

General information about company

Scrip code	505010
NSE Symbol	AUTOAXLES
MSEI Symbol	NOTLISTED
ISIN	INE449A01011
Name of the entity	AUTOMOTIVE AXLES LTD
Date of start of financial year	01-04-2020
Date of end of financial year	31-03-2021
Reporting Quarter	Yearly
Date of Report	31-03-2021
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

Annexure 1

II. Composition of Committees

Disclosure of notes on composition of committees explanatory

Add Notes

For this quarter kindly note the following points:

1. Date of Appointment and Date of Cessation (if applicable) must be mandatorily filled for every Committee.
2. Date of Appointment can be any day upto September 30, 2020.
3. Date of Cessation must be for the current quarter only, i.e. July 1, 2020 to September 30 2020.

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be pre-filled automatically

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00040052	Prabhakar Chandrashekaralaih Bho	Non-Executive - Independent Director	Member	30-11-2004		
2	00780354	Rakesh Kalra	Non-Executive - Independent Director	Member	13-02-2018		
3	00145710	Bhalachandra Basappa Hattarki	Non-Executive - Independent Director	Chairperson	18-01-2006		
4							
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9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be pre-filled automatically

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00040052	Prabhakar Chandrashekaralaih Bho	Non-Executive - Independent Director	Chairperson	29-04-2014		
2	00780354	Rakesh Kalra	Non-Executive - Independent Director	Member	13-02-2018		
3	06604529	Shalini Sarin	Non-Executive - Independent Director	Member	12-02-2019		
4							
5							
6							
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be pre-filled automatically

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00040052	Prabhakar Chandrashekaralaih Bho	Non-Executive - Independent Director	Chairperson	31-03-2015		
2	00780354	Rakesh Kalra	Non-Executive - Independent Director	Member	13-02-2018		
3	08107660	Kumaradevan Srinivasan	Executive Director	Member	14-08-2019		
4							
5							
6							
7							
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9							
10							

Risk Management Committee

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1							
2							
3							
4							
5							
6							
7							
8							
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10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be pre-filled automatically

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00040052	Prabhakar Chandrashekaralaih Bho	Non-Executive - Independent Director	Chairperson	12-01-2015		
2	06604529	Shalini Sarin	Non-Executive - Independent Director	Member	12-02-2019		
3	08107660	Srinivasan kumaradevan	Executive Director	Member	14-08-2019		
4							
5							
6							
7							
8							
9							
10							

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory

Add Notes

Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
<div style="display: flex; justify-content: space-around;"> Add Delete </div>						
1	02-11-2020			Yes	6	3
2	05-02-2021	94		Yes	7	4

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory

Add Notes

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
<div style="display: flex; gap: 10px;"> Add Delete </div>								
1	Audit Committee	02-11-2020				Yes	3	3
2	Audit Committee	05-02-2021	94			Yes	3	3
3	Stakeholders Relationship Committee	02-11-2020				Yes	3	2
4	Stakeholders Relationship Committee	05-02-2021	94			Yes	3	2
5	Corporate Social Responsibility Committee	02-11-2020				Yes	3	2
6	Corporate Social Responsibility Committee	05-02-2021	94			Yes	3	2
7	Nomination and remuneration committee	05-02-2021				Yes	3	3

Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes on related party transactions			Add Notes
Disclosure of notes of material transaction with related party			Add Notes

Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.autoaxle.com
2	Terms and conditions of appointment of independent directors	Yes		www.autoaxle.com
3	Composition of various committees of board of directors	Yes		www.autoaxle.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.autoaxle.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.autoaxle.com
6	Criteria of making payments to non-executive directors	Yes		www.autoaxle.com
7	Policy on dealing with related party transactions	Yes		www.autoaxle.com
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		www.autoaxle.com
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.autoaxle.com
11	email address for grievance redressal and other relevant details	Yes		www.autoaxle.com
12	Financial results	Yes		www.autoaxle.com
13	Shareholding pattern	Yes		www.autoaxle.com
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		www.autoaxle.com
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		www.autoaxle.com
18	Credit rating or revision in credit rating obtained	Yes		www.autoaxle.com
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.autoaxle.com
21	Materiality Policy as per Regulation 30	Yes		www.autoaxle.com
22	Dividend Distribution policy as per Regulation 43A (as applicable)	NA		
23	It is certified that these contents on the website of the listed entity are correct	Yes		www.autoaxle.com
24	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]		Add Notes	

Annexure 1

VI. Affirmations

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Add Notes

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Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Debadas Panda
2	Designation	Company Secretary and Compliance Officer

Annexure II

II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
23	Meeting of Risk Management Committee	21(3A)	NA	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	Yes	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	Yes	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
Any other information to be provided				Add Notes

Annexure II

III. Affirmations

Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA
Any other information to be provided		Add Notes

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Annexure II

1	Name of signatory	Debadas Panda
2	Designation	Company Secretary and Compliance Officer

Signatory Details

Name of signatory

Debadas Panda

Designation of person

Company Secretary

Place

Mysore

Date

15-04-2021

Automotive Axles Limited

CIN: L51909KA1981PLC004198

Registered Office: Hootagalli Industrial Area, Off Hunsur Road, Mysore - 570018

SCRIP CODE: BSE: 505010

NSE: AUTOAXLES

Material Related Party Transactions for the period January'21-March'21

(Rs. In lac)

Name of the Related Party	Nature of transaction	For Qtr Jan'21- Mar'21
Meritor HVS (India) Limited	Sales	35,382.31
	Purchase	0.43
	Other Payables	143.96
	Services Received	208.07
	Lease Rental Expense	13.16
	Total	35,747.93

Transaction with Meritor HVS (India) limited has been approved by the shareholders in their 37th AGM dated 13th August, 2018 for Rs.3,00,000 Lacs (Three thousand Crores) for a period of five (5) financial years with effect from April 1, 2019.

For **Automotive Axles Limited**

Debadas Panda
Company Secretary

