AUTOLINE

AUTOLINE INDUSTRIES LTD.

Regd. Office: Survey Nos.313/314, Nanekarwadi, Chakan, Tal: Khed, Dist - Pune : 410 501, INDIA
☎: +91 2135 664865 / 6, Fax: +91 2135 664864.
Website: www.autolineind.com

CIN-L34300PN1996PLC104510

TÜV CERT DIN EN ISO 9001 : 2008 ISO. TS 16949 : 2009 Certificate:01 111 049215

TÜV Rheinland

August 2, 2014

The Bombay Stock Exchange Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Fort, Mumbai – 400 001
General Manager, Listing
Corporate Relations Department

The National Stock Exchange of India Ltd,
Exchange Plaza, 5th Floor, Plot No. C/1, G Dalal Block, Bandra Kurla Complex, Bandra (East) Mumbai - 400 051
Vice President, Listing
Corporate Relations Department

Dear Sir,

SUB: Disclosure of Voting results of the 18th Annual General Meeting (AGM) held on July 31, 2014 as per the requirements of Clause 35A of Listing Agreement.

With reference to the above subject we wish to inform that the 18th AGM of the Company was held on July 31, 2014 at 2.30 P.M. The details of the voting results of the 18th AGM of the Company are enclosed in the format prescribed under Clause 35 A of the Listing Agreement.

We wish to further inform you that the Scrutinizers' Report on the voting is being posted on the Company's website www.autolineind.com.

You are requested to kindly take the same on record.

Thanking you,

Yours Faithfully,

For Autoline Industries Limited

(Ashutosh Kulkarni)

Company Secretary

AUTOLINE INDUSTRIES LTD. GAT NO. 313/314 CHAKAN PUNE-410501

Encl: As above

CIN-L34300PN1996PLC104510

NAME: AUTOLINE INDUSTRIES LIMITED

SL NO	DESCRIPTION			
A	DATE OF AGM/~~EGM~~		31-07-2014	
B	BOOK CLOSURE DATE		SATURDAY, JULY 26, 2014 TO THURSDAY, JULY 31, 2014 (BOTH DAYS INCLUSIVE)	
C	TOTAL NUMBER OF SHAREHOLDERS ON RECORD DATE (BOOK CLOSURE DATE)		16544	
D	TOTAL NUMBER OF SHAREHOLDERS ON RECORD DATE (i.e. JUNE 20, 2014 – CUT OFF DATE FOR E-VOTING PURPOSE)		16321	
E	NO OF SHAREHOLDERS PRESENT IN THE MEETING EITHER IN PERSON OR THROUGH PROXY			
	SHAREHOLDERS	PRESENT IN PERSON	PRESENT THROUGH PROXY	TOTAL
	PROMOTER AND PROMOTER GROUP	03	02	05
	PUBLIC	28	05	33
	TOTAL	31	07	38
F	No. of shareholders attended the meeting through Video conferencing (Promoter and Promoter group and Public)			Not Arranged

Agenda-wise

In case of poll/postal ballot/e-voting

The mode of voting for all the resolutions was:

1) e-voting conducted from 23rd July, 2014 to 25th July, 2014 and
2) Poll conducted at the Meeting

Given below is the resolution wise combined results of e-voting and Poll.

AUTOLINE INDUSTRIES GAT NO. 313/314

Resolution 1: To receive, consider and adopt:

(a) the audited financial statements of the Company for the financial year ended March 31, 2014, the reports of the Board of Directors and Auditors thereon;

(b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2014. Audited audited Consolidated Financial Statements of the Company together with the report of the Auditors thereon.

(Ordinary Resolution)

Promoter/Public	No. of shares held	No. of votes polled	% of votes Cast on outstanding shares	No. of Votes - in Favour	No. of Votes - against	% of Votes in Favour on votes Cast	% of Votes against on votes Cast
	[1]	[2]	[3]=[(2)/(1)]*100	[4]	[5]	[6]=[(4)/(2)] *100	[7]=[(5)/(2)} *100
Promoter and Promoter Group	3335567	3335567	100	3335567	0	100	0
Public-Institutional holders	1922490	0	0	0	0	0	0
Public-Others	7067392	1517890	21.477371	1517890	0	100	0
Total	12325449	4853457	39.377527	4853457	0	100	0

Resolution 2: Reappointment of Mr. M. Radhakrishnan (DIN: 00006752) who retires by rotation.

