

AUTOMOTIVE AXLES LIMITED

5th January, 2019

The BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001
Scrip Code: 505010

National Stock Exchange Limited
Exchange Plaza, Plot No. C/1, G- Block
Bandra (E)
Mumbai - 400 051
Scrip Code: AUTOAXLES

Attn: Listing Department

Dear Sir/Madam,

Sub: Submission of Voting results of the Postal Ballot (including e-voting) as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and submission of Scrutinizer's Report

We write to inform you on the voting results of the Members of the Company, conducted by way of Postal Ballot (including E-voting) as per the format prescribed under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with the copy of the Scrutinizer's Report dated January 5, 2019 issued by Mrs. Pracheta M, Practicing Company Secretary.

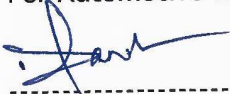
Accordingly, the special resolutions as set out in the Notice of Postal Ballot has been passed and approved on January 3, 2019 i.e., the last date of receipt of Postal Ballot forms and e-voting by the Members of the Company.

The Scrutinizer's Report is also available on the Company's website at www.autoaxle.com under the Investor Relations.

We request you to kindly take the same on records.

Thanking you,

Yours Truly,
For Automotive Axles Limited



Debadas Panda
Company Secretary



Regd. Office & Mysuru Unit :
Hootagalli Industrial Area, Off Hunsur Road, Mysuru - 570 018, Karnataka, India.
Telephone : 91-821-719 7500, Fax : 91-821-2402451
Email : info@autoaxle.com, Website : www.autoaxle.com
CIN : L51909KA1981PLC004198



AUTOMOTIVE AXLES LIMITED

Format for Voting Results

Sl. No	Particulars	Details
1	Date of the meeting / Date of declaration of results (in case of Postal Ballot)	January 5, 2019
2	Total number of shareholders on record date	19538
3	No. of shareholders present in the meeting either or through proxy: Promoters and Promoter Group Public:	Not Applicable
4	No. of shareholders attended the meeting through video conference Promoters and Promoter Group Public:	Not Applicable



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AUTOMOTIVE AXLES LIMITED

ITEM 1: Approval for continuation of Mr. Bhalachandra Basappa Hattarki (DIN: 00145710) as a Director (Category- Non Executive , Independent) of the Company, not liable to retire by rotation, who has already attained the age of seventy-five (75) years beyond April 1, 2019 on the existing terms and condition of appointment , till cessation as Independent Director of the Company.

Resolution Required:					Special Resolution			
Whether Promoter/ Promoter Group are interested in the agenda/ resolution?					Other than Mr. Bhalachandra Basappa Hattarki (DIN: 00145710) no Promoter, Director, Key Managerial Personnel of the Company or their relatives are concerned or interested in this resolution.			
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 in 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	10735081	5367806	50.0025	5367806	0	100.00	0.00
	Poll		0	0.00	0	0	0	0
	Postal Ballot		5367275	49.9975	5367275	0	100.00	0.00
	Total		10735081	10735081	100.00	10735081	0	100.00
Public Institutions	E-voting	1544320	1445447	93.5976	1445036	411	99.9716	0.0284
	Poll		0	0.00	0	0	0	0
	Postal Ballot		0	0.00	0	0	0	0
	Total		1544320	1445447	93.5976	1445036	411	99.9716
Public Non Institutions	E-voting	2832574	577013	20.3706	576883	130	99.9775	0.0225
	Poll		0	0.00	0	0	0	0
	Postal Ballot		9236	0.3261	7049	2187	76.3209	23.6791
	Total		2832574	586249	20.6967	583932	2317	99.6048
Total		15111975	12766777	84.4812	12764049	2728	99.9786	0.0214



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AUTOMOTIVE AXLES LIMITED

ITEM 2: Approval for continuation of Mr. Bhoopalam Chandrashekharaiiah Prabhakar (DIN: 00040052) as a Director (Category- Non Executive , Independent) of the Company, not liable to retire by rotation, on attaining the age of seventy-five (75) years, beyond April 1, 2019 on the existing terms and condition of appointment , till cessation as Independent Director of the Company.

Resolution Required:					Special Resolution			
Whether Promoter/ Promoter Group are interested in the agenda/ resolution?					Other than Mr. Bhoopalam Chandrashekharaiiah Prabhakar (DIN: 00040052) no Promoter, Director, Key Managerial Personnel of the Company or their relatives are concerned or interested in this resolution.			
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 in 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	10735081	5367806	50.0025	5367806	0	100.00	0.00
	Poll		0	0.00	0	0	0	0
	Postal Ballot		5367275	49.9975	5367275	0	100.00	0.00
	Total		10735081	10735081	100.00	10735081	0	100.00
Public Institutions	E-voting	1544320	1445447	93.5976	1445036	411	99.9716	0.0284
	Poll		0	0.00	0	0	0	0
	Postal Ballot		0	0.00	0	0	0	0
	Total		1544320	1445447	93.5976	1445036	411	99.9716
Public Non Institutions	E-voting	2832574	577013	20.3706	576883	130	99.9775	0.0225
	Poll		0	0.00	0	0	0	0
	Postal Ballot		9205	0.3250	7017	2188	76.2303	23.7697
	Total		2832574	586218	20.6956	583900	2318	99.6046
Total		15111975	12766746	84.4810	12764017	2729	99.9786	0.0214

