



AUSTIN ENGINEERING COMPANY LIMITED

Regd. Office & Works.

Patla, Ta. Bhesan, Via Ranpur (Sorath), Post Hadmatiya - 362 030. Dist. Junagadh (India)
Phones : (02873) 252223, 252267, 252268 Fax : (02873) 252225
CIN. L27259GJ1978PLC003179 .GSTIN:-24AABCA8189N1Z6

Aec/sec/BSE/2024-25/37

30th September, 2024

BSE Code: AUSTENG | 522005 | INE759F01012

To,

BSE Limited

Phiroze Jeejeebhoy Tower,
Dalal Street, Fort,
MUMBAI 400 023

Sub: -Proceedings of 46th Annual General Meeting held on 30th September 2024 - Under Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 as amended

The 46th Annual General Meeting (AGM) of the Members of the Company was held on **Monday, 30th September 2024 at 11.00 am** at Village: Patla: Bhesan, Dist.: Junagadh 362030 The meeting closed at **11.42 a.m.**

Mr. Hiren N. Vadgama, the Chairman of the Company presided over the meeting.

Total **35 Members** attended the meeting as per records of attendance.

The Chairman gave an overview of the financial performance of the Company for the **financial year ended 31st March, 2024** and the proposed business strategies.

The Chairman informed the members that, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration) Rules 2014, the Company had extended the e-voting facility to the members of the Company through Central Depository Services Limited (CDSL) in respect of the Ordinary and Special Business to be transacted at the Annual General Meeting. The e-voting was commenced on **Friday, 27th September, 2024 at 9.00 am and ended on Sunday, 29th September, 2024 at 5.00 pm.**

The Chairman further informed to the members present at the meeting that those members, who have not been able to cast their vote electronically, may cast their vote physically by ballot. Accordingly, this facility was provided to the members.

Mr. Kaushik Shah, Practicing Company Secretary of K J Shah & Company was appointed as scrutinizer for scrutinizing the e-voting and physical voting process.

The Chairman replied the queries raised by the shareholders. The Chairman then advised the Company Secretary of the Company to carry out the procedure of voting of all **Four (4) resolutions** by Physical Ballot.

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The Company Secretary of the Company explained the procedure to cast the vote through Ballots and placed all **Four (4)** resolutions mentioned in the Notice of AGM dated **30th May, 2024** for voting.

All **Four (4)** resolutions were passed by the members with requisite majority as briefly narrated herein below:

ORDINARY BUSINESS:

Ordinary Resolution: No. 1

- (i) Audited Standalone Financial Statement of the Company for the financial year ended on **31st March, 2024** together with report of the Board of Directors and Auditors thereon and;
- (ii) Audited Consolidated Financial Statement of the Company for the financial year ended on **31st March, 2024** together with report of Auditors thereon.

Ordinary Resolution: No. 2

Appointment of a director in place of **Mr. JIGNESH SHASHIKANT THANKI (DIN 00146168)** who, retires by rotation and being eligible offers himself for re- appointment.

SPECIAL BUSINESS:

Special Resolution: No. 3

Appointment of Additional Independent Director **Ms. ISHA KIRAG THANKI, (DIN 10738916)** as Independent Director of the company.

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013("the Act") read with Schedule IV to the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, **MS. ISHA KIRAG THANKI, DIN 10738916** who was appointed as an Additional Independent Director of the Company, under Section 161 of the Companies Act, 2013 and the Articles of Association of the Company on **14th August, 2024**, and who holds office up to the conclusion of the ensuing Annual General meeting and who has submitted a declaration that she meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(I)(b) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a member, proposing the candidature of, **MS. ISHA KIRAG THANKI, DIN 10738916** for the office of Director, be and is hereby appointed as an Independent Director (Non-Executive) of the Company, not liable to retire by rotation, for a term of five (5) consecutive years with effect from the date of this Annual General meeting or till such earlier date to conform with the policy on retirement and as may be determined by any applicable statutes, rules, regulations or guideline."

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[3]

"RESOLVED FURTHER THAT the Board of Directors of the Company (including its committee thereof) and/or Company Secretary of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

Ordinary Resolution: No. 4

Approval for ratification of remuneration M/s **SAGAR M. KAPADIYA & COMPANY**, Cost Accountant, Rajkot (Registration No. 103615):


"RESOLVED THAT in accordance with the provisions of Section 148 (3) of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration of Rs 40,000/- (Rupees Forty Thousands only) per annum plus tax as may be applicable excluding reimbursement of out of pocket expenses to be paid to **M/s. SAGAR M. KAPADIYA & COMPANY**, Cost Accountant, Rajkot (Registration No. 103615) being the Cost Auditors Appointed by the Board of Directors to conduct audit of the cost records of the Company for the Financial Year 2024-25 be and hereby ratified."

"RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof), be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Request you to take the above on record.

Yours Faithfully

For, Austin Engineering Co. Ltd


Kiran H Shah

(Executive Officer Secretarial)



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