

Regd. Office : GNA HOUSE, I-C, CHHOTI BARADARI - PART-II
GARHA ROAD, JALANDHAR- 144 404

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Dated : July 17, 2022

Department of Corporate Services BSE Limited 25 th Floor Rotunda Building, P J Towers Dalal Street, Fort MUMBAI 400001 SCRIP CODE : 540124	The National Stock Exchange of India Limited "Exchange Plaza" Plot No C-1, G Block Bandra Kurla Complex Bandra (East) MUMBAI - 400051 SCRIP CODE : GNA
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SUB: Scrutinizer Report on Postal Ballot.

Dear Sir,

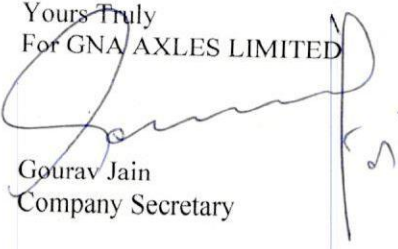
This is to inform you that the shareholders of the Company have approved the special resolutions with respect to the appointment of Mr. Ajit Singh, Mr. Saravjit Singh Hothi, Mr. Ashwani Malhotra, Mr. Rajan Wadhwa and Mrs. Pooja Uppal as Non Executive Independent Directors of the Company, by way of postal ballot and evoting as per the Report of the Scrutinizer Ms. Harsimran Kaur Prop. HK & Associates – Practicing Company Secretaries dated 17th July, 2022 and the result has been declared at the Registered Office of the Company today.

We also enclose herewith the Report of the Scrutinizer on E-voting and Postal ballot dated 17th July, 2022.

This is for your information and record.

Thanking You

Yours Truly
For GNA AXLES LIMITED


Gourav Jain
Company Secretary

HARSIMRAN KAUR
Practising Company Secretary

26 – Chhoti Baradari Part - 2
Garha Road, Jalandhar
Mobile: +91-9814407959
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REPORT OF SCRUTINIZER

[Pursuant to section 108 & 110 of the Companies Act, 2013 and Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014 read with Clause 44 of the SEBI (LODR) Regulations, 2015]

The Managing Director
GNA Axles Limited
1-C, Chhoti Baradari Part-2
Garha Road, Opposite Medical College
Jalandhar - 144001

Sir

I, Harsimran Kaur, proprietor of H. K. & Associates, Company Secretaries, Jalandhar, have been appointed as Scrutinizer pursuant to Sections 108 & 110 of the Companies Act, 2013 read with Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the purpose of scrutinizing the remote e-voting process for postal ballot in a fair & transparent manner and ascertaining the votes cast for and against the resolutions set out in the notice of postal ballot dated 6th June 2022.

The management of the Company is responsible to ensure compliance with the requirement of the Companies Act, 2013 and Rules relating to voting by electronic means for the resolutions contained in the Notice of Postal Ballot. My responsibility as a Scrutinizer for the voting process of voting by electronic means is to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolution stated in the notice of Postal Ballot, based on the report generated from the e-voting system provided by Link Intime (India) Private Limited, the Agency Authorised under the Rules and engaged by the Company to provide e-voting facilities for voting through remote e-voting.

Pursuant to General Circulars no. 14/2020, 17/2020, 20/2020, 02/2021, 20/21, 03/22 dated 8th April, 13th April, 5th May 2020, 13th January 2021, 8th December 2021 & 5th May 2022 respectively issued by the Ministry of Corporate Affairs (MCA), and Circulars No.P/2020/79 & P/2021/11 dated 12th May 2020 & 15th January 2021 respectively, by the Securities & Exchange Board of India (SEBI), the Postal Ballot Voting was conducted through Electronic Means as per procedure laid down under those circulars.

An advertisement was published in Business Standard, all editions (English newspaper) and Rozana Spokesman, (vernacular language newspaper), having electronic editions on 15th June 2022 specifying the date and time of start and end of the E-Voting process, availability of the notice on Company's website and website of Stock Exchanges, manner of voting through remote e-voting etc.

