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Dated: April 30, 2019

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: Scrutinizers Report and voting results of the Extra Ordinary General Meeting (EGM) of the Company held on 29th April 2019.

Sir,

The Extra Ordinary General Meeting of the Company was held on April 29th, 2019 at 9:30 AM at Hotel Aveda Kamal Palace, Civil Lines Jalandhar, to transact the business as stated in the Notice of the said EGM dated March 29, 2019, convening the EGM.

In this regard, Please find enclosed the following:-

1. Voting results of the business transacted at the AGM, as required under regulation 44(3) of Listing Regulations. – **Annexure A.**
2. Report of the Scrutinizers dated April 30, 2019 pursuant to section 108 of the Companies Act 2013 and relevant rules made thereunder – **Annexure B.**

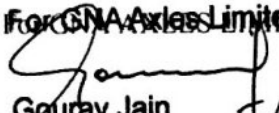
The voting results alongwith the report of the scrutinizers dated April 30, 2019 is being made available on the Company's website also.

This is for your information and record.

Thanking You

Yours Truly

For GNA Axles Limited


Gourav Jain
Company Secretary

Home

Validate

Resolution (1)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPOINTMENT OF M/S HARISH & CO. CHARTERED ACCOUNTANTS AS STATUTORY AUDITORS OF THE COMPANY				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		14038926	98.8083	14038926	0	100.0000	0.0000
	Poll	14208243	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	14208243	14038926	98.8083	14038926	0	100.0000	0.0000
Public- Institutions	E-Voting		1285295	43.5728	1285295	0	100.0000	0.0000
	Poll	2949764	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	2949764	1285295	43.5728	1285295	0	100.0000	0.0000
Public- Non Institutions	E-Voting		195	0.0045	35	160	17.9487	82.0513
	Poll	4307393	26202	0.6083	26102	100	99.6183	0.3817
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	4307393	26397	0.6128	26137	260	99.0150	0.9850
Total		21465400	15350618	71.5133	15350358	260	99.9983	0.0017
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	47

For GNA Axles Limited

Gourav Jain

Gourav Jain
Company Secretary

Ref. No.....

Dated.....

REPORT OF SCRUTINIZER

[Pursuant to section 109 of the Companies Act, 2013 and Rule 21 (2) of the Companies (Management and Administration) Rules, 2014]

The Chairman
of the Extra-Ordinary General Meeting
of the Members of **"GNA Axles Limited"**
held on 29th April 2019

Sir

I, Harsimran Kaur, proprietor of H. K. & Associates, Company Secretaries, Jalandhar, have been appointed as Scrutinizer pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the purpose of:

- (i) Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (ii) Voting through Ballot at the Extra-Ordinary General Meeting.

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 the Extra-Ordinary General Meeting of the Shareholders dated 29th March 2019. My responsibility as a Scrutinizer for the voting process of voting by electronic means is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolution stated in the notice of the Extra-Ordinary General Meeting, 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 and Ballot voting at the general meeting at the venue of the Extra-Ordinary General Meeting.

We submit our report as under:

A. Relating to E-Voting:

1. The remote E-Voting period remained open from 9.00 a.m. Friday, 26th April 2019 up to 5.00 p.m. on Sunday, 28th April 2019.



Ref. No.

Dated:

2. The Notice of Extra-Ordinary General Meeting, the corresponding explanatory statement and the e-voting instructions slip were sent by electronic mode to those members whose email IDs were registered with the Depository Participants and the same were sent to all other members at their registered addresses in the permitted mode.

B. Relating to voting at the EGM:

a) Ballot

The facility for voting through ballot was also made available at the venue of the Extra-Ordinary General Meeting and ballot box was provided for members who could not participate in the remote e-voting process.

C. Result of Remote E-Voting and Ballot Voting at EGM is as under:

1. The voting rights were reckoned as on Monday, 22nd April 2019, being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and Ballot poll at the meeting.
2. After the conclusion of the Extra-Ordinary General Meeting, the locked Ballot Box was opened by me in presence of the two witnesses, named under para 3 below, and subsequently the same were scrutinised.
3. After the conclusion of the Extra-Ordinary General Meeting, the votes cast through remote e-voting were unblocked by me on 28th April 2019 at 5.13 PM, in presence of two witnesses, namely:
 - a) Mr. Aditya Sharma, (Address: 76-A, Defence Colony, Jalandhar); and
 - b) Mr. Damodar Nagina, (Address: 48-B, Janak Nagar, Basti Sheikh, Jalandhar)

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

They have signed below in confirmation of the ballot box being opened and the event being unblocked in their presence:



Naiya Sharma
Aditya Sharma

Damodar Nagina
Damodar Nagina

4. The votes were reconciled with the records maintained by the company in respect of authorisations, proxies lodged with the Company.

Ref. No.

Dated.....

5. The combined result of remote e-voting and the Ballot poll is as under:

a) **RESOLUTION No.1**
Appointment of M/s Harish & Co., Chartered Accountants, Jalandhar
as statutory auditors of the Company from the date of this EGM to
the conclusion of the next Annual General Meeting

(i) Voted in favour of Resolution

	Remote E-voting	Ballot Poll (Voting at EGM)	Total
Number of Members voting (in person or by proxy)	18	32	50
Number of votes cast by them	15324256	26102	15350358
% of Total Number of valid votes cast	99.83%	0.17%	100%

(ii) Voted against the resolution

	Remote E-voting	Ballot Poll (Voting at EGM)	Total
Number of Members voting (in person or by proxy)	2	1	3
Number of votes cast by them	160	100	260
% of Total Number of valid votes cast	0.00%	0.00%	0.00%

(iii) Invalid Votes

	Remote E-voting	Ballot Poll (Voting at EGM)	Total
Number of Members voting (in person or by proxy)	--	5	5
Number of votes cast by them	--	47	47



Based on the above results, I report that the Ordinary Resolution contained in Item No.1 of the Notice dated 29th March 2019 has been passed with requisite majority.

Ref. No.....

Dated.....

6. The Soft Copies of data containing files mentioning the list of shareholders who voted "FOR" or "AGAINST" and those whose votes were declared invalid for each resolution is enclosed in a pen drive.
7. The electronic data and all other relevant records relating to the e voting shall remain in our safe custody and shall be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of the aforesaid Extra-Ordinary General Meeting.

Yours faithfully
For H. K. & Associates
Company Secretaries

Harsimran Kaur

Harsimran Kaur
Proprietor
M. No.F-8174, CP No.9252



Dated: 30th April 2019
Place: Jalandhar