(Handwritten signature)



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Pracheta.M
Company Secretary

No. LIG-83, 1st Floor,
Kuvempunagar M Block, Mysore-570023
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Email ID: cscapracheta@gmail.com

CONSOLIDATED REPORT OF THE SCRUTINIZER

(Pursuant to Section 108 and Section 110 of the Companies Act and rule 22 of the Companies (Management and Administration) Rules, 2014 read with Rule 20 of the Companies (Management and Administration) Rules, 2014

To,
The Board of Directors
Automotive Axles Limited
Mysuru

Dear Sirs,

I, Pracheta M., Practising Company Secretary have been appointed as the Scrutinizer by the Board of Directors of Automotive Axles Limited pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, to the extent applicable, for the purpose of scrutinising the e-voting and postal ballot in a fair and transparent manner and ascertaining the requisite majority on e-voting and postal ballot as per the provisions of the Companies Act, 2013 on the resolutions contained in the notice dated 6th November, 2018 issued by the Company.

As a scrutinizer of the process, my responsibility was restricted to ensure the process to be carried on in fair and transparent manner and report on the votes casted in 'Favour' and 'Against' the resolutions based on the reports generated from the remote voting system provided by CDSL and the postal ballot papers received. The Company assumed the complete responsibility of ensuring compliance as may be necessary under the Companies Act, 2013, rules thereon and the listing regulations relating to the e-voting process and the postal ballot process on the resolutions contained in the notice dated 6th November, 2018.

Further to the above, I submit that:

- a. The remote e-voting period remained open from 9.00 a.m. on 5th December 2018 and ended at 5.00 p.m. on 3rd January 2019
- b. The members who were on record of the Company as on the cut off date i.e., 29th November, 2018 were entitled to vote on the Resolutions as set out in the Notice of Postal ballot dated 6th November, 2018.
- c. The remote e-voting was unblocked in the presence of two witnesses who are not in the employment of the Company.

Pracheta M.

Pracheta.M
Company Secretary

No. LIG-83, 1st Floor,
Kuvempunagar M Block, Mysore-570023
Cell Ph: 98446 88622
Email ID: cscapracheta@gmail.com

d. The physical postal ballots were received upto to 5.00 p.m. on 3rd January 2019 through the self addressed business reply envelops.

Based on the remote voting result generated by CDSL and the postal ballots scrutinised by me, I hereby report that no member who had voted through e-voting has voted physically through postal ballot process also. The report on the combined result of voting by the shareholders is provided Annexure enclosed to this report.

Thank you,

Yours truly,



Pracheta M.

FCS-9323

CP-9838

Date: 05.01.2019

Place: Mysuru

ANNEXURE- REPORT ON VOTING BY SHAREHOLDERS ON THE POSTAL BALLOT PROCESS OF AUTOMOTIVE AXLES LIMITED (Combined report- Remote e-voting and Physical postal ballot)

Item No. 1 - Approval for continuation of Mr. Bhalachandra Basappa Hattarki (DIN: 00145710) as a Director (Category- Non Executive , Independent) of the Company, not liable to retire by rotation, who has already attained the age of seventy-five (75) years beyond April 1, 2019 on the existing terms and condition of appointment , till cessation as Independent Director of the Company.

Type of resolution: Special

Particulars	Remote e-voting		Postal ballot process		Total		
	No. of members	No. of shares/votes	No. of members	No. of shares/votes	No. of members	No. of shares/votes	%age
Votes in Favour	42	73,89,725	96	53,74,324	138	1,27,64,049	99.98
Votes against	5	541	10	2,187	15	2,728	0.02
Total	47	73,90,266	106	53,76,511	153	1,27,66,777	100.00

Other details are as follows:

Postal ballot process:

Invalid -

- 1) Nos of members: 4
- 2) Nos of shares: 65

Item No. 2 - Approval for continuation of Mr. Bhoopalam Chandrashekharaiyah Prabhakar (DIN: 00040052) as a Director (Category- Non Executive, Independent) of the Company, not liable to retire by rotation, on attaining the age of seventy-five (75) years beyond April 1, 2019 on the existing terms and condition of appointment, till cessation as Independent Director of the Company.

Type of resolution: Special

Particulars	Remote e-voting		Postal ballot process		Total		
	No. of members	No. of shares/votes	No. of members	No. of shares/votes	No. of members	No. of shares/votes	%age
Votes in Favour	42	73,89,725	94	53,74,292	136	1,27,64,017	99.98
Votes against	5	541	11	2,188	16	2,729	0.02
Total	47	73,90,266	104	53,76,480	152	1,27,66,746	100.00

Other details are as follows:

Postal ballot process:

Invalid -

- 1) Nos of members: 4
- 2) Nos of shares: 65

Not voted-

- 1) Nos of members: 1
- 2) Nos of shares: 31

Prabhakar