(Ordinary Resolution)

Promoter/Public	No. of shares held	No. of votes polled	% of votes Cast on outstanding shares	No. of Votes - in Favour	No. of Votes - against	% of Votes in Favour on votes Cast	% of Votes against on votes Cast
	[1]	[2]	[3]=[(2)/(1)]*100	[4]	[5]	[6]=[(4)/(2)] *100	[7]=[(5)/(2)} *100
Promoter and Promoter Group	3335567	3335567	100	3335567	0	100	0
Public-Institutional holders	1922490	0	0	0	0	0	0
Public-Others	7067392	1517669	21.474244	1517669	0	100	0
Total	12325449	4853236	39.375734	4853236	0	100	0

Resolution 3: Appointment of M/s. A.R. Sulakhe & Co. Chartered Accountants (Registration No. 110540) as Auditors in place of retiring Auditors M/s. KVMDS & Associates, Chartered Accountants, Pune (Registration No. 121347W), to hold office from the conclusion of this Annual General Meeting until the conclusion of the Twenty third Annual General Meeting and to authorise the Board of Directors to fix their remuneration. **(Ordinary Resolution)**

Promoter/Public	No. of shares held	No. of votes polled	% of votes Cast on outstanding shares	No. of Votes - in Favour	No. of Votes - against	% of Votes in Favour on votes Cast	% of Votes against on votes Cast
	[1]	[2]	[3]=[(2)/(1)]*100	[4]	[5]	[6]=[(4)/(2)] *100	[7]=[(5)/(2)} *100
Promoter and Promoter Group	3335567	3335567	100	3335567	0	100	0
Public-Institutional holders	1922490	0	0	0	0	0	0
Public-Others	7067392	1517669	21.474244	1516769	900	99.940699	0.0593015
Total	12325449	4853236	39.375734	4852336	900	99.981456	0.0185443

Resolution 4: Appointment of Mr. Prakash B. Nimbalkar (DIN: 00109947) as an Independent Director. **(Special Resolution)**

Promoter/Public	No. of shares held	No. of votes polled	% of votes Cast on outstanding shares	No. of Votes - in Favour	No. of Votes - against	% of Votes in Favour on votes Cast	% of Votes against on votes Cast
	[1]	[2]	[3]=[(2)/(1)]*100	[4]	[5]	[6]=[(4)/(2)] *100	[7]=[(5)/(2)} *100
Promoter and Promoter Group	3335567	3335567	100	3335567	0	100	0
Public-Institutional holders	1922490	0	0	0	0	0	0
Public-Others	7067392	1517669	21.474244	1517669	0	100	0
Total	12325449	4853236	39.375734	4853236	0	100	0

Resolution 5: Appointment of CA. Vijay K. Thanawala (DIN: 00001974) as an Independent Director. **(Special Resolution)**

Promoter/Public	No. of shares held	No. of votes polled	% of votes Cast on outstanding shares	No. of Votes - in Favour	No. of Votes - against	% of Votes in Favour on votes Cast	% of Votes against on votes Cast
	[1]	[2]	[3]=[(2)/(1)]*100	[4]	[5]	[6]=[(4)/(2)] *100	[7]=[(5)/(2)} *100
Promoter and Promoter Group	3335567	3335567	100	3335567	0	100	0
Public-Institutional holders	1922490	0	0	0	0	0	0
Public-Others	7067392	1517669	21.474244	1517669	0	100	0
Total	12325449	4853236	39.375734	4853236	0	100	0

Resolution 6: Appointment of Mr. Umesh N. Chavan (DIN: 06908966) as a Director liable to retire by rotation. **(Ordinary Resolution)**

Promoter/Public	No. of shares held	No. of votes polled	% of votes Cast on outstanding shares	No. of Votes - in Favour	No. of Votes - against	% of Votes in Favour on votes Cast	% of Votes against on votes Cast
	[1]	[2]	[3]=[(2)/(1)]*100	[4]	[5]	[6]=[(4)/(2)] *100	[7]=[(5)/(2)} *100
Promoter and Promoter Group	3335567	3335567	100	3335567	0	100	0
Public-Institutional holders	1922490	0	0	0	0	0	0
Public-Others	7067392	1517669	21.474244	1516769	900	99.940699	0.0593015
Total	12325449	4853236	39.375734	4852336	900	99.981456	0.0185443



