

Voting Results of 39th Annual General Meeting of Skipper Limited

Date of the AGM	28 September, 2020
Total Number of Shareholders on record date (i.e., 21 September, 2020)	20081
No. of shareholders present in the meeting either in person or through proxy :	
Promoters & Promoter group	NA
Public	
Total	
No. of shareholders attended the meeting through Video Conferencing :	
Promoters & Promoter group	15
Public	43
Total	58

Agenda- wise disclosure

ORDINARY BUSINESS:

Item No-1: (a) Adoption of the Audited Standalone Financial statements of the Company for the financial year ended 31 March 2020, together with the reports of the Board of Directors and the Auditors thereon and (b) Adoption of the Audited Consolidated Financial Statements of the Company for the financial year ended 31 March 2020, together with the Report of the Auditors thereon.

Resolution Required		Ordinary Resolution						
Whether promoter/promoter group are interested in the agenda/resolution ?		No						
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 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 & Promoter Group	Remote E-voting	73810582	73810582	100.00000	73810582	0	100.00000	0.00000
	E-voting at AGM		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		73810582	100.00000	73810582	0	100.00000	0.00000
Public - institutions	Remote E-voting	10307414	4693508	45.53530	4693508	0	100.00000	0.00000
	E-voting at AGM		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		4693508	45.53530	4693508	0	100.00000	0.00000
Public - Non Institutions	Remote E-voting	18552216	122709	0.66140	122709	0	100.00000	0.00000
	E-voting at AGM		6300	0.03400	6300	0	100.00000	0.00000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		129009	0.69540	129009	0	100.00000	0.00000
Total		102670212	78633099	76.58804	78633099	0	100.00000	0.00000



Item No-2: Declaration of dividend of ₹ 0.10 per Equity Share of ₹ 1 each for the financial year ended 31st March, 2020.								
Resolution Required			Ordinary Resolution					
Whether promoter/promoter group are interested in the agenda/resolution ?			No					
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 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 & Promoter Group	Remote E-voting	73810582	73810582	100.00000	73810582	0	100.00000	0.00000
	E-voting at AGM		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		73810582	100.00000	73810582	0	100.00000	0.00000
Public - Institutions	Remote E-voting	10307414	4693508	45.53530	4693508	0	100.00000	0.00000
	E-voting at AGM		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		4693508	45.53530	4693508	0	100.00000	0.00000
Public - Non Institutions	Remote E-voting	18552216	123409	0.66520	123409	0	100.00000	0.00000
	E-voting at AGM		6300	0.03400	6300	0	100.00000	0.00000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		129709	0.69920	129709	0	100.00000	0.00000
Total		102670212	78633799	76.58872	78633799	0	100.00000	0.00000

Item No-3: Approval for re-appointment of Sri Devesh Bansal (DIN: 00162513) as Director of the Company, liable to retire by rotation.								
Resolution Required			Ordinary Resolution					
Whether promoter/promoter group are interested in the agenda/resolution ?			No					
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 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 & Promoter Group	Remote E-voting	73810582	73810582	100.00000	73810582	0	100.00000	0.00000
	E-voting at AGM		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		73810582	100.00000	73810582	0	100.00000	0.00000
Public - Institutions	Remote E-voting	10307414	4693508	45.53530	4693508	0	100.00000	0.00000
	E-voting at AGM		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		4693508	45.53530	4693508	0	100.00000	0.00000
Public - Non Institutions	Remote E-voting	18552216	123409	0.66520	120948	2461	98.00580	1.99420
	E-voting at AGM		6300	0.03400	6300	0	100.00000	0.00000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		129709	0.69920	127248	2461	98.10270	1.89730
Total		102670212	78633799	76.58872	78631338	2461	99.99687	0.00313



SPECIAL BUSINESS:

Item No-4: Approval of the remuneration of M/s. AB & Co., Cost Auditors for financial year ending March 31, 2021.								
Resolution Required			Ordinary Resolution					
Whether promoter/promoter group are interested in the agenda/resolution ?			No					
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 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 & Promoter Group	Remote E-voting	73810582	73810582	100.00000	73810582	0	100.00000	0.00000
	E-voting at AGM		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		73810582	100.00000	73810582	0	100.00000	0.00000
Public - Institutions	Remote E-voting	10307414	4693508	45.53530	4693508	0	100.00000	0.00000
	E-voting at AGM		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		4693508	45.53530	4693508	0	100.00000	0.00000
Public - Non Institutions	Remote E-voting	18552216	122649	0.66110	118568	4081	96.67260	3.32740
	E-voting at AGM		6300	0.03400	6300	0	100.00000	0.00000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		128949	0.69510	124868	4081	96.83520	3.16480
Total		102670212	78633039	76.58798	78628958	4081	99.99481	0.00519

