

NAME: **DREDGING CORPORATION OF INDIA LTD**

SLNO	DESCRIPTION					
A	DATE OF AGM		<b>30-09-2015</b>			
B	BOOK CLOSURE DATE		<b>24-09-2015 TO 30-09-2015 ( BOTH DAYS INCLUSIVE )</b>			
C	TOTAL NUMBER OF SHAREHOLDERS ON RECORD DATE		<b>49843</b>			
D	NO OF SHAREHOLDERS PRESENT IN THE MEETING EITHER IN PERSON OR THROUGH PROXY		<b>5027</b>			
	SHAREHOLDERS	PRESENT IN PERSON	PRESENT THROUGH PROXY	TOTAL	SHARES	% TO CAPITAL
	PROMOTER AND PROMOTER GROUP ( )	<b>1</b>	<b>0</b>	<b>1</b>	<b>20597700</b>	<b>73.56321</b>
	PUBLIC	<b>4961</b>	<b>65</b>	<b>5026</b>	<b>209425</b>	<b>0.74795</b>
	TOTAL	<b>4962</b>	<b>65</b>	<b>5027</b>	<b>20807125</b>	<b>74.31116</b>
E	No. of shareholders attended the meeting through Video conferencing _____, No video conferencing facility was made available.					

**DREDGING CORPORATION OF INDIA LTD-30/09/2015-NEW DELHI**

**Sebi Poll Report**

Resolution ID	Category	Shares Held (1)	Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	No. of Votes against (5)	% of Votes against on votes polled (7)=[(5)/(2)]*100
1	Promoter and Promoter Group	20597700	20597700	100	20597700	100		
1	Public – Institutional Holders	3935415	3357047	85.3035	3357047	100		
1	Public-Others	3466885	1742	0.0502	1742	100		
	Total	28000000	23956489	85.5589	23956489	100		
2	Promoter and Promoter Group	20597700	20597700	100	20597700	100		
2	Public – Institutional Holders	3935415	3357047	85.3035	3357047	100		
2	Public-Others	3466885	1742	0.0502	1742	100		
	Total	28000000	23956489	85.5589	23956489	100		
3	Promoter and Promoter Group	20597700	20597700	100	20597700	100		
3	Public – Institutional Holders	3935415	3357047	85.3035	3357047	100		
3	Public-Others	3466885	1742	0.0502	1742	100		
	Total	28000000	23956489	85.5589	23956489	100		
4	Promoter and Promoter Group	20597700	20597700	100	20597700	100		
4	Public – Institutional Holders	3935415	3357047	85.3035	3314578	98.7349	42469	1.265
4	Public-Others	3466885	1742	0.0502	1742	100		
	Total	28000000	23956489	85.5589	23914020	99.8227	42469	0.1773
5	Promoter and Promoter Group	20597700	20597700	100	20597700	100		
5	Public – Institutional Holders	3935415	3357047	85.3035	3314578	98.7349	42469	1.265
5	Public-Others	3466885	1742	0.0502	1742	100		
	Total	28000000	23956489	85.5589	23914020	99.8227	42469	0.1773
6	Promoter and Promoter Group	20597700	20597700	100	20597700	100		
6	Public – Institutional Holders	3935415	3357047	85.3035	3357047	100		
6	Public-Others	3466885	1742	0.0502	1642	94.2594	100	5.7405
	Total	28000000	23956489	85.5589	23956389	99.9996	100	0.0004
7	Promoter and Promoter Group	20597700	20597700	100	20597700	100		
7	Public – Institutional Holders	3935415	3357047	85.3035	3314578	98.7349	42469	1.265
7	Public-Others	3466885	1742	0.0502	1642	94.2594	100	5.7405
	Total	28000000	23956489	85.5589	23913920	99.8223	42569	0.1777
8	Promoter and Promoter Group	20597700	20597700	100	20597700	100		
8	Public – Institutional Holders	3935415	3357047	85.3035	3357047	100		
8	Public-Others	3466885	1742	0.0502	1592	91.3892	150	8.6107
	Total	28000000	23956489	85.5589	23956339	99.9994	150	0.0006
9	Promoter and Promoter Group	20597700	20597700	100	20597700	100		
9	Public – Institutional Holders	3935415	3357047	85.3035	3357047	100		
9	Public-Others	3466885	1733	0.05	1573	90.7674	160	9.2325
	Total	28000000	23956480	85.5589	23956320	99.9993	160	0.0007

**SCRUTINIZER'S REPORT**

(Pursuant to Section 108 and Section 109 of the Companies Act, 2013 and Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015)

To,

The Chairman  
39<sup>th</sup> Annual General Meeting of  
Dredging Corporation of India Limited.  
Core: 2. 1st Floor, "SCOPE MINAR"  
Laxminagar District Centre,  
Plot No. 2A & 2B,  
Delhi - 110 092.