Resolution 7: Appointment of Mr. Umesh N. Chavan (DIN: 06908966), Director and Chief Executive Officer as an Executive Director and Chief Executive Officer. **(Special Resolution)**

Promoter/Public	No. of shares held	No. of votes polled	% of votes Cast on outstanding shares	No. of Votes - in Favour	No. of Votes - against	% of Votes in Favour on votes Cast	% of Votes against on votes Cast
	[1]	[2]	[3]=[(2)/(1)]*100	[4]	[5]	[6]=[(4)/(2)] *100	[7]=[(5)/(2)} *100
Promoter and Promoter Group	3335567	3335567	100	3335567	0	100	0
Public-Institutional holders	1922490	0	0	0	0	0	0
Public-Others	7067392	1517669	21.474244	1517669	0	100	0
Total	12325449	4853236	39.375734	4853236	0	100	0

Resolution 8: Ratification of the remuneration of the Cost Auditors. **(Ordinary Resolution)**

Promoter/Public	No. of shares held	No. of votes polled	% of votes Cast on outstanding shares	No. of Votes - in Favour	No. of Votes - against	% of Votes in Favour on votes Cast	% of Votes against on votes Cast
	[1]	[2]	[3]=[(2)/(1)]*100	[4]	[5]	[6]=[(4)/(2)] *100	[7]=[(5)/(2)} *100
Promoter and Promoter Group	3335567	3335567	100	3335567	0	100	0
Public-Institutional holders	1922490	0	0	0	0	0	0
Public-Others	7067392	1517669	21.474244	1516769	900	99.940699	0.0593015
Total	12325449	4853236	39.375734	4852336	900	99.981456	0.0185443



Resolution 9: Authority to the Board of Directors pursuant to provisions of Section 180(1)(c) of the Act for borrowing any sum of money including deposits upto ₹. 500 Crores over and above the aggregate of paid up share capital and free reserves of the Company. **(Special Resolution)**

Promoter/Public	No. of shares held	No. of votes polled	% of votes Cast on outstanding shares	No. of Votes - in Favour	No. of Votes - against	% of Votes in Favour on votes Cast	% of Votes against on votes Cast
	[1]	[2]	[3]=[(2)/(1)]*100	[4]	[5]	[6]=[(4)/(2)] *100	[7]=[(5)/(2)} *100
Promoter and Promoter Group	3335567	3335567	100	3335567	0	100	0
Public-Institutional holders	1922490	0	0	0	0	0	0
Public-Others	7067392	1517669	21.474244	1515619	2050	99.864924	0.1350756
Total	12325449	4853236	39.375734	4851186	2050	99.95776	0.0422399

Note: All the aforesaid resolutions were passed with requisite majority.

For Autoline Industries Limited

AUTOLINE INDUSTRIES LTD. GAT NO. 313/314 CHAKAN PUNE-410501

(Ashutosh Kulkarni)
Company Secretary

CIN-L34300PN1996PLC104510

3-4, 'Aishwarya Sankul', S. No. 17, G. A. Kulkarni Path, Opp. Joshi Railway Museum, Kothrud, Pune - 411 038, India
Tel. : +91-20-2546 6265, 6520 4591, 6529 6055 Tel/Fax : 2546 1561

KANJ & ASSOCIATES
COMPANY SECRETARIES

CONSOLIDATED SCRUTINIZERS REPORT

To,

The Chairman,
Autoline Industries Limited (the "Company")
S. No. 291 to 295, Nanekarwadi,
Chakan, Taluka Khed,
District – Pune – 410 501.

18th Annual General Meeting (the "Meeting") of the Equity Shareholders of Autoline Industries Limited (the "Company") held on Thursday, the 31st day of July, 2014, at S. No. 291 to 295, Nanekarwadi, Chakan, Taluka Khed, District – Pune – 410 501.