Item No-5: Approval of the remuneration paid/payable to Sri Yash Pall Jain, Whole-Time Director of the Company for the period from 1st April, 2019 to 5th September, 2020 as minimum remuneration.								
Resolution Required			Special Resolution					
Whether promoter/promoter group are interested in the agenda/resolution ?			No					
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 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 & Promoter Group	Remote E-voting	73810582	73810582	100.00000	73810582	0	100.00000	0.00000
	E-voting at AGM		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		73810582	100.00000	73810582	0	100.00000	0.00000
Public - Institutions	Remote E-voting	10307414	4693508	45.53530	4693508	0	100.00000	0.00000
	E-voting at AGM		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		4693508	45.53530	4693508	0	100.00000	0.00000
Public - Non Institutions	Remote E-voting	18552216	123409	0.66520	122243	1166	99.05520	0.94480
	E-voting at AGM		6300	0.03400	6300	0	100.00000	0.00000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		129709	0.69920	128543	1166	99.10110	0.89890
Total		102670212	78633799	76.58872	78632633	1166	99.99852	0.00148



Item No-6: Approval for re-appointment of Sri Yash Pall Jain as the Whole-Time Director of the Company for a further period of 1 year with effect from 6th September, 2020 to 5th September, 2021.								
Resolution Required			Special Resolution					
Whether promoter/promoter group are interested in the agenda/resolution ?			No					
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 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 & Promoter Group	Remote E-voting	73810582	73810582	100.00000	73810582	0	100.00000	0.00000
	E-voting at AGM		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		73810582	100.00000	73810582	0	100.00000	0.00000
Public - Institutions	Remote E-voting	10307414	4693508	45.53530	4693508	0	100.00000	0.00000
	E-voting at AGM		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		4693508	45.53530	4693508	0	100.00000	0.00000
Public - Non Institutions	Remote E-voting	18552216	123409	0.66520	122583	826	99.33070	0.66930
	E-voting at AGM		6300	0.03400	6300	0	100.00000	0.00000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		129709	0.69920	128883	826	99.36320	0.63680
Total		102670212	78633799	76.58872	78632973	826	99.99895	0.00105

Item No-7: Approval for re-appointment of Sri Joginder Pal Dua as the Independent Director of the Company for a further period of 5 years with effect from 1st February, 2021 to 31st January, 2026.								
Resolution Required			Special Resolution					
Whether promoter/promoter group are interested in the agenda/resolution ?			No					
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 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 & Promoter Group	Remote E-voting	73810582	73810582	100.00000	73810582	0	100.00000	0.00000
	E-voting at AGM		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		73810582	100.00000	73810582	0	100.00000	0.00000
Public - Institutions	Remote E-voting	10307414	4693508	45.53530	4693508	0	100.00000	0.00000
	E-voting at AGM		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		4693508	45.53530	4693508	0	100.00000	0.00000
Public - Non Institutions	Remote E-voting	18552216	123409	0.66520	122513	896	99.27400	0.72600
	E-voting at AGM		6300	0.03400	6300	0	100.00000	0.00000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		129709	0.69920	128813	896	99.30920	0.69080
Total		102670212	78633799	76.58872	78632903	896	99.99886	0.00114





CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman of the 39th (Thirty Ninth) Annual General Meeting (AGM) of Members of Skipper Limited (CIN: L40104WB1981PLC033408), held on Monday, 28th day of September, 2020 at 02.30 P.M. (IST) through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM").

Dear Sir,

I, Raj Kumar Banthia, Partner of MKB & Associates, Practicing Company Secretaries, appointed by the Board of Directors of **Skipper Limited** ("the Company") for the purpose of scrutinizing the process of voting through Remote e-Voting and electronic voting at the Annual General Meeting, pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 and 21 of the Companies (Management & Administration) Rules, 2014 as amended, Regulation 44 of SEBI (LODR) Regulations, 2015 read with General Circular Nos. 14/2020, 17/2020 and 20/2020 dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 respectively issued by the Ministry of Corporate Affairs (collectively referred to as the "MCA Circulars") and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 and Secretarial Standards on General Meetings, in respect of the below mentioned Resolutions proposed at the 39th Annual General Meeting of the Company held on Monday, 28th day of September, 2020 at 02.30 P.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), do hereby submit my report as follows:





- (a) The Notice dated 22nd June, 2020 convening the 39th Annual General Meeting of the Company along with the Statement under Section 102 of the Act setting out all material facts in respect of Resolutions mentioned therein, was sent electronically on 2nd September, 2020, to the members of the Company whose email addresses were registered with the Company/ Depositories/ RTA.
- (b) Since this AGM was held pursuant to the aforesaid MCA Circulars through VC or OAVM, physical attendance of the members has been dispensed with. Accordingly, in terms of above mentioned MCA and SEBI circulars, the facility for appointment of proxies by the members were also dispensed with.
- (c) The Company provided remote e-voting facility offered by National Securities Depository Limited (NSDL) to its shareholders. At the Annual General Meeting, the Company provided electronic voting facility offered by NSDL to the shareholders who did not cast their vote through remote e-voting.
- (d) The members holding shares either in physical or dematerialized form, as on the "Cut Off" date i.e. 21st September, 2020 were entitled to vote on the proposed resolutions.
- (e) In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the voting period for remote e-voting commenced on Friday, 25th September, 2020 at 9:00 AM (IST) and ended on Sunday, 27th September, 2020 at 5:00 PM (IST).
- (f) The members present at the meeting exercised their voting rights electronically at the Annual General Meeting as stated above.





