

PRACHETA.M B.com, ACS, ACA
Company Secretary



Email: cscapracheta@gmail.com

Ph: 0821-4271377, 98446 88622

CONSOLIDATED REPORT OF THE SCRUTINIZER ON REMOTE E-VOTING AND VOTING BY POLLING PROCESS

(Pursuant to Section 108 of the Companies Act, read with

Rule 20 of the Companies (Management and Administration) Rules 2014

The Chairman of the Annual General Meeting of the Equity Shareholders of Automotive Axles Limited, held on 12th August 2016, at the Company's registered office situated at Hootagalli Industrial Area, Off Hunsur road, Mysore.

Dear Sir,

I, Pracheta M., Practising Company Secretary have been appointed as the Scrutinizer by the Board of Directors of M/s. Automotive Axles Limited pursuant to Section 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, to report on the result of remote voting process held between 9.00 a.m. on 9th August 2016 to 5.00 p.m. on 11th August 2016, and on voting by poll under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 on the Resolutions contained in the Notice of the 35th AGM of the Members of the Company, held on 12th August 2016 at 12.30 p.m. at the registered office of the company situated at Hootagalli Industrial Area, Off Hunsur road, Mysore.

As a scrutinizer of the process, my responsibility was restricted to ensure the process to be carried on in fair and transparent manner and report on the votes casted in 'Favour' and 'Against' the resolutions based on the reports generated from the remote voting system provided by CDSL and the poll papers voted at the meeting. The Company assumed the complete responsibility of ensuring compliance as may be necessary under the Companies Act, 2013, rules thereon and the listing agreement relating to the e-voting process and the polling process.

Based on the remote voting generated by CDSL and the polling papers scrutinised by me, I hereby report that no member who had voted through e-voting has voted through poll also.

The individual reports on remote voting dated 13th August 2016 and of poll in MGT-13 dated 13th August 2016 are annexed to this report



I submit the Consolidated report and result of the resolutions passed at the aforesaid AGM:

Item no.1

Adoption of Financial Statements for the year ended 31st March, 2016 and the reports of the Board of Directors and Auditors thereon.

Type of resolution: Ordinary

Particulars	E-Voting	Poll	Total	
	Nos	Nos	Nos	%age
Votes 'in Favour'	27,55,290	1,07,37,015	1,34,92,305	100
Votes against	NIL	NIL	NIL	NIL
Total	27,55,290	1,07,37,015	1,34,92,305	100

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Item no.1 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority

Item no.2

Declaration of Final Dividend on equity shares for the year ended 31st March, 2016

Type of resolution: Ordinary

Particulars	E-Voting	Poll	Total	
	Nos	Nos	Nos	%age
Votes 'in Favour'	27,55,290	1,07,37,015	1,34,92,305	100
Votes against	NIL	NIL	NIL	NIL
Total	27,55,290	1,07,37,015	1,34,92,305	100

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Item no.2 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority



Item no.3:- Re-appointment of Mr. Joseph A plomin as a Director who retires by rotation

Type of resolution: Ordinary

Particulars	E-Voting	Poll	Total	
	Nos	Nos	Nos	%age
Votes 'in Favour'	27,35,883	1,07,37,015	1,34,72,898	99.86
Votes against	19,407	NIL	19,407	0.14
Total	27,55,290	1,07,37,015	1,34,92,305	100

RESULT:-

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Item no.3 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority

Item no.4 :- Ratification of the appointment of M/S.Deloitte Haskins & Sells as Auditors of the Company

Type of resolution: Ordinary

Particulars	E-Voting	Poll	Total	
	Nos	Nos	Nos	%age
Votes 'in Favour'	26,23,251	1,07,37,015	1,33,60,266	100
Votes against	NIL	NIL	NIL	
Total	26,23,251	1,07,37,015	1,33,60,266	100

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Item no.4 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority



Item no.5:- Appointment of Ms. Supriti Bhandary as an Independent Director of the company:

Type of resolution: Ordinary

Particulars	E-Voting	Poll	Total	
	Nos	Nos	Nos	%age
Votes 'in Favour'	27,55,290	1,07,37,015	1,34,92,305	100
Votes against	NIL	NIL	NIL	NIL
Total	27,55,290	1,07,37,015	1,34,92,305	100

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Item no.5 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority

The relevant records relating to E-Voting and Poll will remain in my safe custody until shall be the Chairman considers, approves and signs the minutes the 35th Annual General Meeting and the same shall be handed over thereafter to Director authorised by the board, for safe keeping.

Thank you,

Yours faithfully,


Pracheta.M

Company Secretary

CP No:9838

ACS No:22452

Date: 13th August, 2016

Place: Mysore