Dear Sir,

I, CS Sunil Nanal, Partner of M/s KANJ & Associates, Pune appointed as a Scrutinizer for the following purposes:

1. The e-Voting process conducted for the below mentioned resolutions, as per Section 108 of the Companies Act, 2013 between 23rd July, 2014 to 25th July, 2014.

2. The poll taken for the below mentioned resolutions, as per Section 109 of the Companies Act, 2013 at the Meeting of the Company.

I submit a consolidated report as under:

1. After the time fixed for closing of the e-Voting process, i.e. 25th July, 2014 at 6.00 p.m., a final electronic report of the e-Voting process was generated by me by accessing the data available to me on Friday 25th July, 2014 at 9.07p.m. through e-mail by Ms. Pallavi Dabke, Assistant Manager, National Security Depository Limited (NSDL), via her e-mail id pallavid@nsdl.co.in. Data regarding the final e-Votes was diligently scrutinized and reconciled with the data made available as mentioned above.

2. Similarly with respect to the poll taken at the Meeting, after the time fixed for closing of the poll by the Chairman, Shri Prakash B. Nimbalkar, ballot boxes kept for polling were locked in my presence with due identification marks placed by me. Subsequently, after the closing of the poll, the locked ballot boxes were opened in presence of two members and also in my presence and poll papers were diligently scrutinized and reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.

The cumulative result of the e-Voting process and the poll taken at the Meeting is as under:

SUNIL G. NANAL ★ Company Secretary ★ FCS-6977 CP-2809

a) As an ordinary resolution- Item No. 1 passed with requisite majority

Adoption of the:

a) Audited Financial Statements of the Company together with the reports of Board of Directors and the Auditors thereon and

b) Audited Consolidated Financial Statements of the Company together with the report of the Auditors thereon.

- **E-Voting process:**

(I) Voted **in favour** of the resolution:

Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
12	1004396	100.000%

(II) Voted **against** the resolution:

Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0.000%

(III) **Abstained** from Voting:

Number of members who abstained from Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0.000%

- **Poll taken at the Meeting:**

(I) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
33	3849061	100.000%

(II) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(III) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
5	737

SUNIL G. NANAL FCS-5977 CP-2809 Company Secretary

Total:

	Voted in favour	Voted against	Invalid Votes
Total Votes	4853457	0	737
% of Total number	100.000%	0	--

b) As an ordinary resolution- Item No. 2 passed with requisite majority

Reappointment of Mr. M. Radhakrishnan who retires by rotation

E-Voting process:

(I) Voted **in favour** of the resolution:

Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
8	1004175	100.000%

(II) Voted **against** the resolution:

Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0.000	0.000%

(III) **Abstained** from Voting:

Number of members who abstained from Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0.000%

- **Poll taken at the Meeting:**

(I) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
33	3849061	100.000%

(II) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

SUNIL G. NANAL FCS-5977 CP-2809 Company Secretary

(III) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
05	737

Total:

	Voted in favour	Voted against	Invalid Votes
Total Votes	4853236	0	737
% of Total number	100.000%	0	--

c) As an ordinary resolution- Item No. 3 passed with requisite majority

Appointment of Statutory Auditors and authorizing Board to fix their remuneration

- **E-Voting process:**

(I) Voted **in favour** of the resolution:

Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	1003275	99.910%

(II) Voted **against** the resolution:

Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	900	0.090%

(III) **Abstained** from Voting:

Number of members who abstained from Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0.000%

- **Poll taken at the Meeting:**

(I) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
33	3849061	100.000%

SUNIL G. NANAL FCS-5977 CP-2809 Company Secretary

(II) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(III) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
05	737

Total:

	Voted in favour	Voted against	Invalid Votes
Total Votes	4852336	900	737
% of Total number	99.981%	0.019%	--

d) As a special resolution- Item No. 4 passed with requisite majority

Appointment of Mr. Prakash B. Nimbalkar as an Independent Director.