Dear Sir,

**Sub: Scrutinizer's Report on e – voting and poll conducted pursuant to the provisions of Section 108 and Section 109 of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 21 of the Companies ( Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015**

I, D.P Gupta, Proprietor of SGS ASSOCIATES, Company Secretaries Firm having its registered office at 14, First Floor, Rani Jhansi Road, Jhandewalan, New Delhi- 110055, have been appointed as a Scrutinizer of Dredging Corporation of India Limited ("the Company") pursuant to section 108 and section 109 of the Companies Act, 2013 read with Rule 20 and Rule 21 of the Companies ( Management and administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015, for the purpose of Scrutinizing the e-voting and Poll process in a fair and transparent manner and ascertaining the requisite majority on e-voting and poll carried out as per the provision of Companies Act, 2013 on the below mentioned resolution(s), We submit our report as under:

1. The e-voting period remained open from 26<sup>th</sup> September, 2015 (9:30 a.m.) to 29<sup>th</sup> September, 2015 (5:00 p.m.).
2. The shareholders holding shares as on the "cut off" date i.e. 23<sup>rd</sup> September ,2015 were entitled to vote on the proposed resolutions (item no.1 to 8) as set out in the Notice of 39<sup>th</sup> AGM of Container Corporation of India Limited.
3. The votes were unblocked on 30<sup>th</sup> September 2015 after the conclusion of the said Annual General Meeting in the presence of the following two witnesses who are not in the employment of the Company:

Ms. Sakshi Mathur (Pocket – L, 234 B, Dilshad Garden, Delhi - 110095) and Ms. Surbhi Bansal (House no. 46, BLOCK B-3 Paschim Vihar New Delhi - 110063) who are not in the employment of the Company. They have signed below in Confirmation of the votes being unblocked in their presence.



Signatures *Smathur*  
Name Sakshi Mathur

Signatures *Surbhi*  
Name Surbhi Bansal

4. Thereafter, the details, containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website <https://evoting.karvy.com> of M/s Karvy Computer Share Private Limited and aggregated with the list of equity shareholders who had voted through poll at the 39<sup>th</sup> AGM of the Company.
5. The results of the e-voting & Polling is as under:

**A) Resolution 1:- Adoption of Financial Statements including the Reports of the Board of Directors and Auditors thereon for the financial year ended on March 31<sup>st</sup> 2015. (Ordinary Resolution).**

(i) **Voted in favour of the resolution:**

	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	34	23956371	99.99950
Polling At AGM	17	118	0.00049
Total	51	23956489	99.99999

(ii) **Voted against the resolution:**

	Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
E-voting	0	0	0
Polling At AGM	0	0	0
Total	0	0	0

(iii) **Invalid Votes:**

	Total number of members whose votes were declared invalid	Total numbers of votes cast by them
E-voting	0	0
Polling At AGM	0	0

**Less voted: 01 Share**



**B) Resolution 2:- To declare dividend on Equity Shares. (Ordinary Resolution)**

**(i) Voted in favour of the resolution:**

	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	34	23956371	99.99950
Polling At AGM	17	118	0.00049
Total	51	23956489	99.99999

**(ii) Voted against the resolution:**

	Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
E-voting	0	0	0
Polling At AGM	0	0	0
Total	0	0	0

**(iii) Invalid Votes:**

	Total number of members whose votes were declared invalid	Total numbers of votes cast by them
E-voting	0	0
Polling At AGM	0	0

**Less Voted: 01 Share**



**C) Resolution 3:- Fixation of Remuneration of Statutory Auditors for 2014-15 . (Ordinary resolution)**

**(i) Voted in favour of the resolution:**

	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	34	23956371	99.99950
Polling At AGM	17	118	0.00049
Total	51	23956489	99.99999

**(ii) Voted against the resolution:**

	Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
E-voting	0	0	0
Polling At AGM	0	0	0
Total	0	0	0

**(iii) Invalid Votes:**

	Total number of members whose votes were declared invalid	Total numbers of votes cast by them
E-voting	0	0
Polling At AGM	0	0

**Less Voted : 01 Share**

**D) Resolution 4:- Appointment of Shri S.Charles as Director (DIN No.07063274) (Ordinary Resolution).**

**(i) Voted in favour of the resolution:**

	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	33	23913902	99.82222
Polling At AGM	17	118	0.00049
Total	50	23914020	99.82271

