

Mamta Phalak & Associates

Company Secretaries

Consolidated Scrutinizer's Report on the results of the remote e-voting process and e-voting conducted at the 23rd Annual General Meeting of Reliance Naval and Engineering Limited (the "Company") held on Tuesday, November 10, 2020 through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

Shri Debashis Bir
Chairman of 23rd Annual General Meeting
Reliance Naval and Engineering Limited
Pipavav Port, Post Ucchaiya, Via- Rajula,
Dist. Amreli- 365 560, Gujarat.

Dear Sir,

1. The Resolution Professional of the Company appointed me, Mamta Phalak, Practicing Company Secretary as a scrutinizer for the purpose of scrutinizing the:
 - (i) e-voting process (the "remote e-voting") under the provisions of Section 108 of the Companies Act, 2013 (the "Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (the "Rules") as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"); and
 - (ii) E-voting process during the AGM (the "e-voting") under the provisions of Section 109 of the Act read with Rule 21 of the Rules,

on each of the business contained in the Notice dated August 03, 2020 (the "Notice") of the 23rd Annual General Meeting of the Members of Reliance Naval and Engineering Limited (the "Company") held on Tuesday, November 10, 2020 through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

2. The management of the Company is responsible for ensuring compliances with the requirements of the Act, the Rules and SEBI LODR Regulations relating to voting through remote e-voting and through e-voting during the AGM on the business contained in the Notice of the 23rd AGM of the Members of the Company.
3. The Company has appointed M/s. KFin Technologies Private Limited ("KFintech"), the Registrar and Transfer Agent, to provide remote e-voting facility to the Members of the Company from 10:00 A.M. (IST) on Friday, November 06, 2020 to 5:00 P.M. (IST) on Monday, November 09, 2020.

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4. My responsibility as a scrutinizer for the voting process (by remote e-voting and e-voting during the AGM), was restricted to scrutinize the remote e-voting process and e-voting during the AGM in a fair and transparent manner and to prepare a consolidated Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated in the Notice, based on the reports generated from the remote e-voting system provided by KFintech and based on the result of e-voting conducted during the AGM.
5. Separate Scrutinizer's Reports of even date have been issued on the remote e-voting and on the e-voting conducted during the AGM on the business contained in the Notice to the AGM. I submit a consolidated Scrutinizer's report on the results of voting by remote e-voting and e-voting at the AGM as under:-

Item No. 1:-

Ordinary Resolution to consider and adopt:

- a) the audited financial statement of the Company for the financial year ended March 31, 2020 and the reports of the Board of Directors and Auditors thereon; and
- b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2020 and the report of Auditors thereon.

	Number of members			Number of votes contained in			
	Remote e-voting	e-voting during the AGM	Total	Remote e-voting	e-voting during the AGM	Total	%
In favour	65	0	65	14,52,45,089	0	14,52,45,089	99.993
Against	5	1	6	2,868	6,895	9,763	0.007
Total *	70	1	71	14,52,47,957	6,895	14,52,54,852	100.000
Invalid / Abstained	1	-	1	94300	-	94300	0.064

* 1 shareholder(s) with 200 share(s) voted "in favour" of, and 600 share(s) "against", the resolution.

Based on the aforesaid results, Ordinary Resolution No. 1 of the Notice dated August 03, 2020 has been passed by the Members through e-voting at the AGM and through remote e-voting with requisite majority.

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Item No. 2:-

Ordinary Resolution for re-appointment of Shri Venkata Rachakonda, Director retiring by rotation.

	Number of members			Number of votes contained in			
	Remote e-voting	e-voting during the AGM	Total	Remote e-voting	e-voting during the AGM	Total	%
In favour	62	0	62	14,52,44,676	0	14,52,44,676	99.993
Against	7	1	8	3,281	6,895	10,176	0.007
Total *	69	1	70	14,52,47,957	6,895	14,52,54,852	100.000
Invalid / Abstained	1	-	1	94300	-	94300	0.064

Based on the aforesaid results, Ordinary Resolution No. 2 of the Notice dated August 03, 2020 has been passed by the Members through e-voting at the AGM and through remote e-voting with requisite majority.