- **E-Voting process:**

(I) Voted **in favour** of the resolution:

Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
8	1004175	100.000%

(II) Voted **against** the resolution:

Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0.000%

(III) **Abstained** from Voting:

Number of members who abstained from Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0.000%

SUNIL G. NANAL FCS-5977 CP-2809 Company Secretary

- **Poll taken at the Meeting:**

(I) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
33	3849061	100.000%

(II) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(III) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
05	737

Total:

	Voted in favour	Voted against	Invalid Votes
Total Votes	4853236	0	737
% of Total number	100.000%	0	--

e) As a special resolution – Item No. 5 passed with requisite majority

Appointment of CA. Vijay K. Thanawala as an Independent Director

- **E-Voting process:**

(I) Voted **in favour** of the resolution:

Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
8	1004175	100.00%

(II) Voted **against** the resolution:

Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0.000%

SUNIL G. NANAL FCS-5977 CP-2809 Company Secretary

(II) **Abstained** from Voting:

Number of members who abstained from Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0.000%

- **Poll taken at the Meeting:**

(I) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
33	3849061	100.000%

(II) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(III) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
05	737

Total:

	Voted in favour	Voted against	Invalid Votes
Total Votes	4853236	0	737
% of Total number	100.000%	0	--

f) As an ordinary resolution – Item No. 6 passed with requisite majority

Appointment of Mr. Umesh N. Chavan as a Director liable to retire by rotation.

- **E-Voting process:**

(I) Voted **in favour** of the resolution:

Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	1003275	99.910%

SUNIL G. NANAL FCS-5977 CP-2809 Company Secretary

(II) Voted **against** the resolution:

Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	900	0.090%

(III) **Abstained** from Voting:

Number of members who abstained from Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0.000%

- **Poll taken at the Meeting:**

(I) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
33	3849061	100.00%

(II) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0.000%

(III) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
05	737

Total:

	Voted in favour	Voted against	Invalid Votes
Total Votes	4852336	900	737
% of Total number	99.9815%	0.0185%	--

SUNIL G. NANAL FCS-5977 CP-2809 Company Secretary

g) As a special resolution – Item No. 7 passed with requisite majority

Appointment of Mr. Umesh N. Chavan, Director and Chief Executive Officer as an Executive Director and Chief Executive Officer.

- **E-Voting process:**

(I) Voted **in favour** of the resolution:

Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
8	1004175	100.000%

(II) Voted **against** the resolution:

Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0.000%

(III) **Abstained** from Voting:

Number of members who abstained from Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0.000%

- **Poll taken at the Meeting:**

(I) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
33	3849061	100.000%

(II) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(III) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
05	737

SUNIL G. NANAL FCS-5977 CP-2809 Company Secretary

Total:

	Voted in favour	Voted against	Invalid Votes
Total Votes	4853236%	0	737
% of Total number	100.000	--	--

h) As an ordinary resolution – Item No. 8 passed with requisite majority

Ratification of the remuneration of the Cost Auditors.

- **E-Voting process:**

(I) Voted **in favour** of the resolution:

Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	1003275	99.910%

(II) Voted **against** the resolution:

Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	900	0.090%

(III) **Abstained** from Voting:

Number of members who abstained from Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0.000%

- **Poll taken at the Meeting:**

(I) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
33	3849061	100.000%

(II) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

SUNIL G. NANAL FCS-5977 CP-2809 Company Secretary

(III) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
05	737

Total:

	Voted in favour	Voted against	Invalid Votes
Total Votes	4852336	900	737
% of Total number	99.981%	0.019%	--

i) As a special resolution – Item No. 9 passed with requisite majority

Authority to the Board of Directors pursuant to provisions of Section 180(1)(c) of the Act for borrowing any sum of money including deposits uptoRs. 500 Crores over and above the aggregate of paid up share capital and free reserves of the Company.

- **E-Voting process:**

(I) Voted **in favour** of the resolution:

Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
5	1002125	99.796%

(II) Voted **against** the resolution:

Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
3	2050	0.204%

(III) **Abstained** from Voting:

Number of members who abstained from Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0.000%

- **Poll taken at the Meeting:**

(I) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
33	3849061	100.000%

SUNIL G. NANAL FCS-5977 CP-2809 Company Secretary

(II) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(III) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
05	737

Total:

	Voted in favour	Voted against	Invalid Votes
Total Votes	4851186	2050	737
% of Total number	99.958%	0.042%	--

Note: The figures in percentage have been calculated and rounded off.

5. A Compact Disc (CD) containing exhaustive details of the voting patterns of each of the aforementioned resolutions for both the e-Voting process and the poll taken at the Meeting is enclosed.

