



Date: 16<sup>th</sup> December, 2022

The Manager  
National Stock Exchange of India Limited  
Exchange Plaza, 5th Floor,  
Plot No. C-1, Block-G  
Bandra Kurla Complex, Bandra (E)  
Mumbai- 400 051  
Scrip Name- SKIPPER

The Manager  
BSE Limited  
Phiroze Jeejeebhoy Towers, Dalal Street  
Mumbai- 400 001  
Scrip Code- 538562

**Subject: Proceedings of Postal Ballot and Voting Results along with Scrutinizer's Report on Postal Ballot**

Dear Sir/Madam,

In accordance with Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the summary of proceedings of the Postal Ballot of the Company transacted via remote e-voting, with respect to seeking approval of the shareholders for alteration in the Object Clause of Memorandum of Association of the Company.

Further, in accordance with Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith, voting results of the Postal Ballot of the Company transacted via remote E-voting along with a copy of consolidated report on voting submitted by scrutinizer, Sri Raj Kumar Banthia, Practicing Company Secretary.

All items of Agenda as contained in the notice of Postal Ballot dated 12<sup>th</sup> November, 2022, have been passed with requisite majority.

Kindly take the same on record.

Thanking you,

Yours faithfully,  
For Skipper Limited

Anu Singh  
Company Secretary & Compliance Officer

*Encl: As above*

**SKIPPER LIMITED**

Regd. Office : 3A, Loudon Street, 1st Floor, Kolkata - 700 017  
CIN : L40104WB1981PLC033408 Phone : 033 2289 2327 / 5731 / 5732, Fax : 033 2289 5733  
Email : mail@skipperlimited.com, Website : www.skipperlimited.com



## **SUMMARY OF THE PROCEEDINGS OF THE RESOLUTIONS PASSED BY WAY OF POSTAL BALLOT**

The Board of Directors, at its meeting held on 12<sup>th</sup> November, 2022, decided to obtain consent of the members through Postal Ballot pursuant to provisions of Section 110 of the Companies Act, 2013 (the "Act"), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and in compliance with the General Circular No. 3/2022 dated May 5, 2022 issued by the Ministry of Corporate Affairs ("MCA") ("MCA Circular"), Secretarial Standards on General Meetings (SS-2) and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and pursuant to other applicable laws and regulations (including any statutory modification or re-enactment thereof for the time being in force, and as amended from time to time), only through remote e-voting for alteration in the Object Clause of Memorandum of Association of the Company.

The Postal Ballot Notice dated 12<sup>th</sup> November, 2022 was sent to the members of the Company whose names appeared in the Register of Members/ List of Beneficial Owners as received from National Securities Depositories Limited ("NSDL") and Central Depository Services Limited ("CDSL") on Friday, 11<sup>th</sup> November, 2022 (Benpos Date).

The Company had completed sending the Postal Ballot Notice by way of e-mail on 14<sup>th</sup> November, 2022. In compliance with the provisions of Section 108 and 110 of the Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Listing Regulations, the MCA Circulars and SS- 2 on General Meetings, the Company had provided e-voting facility only for its Members to enable them to cast their votes electronically through National Securities Depository Limited ("NSDL"). The e-voting commenced on Wednesday, 16<sup>th</sup> November, 2022 at 9:00 AM IST and ended on Thursday, 15<sup>th</sup> December, 2022 at 5:00 PM IST.

The said notice has also been placed on the website of the Company. The intimation about completion of dispatch of the Postal Ballot Notice and the last date for receipt of reply from shareholders was also intimated to the members by way of publication of advertisement in the newspapers namely, Financial Express (English Language) and Ek Din (Bengali Language) on 15<sup>th</sup> November, 2022.

The Company had appointed Sri Raj Kumar Banthia, Practicing Company Secretary (Membership no- A17190/CP-18428), partner of M/s. MKB & Associates, Practicing Company Secretaries, Kolkata as Scrutinizer for conducting the Postal Ballot in a fair and transparent manner. The Scrutinizer's report was received on 16<sup>th</sup> December, 2022 and the resolution as set out in the Notice was passed with requisite majority.

This is for your information and records.

Thanking You.

