

General information about company	
Scrip code	505010
NSE Symbol	AUTOAXLES
MSEI Symbol	NA
ISIN	INE449A01011
Name of the entity	AUTOMOTIVE AXLES LIMITED
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Half Yearly
Date of Report	30-09-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

Annexure I**Annexure I to be submitted by listed entity on quarterly basis****I. Composition of Board of Directors**

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

No

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	Babasaheb Neelkanth Kalyani	ABIPK5782A	00089380	Non-Executive - Non Independent Director	Chairperson related to Promoter		07-01- 1949
2	Mr	Prabhakar Chandrashekaraiah Bhoopalam	AAQPP5212P	00040052	Non-Executive - Independent Director	Not Applicable		09-05- 1943
3	Mr	Bhalachandra Basappa Hattarki	AADPH8205M	00145710	Non-Executive - Independent Director	Not Applicable		10-10- 1941
4	Ms	Shalini Sarin	ABKPS6867L	06604529	Non-Executive - Independent Director	Not Applicable		15-06- 1965
5	Mr	Kenneth James Hogan	ZZZZZ9999Z	09161738	Non-Executive - Non Independent Director	Not Applicable		11-11- 1969
6	Mr	Nagaraja Gargeshwari	AGHPM9384Q	00839616	Executive Director	Not Applicable		01-05- 1970

I. Composition of Board of Directors

Disqualification of Directors under section 164 of the Companies Act, 2013

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active

I. Composition of Board of Directors

Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Yes	03-08-2023	05-03-1998				5	0	3	0		
2	Yes	14-08-2019	30-11-2004	27-01-2005		226	1	1	2	1		
3	Yes	14-08-2019	18-01-2006	12-01-2007		212	5	5	10	5		
4	NA		12-02-2019	14-08-2019		55	5	5	4	0		
5	NA		14-05-2021			66	1	0	0	0	Textual Information(1)	
6	NA		07-04-2022				1	0	0	0		

Text Block

Textual Information(1)

Non Resident Director

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	00145710	Bhalachandra Basappa Hattarki	Non-Executive - Independent Director	Chairperson	18-01-2006		
2	00040052	Prabhakar Chandrashekaraiiah Bhoopalam	Non-Executive - Independent Director	Member	30-11-2004		
3	06604529	Shalini Sarin	Non-Executive - Independent Director	Member	14-03-2023		

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 Chandrashekaraiiah Bhoopalam	Non-Executive - Independent Director	Chairperson	29-04-2014		
2	00145710	Bhalachandra Basappa Hattarki	Non-Executive - Independent Director	Member	14-03-2023		
3	06604529	Shalini Sarin	Non-Executive - Independent Director	Member	12-02-2019		

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 Chandrashekaraiiah Bhoopalam	Non-Executive - Independent Director	Chairperson	31-03-2015		
2	00145710	Bhalachandra Basappa Hattarki	Non-Executive - Independent Director	Member	08-11-2021		
3	06604529	Shalini Sarin	Non-Executive - Independent Director	Member	31-01-2023		

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	00040052	Prabhakar Chandrashekaraiah Bhoopalam	Non-Executive - Independent Director	Chairperson	05-08-2015		
2	99999999	Ranganathan Sankaran	Chief Financial Officer	Member	14-05-2021		Textual Information(1)
3	00145710	Bhalachandra Basappa Hattarki	Non-Executive - Independent Director	Member	08-11-2021		

Sr Text Block

Textual Information(1)

Mr. Ranganathan Sankaran, Chief Financial Officer is member of Risk Management Committee and he is not holding the position of Directorship.

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 Chandrashekaraiiah Bhoopalam	Non-Executive - Independent Director	Chairperson	12-01-2015		
2	06604529	Shalini Sarin	Non-Executive - Independent Director	Member	12-02-2019		
3	00839616	Nagaraja Gargeshwari	Executive Director	Member	07-04-2022		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	16-05-2023				Yes	6	6	3
2		03-08-2023	78		Yes	6	5	3

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory										
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)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	16-05-2023				Yes	3	3	3	0
2	Audit Committee	02-08-2023	77			Yes	3	2	2	0
3	Stakeholders Relationship Committee	16-05-2023				Yes	3	3	3	0
4	Stakeholders Relationship Committee	02-08-2023	77			Yes	3	2	2	0
5	Risk Management Committee	16-05-2023				Yes	2	2	2	1
6	Risk Management Committee	02-08-2023	77			Yes	2	2	2	1

Annexure 1

IV. Meeting of Committees

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)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Corporate Social Responsibility Committee	16-05-2023				Yes	3	3	3	0
8	Corporate Social Responsibility Committee	02-08-2023	77			Yes	3	2	2	0

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 of material transaction with related party			Textual Information(1)

Text Block

Material Related Party Transactions for the period July23- September23

Name of the Related Party	Nature of transaction	Amount (In Lacs)
Meritor HVS (India) Limited	Sale	45,828.08
	Purchase	1.92
	Services Received	340.70
	Tooling Income	15.00
	Other recoveries	55.58
	Warranty Services	196.69
	Lease Rental Expenses	11.58
	Total	46,449.55

Textual Information(1)

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.

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 1000 listed entities)	Yes
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

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	DEBADAS PANDA
2	Designation	Company Secretary and Compliance Officer

Annexure III

III. Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	NA	
6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
7	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
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Annexure III

Annexure III		
1	Name of signatory	DEBADAS PANDA
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure		
Applicability of disclosure	Not Applicable	
Reason for Non Applicability	Textual Information(1)	

Text Block

Textual Information(1)

The Company has not made any loans, Guarantees, Comfort letters or Securities etc during the half year ended 30 September 2023.

Details of Cyber security incidence	
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Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No
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Signatory Details

Name of signatory	DEBADAS PANDA
Designation of person	Company Secretary and Compliance Officer
Place	MYSURU, KARNATAKA
Date	20-10-2023