I submit my report as under:

1. The voting rights were reckoned as on Friday, 10th June 2022, being the Cut-off date for the purpose of deciding the entitlements of members for the purpose of remote e-voting.
2. The remote E-Voting period remained open from 9.00 a.m. Thursday, 16th June 2022 up to 5.00 p.m. Friday, 15th July 2022.
3. The service provider, M/s Link Intime (India) Private Limited, sent the notice of the Postal Ballot and E-voting details by email to members, whose email ids were made available by the Depositories or were registered with Company. For those Members whose Email ids were not available/ registered, the Notice of Postal Ballot was not sent. The Notices sent through email contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and as provided in the MCA & SEBI CIRCULARS.
4. After the end of the time allowed for E-voting, the votes cast through remote e-voting were unblocked by me on 15th July 2022 at 5.15 PM, in presence of two witnesses, namely:
 - a) Aditya Sharma, (Address: 76-A, Defence Colony, Jalandhar); and
 - b) Arushi Thakur, (Address: 52 – New Dashmesh Nagar, Jalandhar)

The above witnesses are not in the employment of the Company.

They have signed below in confirmation of the event being unblocked in their presence:

Sd/-

Aditya Sharma

Sd/-

Arushi Thakur

5. The votes were reconciled with the records maintained by the company in respect of authorisations.

6. The result of remote e-voting is as under:

a) **RESOLUTION No.1**

To re-appoint Mr. Ajit Singh (DIN: 00237491), as an Independent Director of the Company for a period of five (5) years

(i) Voted in favour of Resolution

	Remote E-voting
Number of Members voting	75
Number of votes cast by them	13459217
% of Total Number of valid votes cast	99.99%

(ii) Voted against the resolution

	Remote E-voting
Number of Members voting	5
Number of votes cast by them	844
% of Total Number of valid votes cast	0.01%

(iii) Abstained from Voting

	Remote E-voting
Number of Members	2
Number of votes held by them	65

Based on the above results, I report that the Special Resolution contained in Item No.1 of the Notice dated 6th June 2022 has been passed with requisite majority

b) **RESOLUTION No.2**
To Appoint Air Vice Marshal Saravjit Singh Hothi (Retd) (DIN 09182046), as an Independent Director of the Company for a period of five (5) years

(i) Voted in favour of Resolution

	Remote E-voting
Number of Members voting	78
Number of votes cast by them	13460026
% of Total Number of valid votes cast	100%

(ii) Voted against the resolution

	Remote E-voting
Number of Members voting	2
Number of votes cast by them	35
% of Total Number of valid votes cast	0.00%

(iii) Abstained from Voting

	Remote E-voting
Number of Members	2
Number of votes held by them	65

Based on the above results, I report that the Special Resolution contained in Item No.2 of the Notice dated 6th June 2022 has been passed with requisite majority

c) **RESOLUTION No.3**

To Appoint Mr. Ashwani Kumar Malhotra (DIN 01062781), as an Independent Director of the Company for a period of five (5) years.

(i) Voted in favour of Resolution

	Remote E-voting
Number of Members voting	77
Number of votes cast by them	13460004
% of Total Number of valid votes cast	100%

(ii) Voted against the resolution

	Remote E-voting
Number of Members voting	3
Number of votes cast by them	57
% of Total Number of valid votes cast	0.00%

(iii) Abstained from Voting

	Remote E-voting
Number of Members	2
Number of votes held by them	65

Based on the above results, I report that the Special Resolution contained in Item No.3 of the Notice dated 6th June 2022 has been passed with requisite majority

d) **RESOLUTION No.4**
To Appoint Mr. Rajan Wadhwa (DIN 00416429), as an Independent Director of the Company for a period of five (5) years.

(i) Voted in favour of Resolution

	Remote E-voting
Number of Members voting	77
Number of votes cast by them	13460004
% of Total Number of valid votes cast	100%

(ii) Voted against the resolution

	Remote E-voting
Number of Members voting	3
Number of votes cast by them	57
% of Total Number of valid votes cast	0.00%

(iii) Abstained from Voting

	Remote E-voting
Number of Members	2
Number of votes held by them	65

Based on the above results, I report that the Special Resolution contained in Item No.4 of the Notice dated 6th June 2022 has been passed with requisite majority

e) **RESOLUTION No.5**
To Appoint Mrs. Pooja Uppal (DIN 00796019), as an Independent Director of the Company for a period of five (5) years.

(iv) Voted in favour of Resolution

	Remote E-voting
Number of Members voting	76
Number of votes cast by them	13459800
% of Total Number of valid votes cast	100%

(v) Voted against the resolution

	Remote E-voting
Number of Members voting	4
Number of votes cast by them	261
% of Total Number of valid votes cast	0.00%

(vi) Abstained from Voting

	Remote E-voting
Number of Members	2
Number of votes held by them	65

Based on the above results, I report that the Special Resolution contained in Item No.5 of the Notice dated 6th June 2022 has been passed with requisite majority