- (g) After conclusion of voting at the 39th Annual General Meeting, the votes cast electronically at the meeting were counted first, and thereafter, the votes cast through remote e-voting were unblocked in presence of Ms. Mudra Khetan and Ms. Sonal Sarada, who acted as witnesses in accordance with Rule 20 the Companies (Management & Administration) Rules, 2014 as amended.
- (h) Thereafter, the details containing, inter alia, list of the members, who voted "For" or "Against" on each of the resolutions that were put to vote through remote e-voting and electronic voting during the AGM were derived from the report generated from the e-voting website of NSDL, www.evoting.nsdl.com.
- (i) 99 Members have cast their votes through remote e-voting and all such votes are valid, 1 Member has casted his votes electronically during the AGM and all such votes are valid.

I now submit my consolidated report as under on the result of the remote e-voting and voting conducted at the meeting.

	Number of votes (shares) cast through Remote E- voting. (1)	Number of Votes (shares) cast through e-voting during the meeting (2)	Total (1)+(2)=(3)	% of total number of valid votes cast
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ORDINARY BUSINESS

Item No. 1 as an Ordinary Resolution: To receive, consider and adopt

- the audited standalone financial statements of the Company for the financial year ended 31 March 2020, together with the reports of the Board of Directors and the Auditors thereon; and
- the audited consolidated financial statements of the Company for the financial year





ended 31 March 2020, together with the Report of the Auditors thereon.

(1) Voted in favour of the resolution	78626799	6300	78633099	100
(2) Voted against the resolution	--	--	--	--
Total	78626799	6300	78633099	100
(3) Invalid votes:	--	--	--	--

Item No. 2 as an Ordinary Resolution: To declare dividend for the financial year ended 31 March, 2020.

(1) Voted in favour of the resolution	78627499	6300	78633799	100
(2) Voted against the resolution	--	--	--	--
Total	78627499	6300	78633799	100
(3) Invalid votes:	--	--	--	--

Item No. 3 as an Ordinary Resolution: To appoint a Director in place of Sri Devesh Bansal (DIN: 00162513), who retires by rotation and being eligible, offers himself for re-appointment.

(1) Voted in favour of the resolution	78625038	6300	78631338	99.9969
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(2) Voted against the resolution	2461	--	2461	0.0031
Total	78627499	6300	78633799	100
(3) Invalid votes	--	--	--	--

SPECIAL BUSINESS

Item No. 4 as an Ordinary Resolution: Payment of remuneration of Rs. 70,000/- plus applicable taxes and out of pocket expenses to M/s. AB. & Co., Cost Accountants (FRN 000256) for audit of the cost records of the Company for the financial year 2020-21.

(1) Voted in favour of the resolution	78622658	6300	78628958	99.9948
(2) Voted against the resolution	4081	--	4081	0.0052
Total	78626739	6300	78633039	100
(3) Invalid votes:	--	--	--	--

Item No. 5 as an Special Resolution: Payment of the remuneration to Sri Yash Pall Jain (DIN: 00016663) as the Whole Time Director of the Company for the period from 1st April, 2019 to 5th September, 2020 as minimum remuneration.

(1) Voted in favour of the resolution	78626333	6300	78632633	99.9985
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(2) Voted against the resolution	1166	--	1166	0.0015
Total	78627499	6300	78633799	100
(3) Invalid votes:	--	--	--	--

Item No. 6 as an Special Resolution: Re-appointment of Sri Yash Pall Jain (DIN: 00016663) as a Whole-Time Director of the Company, liable to retire by rotation, for a period of 1 (one) year with effect from 6th September 2020.

(1) Voted in favour of the resolution	78626673	6300	78632973	99.9989
(2) Voted against the resolution	826	--	826	0.0011
Total	78627499	6300	78633799	100
(3) Invalid votes:	--	--	--	--

Item No. 7 as a Special Resolution: Re-appointment of Sri Joginder Pal Dua (DIN: 02374358) as Independent Director of the Company for a second term of five consecutive years with effect from 1st February 2021 to 31st January 2026.

(1) Voted in favour of the resolution	78626603	6300	78632903	99.9989
(2) Voted against the resolution	896	--	896	0.0011
Total	78627499	6300	78633799	100






(3) Invalid votes:	--	--	--	--
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Based on the aforesaid results, the resolution no.(s) 1 to 7 as contained in the Notice have been passed with the requisite majority.

The remote e- voting register and other related papers/ registers and records is under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the minutes of the Meeting are signed.

Thanking you,

Yours faithfully,
For MKB & Associates


Raj Kumar Banthia
Partner



Date: 29.09.2020
Place: Kolkata
UDIN: A017190B000807091

Membership No.: 17190
COP No.: 18428
FRN: P2010WB042700