Yours faithfully,  
For Skipper Limited

Anu Singh  
Company Secretary and Compliance Officer

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CIN : L40104WB1981PLC033408 Phone : 033 2289 2327 / 5731 / 5732, Fax : 033 2289 5733  
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**SKIPPER LIMITED**

**Voting Results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Date of declaration of Voting Results of Postal Ballot	16.12.2022
Total Number of Shareholders on Record Date (cut-off date i.e. 11th November, 2022)	29332
No. of shareholders present in the meeting either in person or through proxy:	
Promoter & Promoter Group	NA
Public	
<b>Total</b>	
<b>No. of Members voted through e-voting through postal ballot process</b>	
Promoter & Promoter Group	19
Public	211
<b>Total</b>	230

**Agenda- wise disclosure**

Item No-1: Alteration of the Object Clause of Memorandum of Association ('MOA') of the Company								
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 Evoting	73810582	73810582	100.00	73810582	0	100.00	0.00
	E voting at AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		73810582	100.00	73810582	0	100.00	0.00
Public- Institutional holders	Remote Evoting	10432939	5311953	50.91	5311953	0	100.00	0.00
	E voting at AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		5311953	50.91	5311953	0	100.00	0.00
Public-Non Institutional holders	Remote Evoting	18426691	49468	0.26	47019	2449	95.05	4.95
	E voting at AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		49468	0.26	47019	2449	95.05	4.95
<b>Total</b>		102670212	79172003	77.11	79169554	2449	99.996	0.003





### SCRUTINIZER'S REPORT

[Pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended]

16<sup>th</sup> December, 2022

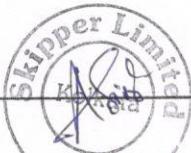
To  
The Chairman  
Skipper Limited  
3A, Loudon Street  
Kolkata - 700 017

Dear Sir,

I, Raj Kumar Banthia, Partner of MKB & Associates, Practicing Company Secretaries has been appointed by the Board of Directors of Skipper Limited (the Company) for the purpose of scrutinizing the postal ballot process including voting through e-voting conducted for seeking approval of members of the Company on the items as mentioned in postal ballot notice dated 12<sup>th</sup> November, 2022 do hereby submit my report as follows:

- (a) On 14<sup>th</sup> November, 2022 the Company has completed the dispatch of Notice of Postal Ballot electronically to all the members who have registered their e-mail addresses with the Company/RTA or with the Depositories and whose names appear in the Register of Members/list of Beneficial Owners as on the Cut-off date i.e. Friday, 11<sup>th</sup> November, 2022, in accordance with the guidelines prescribed by the Ministry of Corporate Affairs ("MCA") for conducting postal ballot process through e-voting vide General Circular Nos. 14/2020 dated 8<sup>th</sup> April, 2020, 17/2020 dated 13<sup>th</sup> April, 2020, 22/2020 dated 15<sup>th</sup> June, 2020, 33/2020 dated 28<sup>th</sup> September, 2020, 39/2020 dated 31<sup>st</sup> December, 2020, 10/2021 dated 23<sup>rd</sup> June, 2021, 20/2021 dated 8<sup>th</sup> December, 2021 and 3/2022 dated 5<sup>th</sup> May, 2022 ("MCA Circulars").

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- (b) The Company has provided e-voting facility offered by National Securities Depository Limited ("NSDL") to its shareholders.
- (c) The members holding shares either in physical or dematerialized form, as on the "Cut off" date i.e. Friday, 11<sup>th</sup> November, 2022 were entitled to vote on the proposed resolutions.
- (d) In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 22 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the voting period commenced on Wednesday, 16<sup>th</sup> November, 2022 at 9:00 a.m. and ended on Thursday, 15<sup>th</sup> December, 2022 at 5:00 p.m.
- (e) Since the voting on the postal ballot was conducted only through e-voting, reporting on number of physical postal ballot forms received including those that are invalid, is not applicable.
- (f) The e-voting facility provided by NSDL was unlocked on Friday, 16<sup>th</sup> December, 2022 in the presence of two witnesses.
- (g) Thereafter, the details containing, inter-alia, list of the members, who voted "For" or "Against" on the resolutions were derived from the report generated from the e-voting website of NSDL: [www.evoting.nsdl.com](http://www.evoting.nsdl.com) in respect of voting through e-voting.
- (h) 230 Members representing 79,172,003 equity shares have cast their votes through e-voting on the resolution and all such votes were valid.

I now submit my consolidated report as under on the results of the voting through e-voting.

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**Special Resolution:**

Alteration in the existing Object Clause of the Memorandum of Association (the "MoA") of the Company.

	Voting through e-voting		Voting through Ballots		Consolidated Voting Results		
	No. of Members who voted	No. of votes cast	No. of Ballot s	No. of votes cast	No. of Members who voted	No. of votes cast	% of total number of valid votes cast
Voted in favour of the resolution	218	79,169,554	NA	NA	218	79,169,554	99.9969
Voted against the resolution	12	2,449	NA	NA	12	2,449	0.0031
Total	230	79,172,003	NA	NA	230	79,172,003	100

In view of the above scrutiny, I hereby certify that the resolution as aforesaid, as set out in notice dated 12<sup>th</sup> November, 2022 has been approved and passed by requisite majority.

For MKB & Associates  
Company Secretaries  
Firm Reg No: P2010WB042740

Raj Kumar Banerjee  
Partner

Membership no. 17190  
COP no. 18428

Date: 16.12.2022  
Place: Kolkata  
UDIN: A017190D002733299

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