mehta & Mehta, Practicing Company Secretaries have been appointed as a Scrutinizer by the Board of Directors of *The Great Eastern Shipping Company Limited* ("Company") for the purpose of conducting the Postal Ballot / remote e-voting process carried out by the Company as per Section 110 and other applicable provisions, if any, of the Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014 on resolutions as mentioned in the Notice of Postal Ballot dated 02<sup>nd</sup> November, 2018, in a fair and transparent manner and do hereby submit my report as under:

1. The dispatch of Postal Ballot Notice along with the Postal Ballot form was completed on 24<sup>th</sup> December, 2018.
2. The e-voting period commenced on Tuesday, 25<sup>th</sup> December, 2018, (09.00 a.m. IST) and ended on 23<sup>rd</sup> January, 2019 (05:00 p.m. IST).



3. The last date for receipt of Postal Ballot Forms was Wednesday, 23<sup>rd</sup> January, 2019 (05:00 p.m. IST).
4. The Members holding shares as on the "cut off" date i.e. Friday, 14<sup>th</sup> December, 2018 were entitled to vote on the proposed resolution.
5. The physical postal ballots received till the time fixed for closing of the postal ballot i.e. 05:00 p.m. IST on 23<sup>rd</sup> January, 2019, were scrutinized and signatures of Members who had cast their votes were verified with their specimen signatures registered with Registrar and Transfer Agent ("RTA") and as provided by the depositories.
6. None of the incomplete, unsigned or incorrect Postal Ballot form has been considered.
7. The votes casted by the Members were scrutinized for the purpose of eliminating duplicate voting i.e. postal ballot form as well as remote e-voting and in case of votes casted by Members in both the modes; the votes casted through remote e-voting prevailed as set forth in the Postal Ballot Notice.
8. The result of the scrutiny of the above postal ballot voting including remote e-voting in respect of passing of resolutions contained in the notice dated 02<sup>nd</sup> November, 2018, through Postal Ballot, is as under:
  - a. **Special Resolution – Item No. 1: Approval for restructuring the remuneration of Mr. Bharat K Seth, the Deputy Chairman and Managing Director of the Company with effect from April 01, 2018 for the remaining tenure of his appointment:**

voted in **favour** of the resolution:

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
290	99574521	88.1792%

Votes against the resolution:		
Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
87	13348351	11.8208%




**Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
56	28569

**Special Resolution - Item No. 2: Approval for restructuring the remuneration of Mr. G Shivkumar, the Executive Director of the company with effect from April 01, 2018 for the remaining tenure of his appointment:**

**Voted in favour of the resolution:**

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
289	99564995	88.1785%

**Voted against the resolution:**

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
86	13348051	11.8215%

**Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
57	29169

**Special Resolution – Item No. 3: Approval for restructuring the remuneration of Mr. Tapas Icot, the Executive Director of the company with effect from April 01, 2018 upto November 01, 2018:**

**Voted in favour of the resolution:**

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
289	99565389	88.1785%

**Voted against the resolution:**

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
86	13348051	11.8215%



**Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
57	29169

**Special Resolution – Item No. 4: Approval for Re- appointment of Mr. Tapas Icot as a Whole time Director of the Company designated as an ‘Executive Director’ for a period of 3 years with effect from November 02, 2018 on the terms set out in the Explanatory Statement:**

**Voted in favour of the resolution:**

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
354	113414051	99.1657%

**Voted against the resolution:**

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
25	954153	0.8343%

**Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
57	29169

9. The resolution has been passed by requisite majority since more than three-fourth of the votes are being casted in favour of the resolution.





10. The postal ballot forms and other related papers will be handed over to the Company for safe custody of the same after the Chairman signs the minutes of Postal Ballot process

Thanking you,

Yours faithfully,  
For Mehta & Mehta  
Company Secretaries

  
Dipti Atul Mehta  
Partner



FCS : 3667  
CP No : 3202

Date : 24 January 2019  
Place : Mumbai

Countersigned by



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Person authorized by Chairman  
24/1/2019