(ii) **Voted against the resolution:**

	Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
E-voting	01	42469	0.17727
Polling At AGM	0	0	0
Total	01	42469	0.17727

(ii) **Invalid Votes:**

	Total number of members whose votes were declared invalid	Total numbers of votes cast by them
E-voting	0	0
Polling At AGM	0	0

**Less Voted: 01 Share**

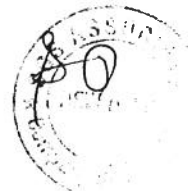
**E) Resolution 5: -Appointment of Shri Barun Mitra as Director(Din No. 07012558) .(Ordinary resolution)**

(i) **Voted in favour of the resolution:**

	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	33	23913902	99.82222
Polling At AGM	17	118	0.00049
Total	50	23914020	99.82271

(ii) **Voted against the resolution:**

	Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
E-voting	01	42469	0.17727
Polling At AGM	0	0	0
Total	01	42469	0.17727



(iii) **Invalid Votes:**

	Total number of members whose votes were declared invalid	Total numbers of votes cast by them
E-voting	0	0
Polling At AGM	0	0

**Less Voted: 01 Share**

**F) Resolution 6:- Appointment of Shri Rajesh Tripathi as Chairman & Managing Director [DIN: 03379442] of the Company. (Ordinary resolution)**

(i) **Voted in favour of the resolution:**

	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	33	23956271	99.99908
Polling At AGM	17	118	0.00049
Total	50	23956389	99.99957

(ii) **Voted against the resolution:**

	Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
E-voting	1	100	0.00041
Polling At AGM	0	0	0
Total	1	100	0.00041

(iii) **Invalid Votes:**

	Total number of members whose votes were declared invalid	Total numbers of votes cast by them
E-voting	0	0
Polling At AGM	0	0





Less Voted : 01 Share

**G) Resolution 7:- Appointment of Shri M.S. Rao as Director (Operations & Technical) [DIN: 03512808] of the Company. (Ordinary resolution)**

**(i) Voted in favour of the resolution:**

	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	32	23913802	99.82181
Polling At AGM	17	118	0.00049
Total	49	23913920	99.8223

**(ii) Voted against the resolution:**

	Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
E-voting	2	42569	0.17769
Polling At AGM	0	0	0
Total	2	42569	0.17769

**(iii) Invalid Votes:**

	Total number of members whose votes were declared invalid	Total numbers of votes cast by them
E-voting	0	0
Polling At AGM	0	0

Less Voted : 01 Share



**H) Resolution 8:- Granting Borrowing limits upto Rs.2500 Lakhs to Board or Committee thereof under Section 180(1)(c) of the Companies Act. .(Special Resolution)**

**(i) Voted in favour of the resolution:**

	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	32	23956221	99.99887
Polling At AGM	17	118	0.00049
<b>Total</b>	<b>49</b>	<b>23956339</b>	<b>99.99936</b>

**(ii) Voted against the resolution:**

	Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
E-voting	2	150	0.0006261
Polling At AGM	0	0	0
<b>Total</b>	<b>2</b>	<b>150</b>	<b>0.0006261</b>

**(iii) Invalid Votes:**

	Total number of members whose votes were declared invalid	Total numbers of votes cast by them
E-voting	0	0
Polling At AGM	0	0

Less Voted : 01 Share

**I) Resolution 9:- Granting powers for creation of charge etc., to Board or Committee thereof under Section 180(1)(a) of the Companies Act.(Special Resolution)**

**(i) Voted in favour of the resolution:**



	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	31	23956202	99.99887
Polling At AGM	17	118	0.00049
Total	48	23956339	99.99936

(ii) **Voted against the resolution:**

	Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
E-voting	2	160	0.0007708
Polling At AGM	0	0	0
Total	2	150	0.0007708

(iii) **Invalid Votes:**

	Total number of members whose votes were declared invalid	Total numbers of votes cast by them
E-voting	1	09
Polling At AGM	0	0

Less Voted : 01 Share

6. We have maintained a register either manually or electronically to record the assent or dissent, received, mentioning the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them, nominal value of such shares and whether the shares have differential voting rights.
7. The said register, all other papers and relevant records relating to electronic voting & poll shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same shall be handed over to the Whole-time Director or Company Secretary for safe keeping.



**Thanking You,**

**Yours faithfully,**

**For SGS Associates**


**D P Gupta**

**Proprietor**

**M.No. F2411**

**COP No. 1509**

**Place: New Delhi**

**Dated: 01-Oct-15**