6. The electronic data along with the poll papers and all other relevant records relating to the e-Voting process and the poll taken at the Meeting were sealed and handed over to the Company Secretary for safe keeping.

Thanking You,

Yours faithfully,

SUNIL G. NANAL FCS-5977 CP-2809 Company Secretary

Sunil Nanal
Partner
KANJ & Associates,
Practicing Company Secretaries,

Place: Pune
Date: 31st July, 2014
(Scrutinizer)

AUTOLINE

AUTOLINE INDUSTRIES LTD.

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Website: www.autolineind.com
CIN-L34300PN1996PLC104510

TÜV CERT DIN EN ISO 9001 : 2008 ISO. TS 16949 : 2009 Certificate:01 111 049215
TÜV Rheinland

18TH ANNUAL GENERAL MEETING HELD ON 31st JULY, 2014

Declaration of Results of e-voting and poll

As per the provisions of the Companies Act, 2013 as also the Listing Agreement, the Company had provided the facility of e-voting to the Shareholders to enable them to cast their vote electronically on the resolutions proposed in the Notice of the 18th Annual General Meeting (AGM). The e-voting was open from 23rd July, 2014 to 25th July, 2014.

In line with the provisions of the Companies Act, 2013 and in terms of the clarification issued by MCA, voting by Show of Hands was not permitted at the General Meeting where e-voting has been offered to the Shareholders. Therefore, at the 18th AGM, voting was conducted by means of poll.

The Board of Directors had appointed Mr. Sunil Nanal, Practicing Company Secretary as the Scrutinizer for e-voting and poll to be conducted at AGM. The Scrutinizer has carried out the scrutiny of all the electronic votes received up to the close of working hours on 25th July, 2014 and poll received till the conclusion of the meeting and submitted his Report on 31st July, 2014.

The consolidated Results as per the Scrutinizer's report dated 31st July, 2014 is as follows:

Particulars		**% Votes in Favour**	**% Votes Against**
Resolution No.1 (Ordinary Resolution)	To receive, consider and adopt: a) the audited financial statements of the Company for the financial year ended March 31, 2014, the reports of the Board of Directors and Auditors thereon; b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2014.	100	0.00
Resolution No.2 (Ordinary Resolution)	Reappointment of Mr. M. Radhakrishnan (DIN: 00006752) who retires by rotation.	100	0.00
Resolution No.3 (Ordinary Resolution)	Appointment of M/s. A.R. Sulakhe & Co. Chartered Accountants (Registration No. 110540) as Auditors in place of retiring Auditors M/s. KVMDS & Associates, Chartered Accountants, Pune (Registration No. 121347W), to hold office from the conclusion of this Annual General Meeting until the conclusion of the Twenty third	99.981	0.019

	Annual General Meeting and to authorise the Board of Directors to fix their remuneration.		
Resolution No.4 (Special Resolution)	Appointment of Mr. Prakash B. Nimbalkar (DIN: 00109947) as an Independent Director.	100	0.00
Resolution No.5 (Special Resolution)	Appointment of CA. Vijay K. Thanawala (DIN: 00001974) as an Independent Director.	100	0.00
Resolution No.6 (Ordinary Resolution)	Appointment of Mr. Umesh N. Chavan (DIN: 06908966) as a Director liable to retire by rotation.	99.9815	0.0185
Resolution No.7 (Special Resolution)	Appointment of Mr. Umesh N. Chavan (DIN: 06908966), Director and Chief Executive Officer as an Executive Director and Chief Executive Officer.	100	0.00
Resolution No.8 (Ordinary Resolution)	Ratification of the remuneration of the Cost Auditors.	99.981	0.019
Resolution No.9 (Special Resolution)	Authority to the Board of Directors pursuant to provisions of Section 180(1)(c) of the Act for borrowing any sum of money including deposits upto ₹. 500 Crores over and above the aggregate of paid up share capital and free reserves of the Company.	99.958	0.042

Based on the Consolidated Report of the Scrutinizer, all Resolutions as set out in the Notice of 18th Annual General Meeting have been duly approved by the Shareholders with requisite majority.

For **Autoline Industries Limited,**

(Ashutosh Kulkarni)
Company Secretary

AUTOLINE INDUSTRIES LTD. GAT NO. 313/314 CHAKAN PUNE-410501