Item No. 3:-

Ordinary Resolution for appointment of M/s. Pipara and Co. LLP, Chartered Accountants (Firm Registration No. W100219) as Statutory Auditors of the Company.

	Number of members			Number of votes contained in			
	Remote e-voting	e-voting during the AGM	Total	Remote e-voting	e-voting during the AGM	Total	%
In favour	63	0	63	14,52,44,876	0	14,52,44,876	99.993
Against	6	1	7	3,081	6,895	9,976	0.007
Total *	69	1	70	14,53,47,957	6,895	14,52,54,852	100.000
Invalid / Abstained	1	-	1	94300	-	94300	0.064

Based on the aforesaid results, Ordinary Resolution No. 3 of the Notice dated August 03, 2020 has been passed by the Members through e-voting at the AGM and through remote e-voting with requisite majority.

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Item No. 4:-

Ordinary Resolution for approval for tenure of Shri Ranjit Lahiry as an Independent Director of the Company.

	Number of members			Number of votes contained in			
	Remote e-voting	e-voting during the AGM	Total	Remote e-voting	e-voting during the AGM	Total	%
In favour	61	0	61	14,52,44,656	0	14,52,44,656	99.993
Against	8	1	9	3,301	6,895	10,196	0.007
Total *	69	1	70	14,53,47,957	6,895	14,52,54,852	100.000
Invalid / Abstained	-	-	-	-	-	-	-

Based on the aforesaid results, Ordinary Resolution No. 4 of the Notice dated August 03, 2020 has been passed by the Members through e-voting at the AGM and through remote e-voting with requisite majority.

Item No. 5:-

Special Resolution for approval for tenure and remuneration paid to Shri Gyan Prakash as an Executive Director.

	Number of members			Number of votes contained in			
	Remote e-voting	e-voting during the AGM	Total	Remote e-voting	e-voting during the AGM	Total	%
In favour	61	0	61	14,52,44,656	0	14,52,44,656	99.993
Against	8	1	9	3,301	6,895	10,196	0.007
Total *	69	1	70	14,53,47,957	6,895	14,52,54,852	100.000
Invalid / Abstained	1	-	1	94300	-	94300	0.064

Based on the aforesaid results, Special Resolution No. 5 of the Notice dated August 03, 2020 has been passed by the Members through e-voting at the AGM and through remote e-voting with requisite majority.

Item No. 6:

Special Resolution for rescinding the resolution no. 8 passed for Change of Name of the Company at the 22nd Annual General Meeting held on September 28, 2019.

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	Number of members			Number of votes contained in			
	Remote e-voting	e-voting during the AGM	Total	Remote e-voting	e-voting during the AGM	Total	%
In favour	64	0	64	14,53,39,176	0	14,53,39,176	99.993
Against	6	1	7	3,081	6,895	9,976	0.007
Total *	70	1	71	14,53,42,257	6,895	14,53,49,152	100.000
Invalid / Abstained	-	-	-	-	-	-	-

Based on the aforesaid results, Special Resolution No. 6 of the Notice dated August 03, 2020 has been passed by the Members through e-voting at the AGM and through remote e-voting with requisite majority.

6. In terms of the Notice of the AGM dated August 03, 2020, the Members who have already voted through remote e-voting were not entitled to vote at the AGM through e-voting. Hence, votes cast by such Members at the AGM through e-voting were treated as invalid.
7. The Electronic data and other relevant records relating to remote e-voting and e-voting during AGM has been kept in my safe custody and shall be retained until the minutes of the AGM is approved and signed, and shall be handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,
For **Mamta Phalak & Associates**

Sd/-
Mamta Phalak
Practicing Company Secretary
ACS No.: 47989
C.P. No.: 18918
UDIN.: A047989B001195828

Place: Pune
Date: November 10, 2020

Countersigned by:
For **Reliance Naval and Engineering Limited**

Sd/-
Avinash Godse
Company Secretary and Compliance Officer