

Regd. Office : GNA HOUSE, I-C, CHHOTI BARADARI - PART-II  
GARHA ROAD, JALANDHAR- 144001

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Dated : April 1, 2019

Department of Corporate Services BSE Limited 25 <sup>th</sup> Floor Rotunda Building, P J Towers Dalal Street, Fort MUMBAI 400001  <b>SCRIP CODE : 540124</b>	The National Stock Exchange of India Limited "Exchange Plaza" Plot No C-1, G Block Bandra Kurla Complex Bandra (East) MUMBAI – 400051  <b>SCRIP CODE : GNA</b>
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**SUB: Passing of Resolution by Postal Ballot and E-voting.**

**Ref: Regulation 30 and 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.**

In accordance with Regulation 30 and 44(3) of SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015 we enclose herewith the details of the results of the postal ballot and e-voting which closed at 5:00 PM on 30<sup>th</sup> March 2019.

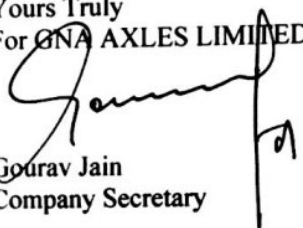
The shareholders have approved the special resolution with respect to the appointment of Mr. Shailindra Singh Kaushik as Non Executive Independent Director of the Company, who has attained the age of 75 years by way of postal ballot and evoting as per the Report of the Scrutinizer Ms. Harsimran Kaur Prop. HK & Associates – Practicing Company Secretaries dated 31<sup>st</sup> March 2019 which has been declared at the Registered Office of the Company at 3:00 PM today.

We also enclose herewith the Report of the Scrutinizer on E-voting and Postal ballot dated 31<sup>st</sup> March 2019.

This is for your information and record.

Thanking You

Yours Truly  
For GNA AXLES LIMITED



Gourav Jain  
Company Secretary

Ref. No.....

Dated.....

**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 Chairman  
**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 & postal ballot in a fair & transparent manner and ascertaining the votes cast for and against the resolution set out in the notice of postal ballot dated 27th February 2019. I submit my report as under:

1. The Notice of Postal Ballot 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 through permitted mode.
2. All Postal Ballot forms received upto the close of working hours at 5.00 PM on 30th March 2019, being the last date and time fixed by the Company for receipt of the forms, were considered for scrutiny.
3. The E-Voting period remained open from 9.00 a.m. Friday, 1st March 2019 up to 5.00 p.m. on Saturday, 30th March 2019 through e-voting service provided by Link Intime (India) Private Limited.
4. The e-votes were unblocked on the e-voting website on 30th March 2019, after the closing time of 5.00PM, in presence of two witnesses, namely:
  - a. Mr. Aditya Sharma, (Address: 76-A, Defence Colony, Jalandhar); and
  - b. Mr. Gagandeep Sehgal, (Address: 1 - Patel Chowk, Jalandhar)



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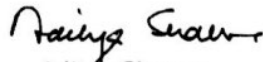
For **GNA AXLES LIMITED**  
*Gourav Jain*  
**GOURAV JAIN**  
**COMPANY SECRETARY**

Ref. No.....

Dated.....

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

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

  
Aditya Sharma

  
Gagandeep Sehgal

5. Thereafter, the details containing, inter-alia, list of shareholders, who voted electronically were downloaded from the e-voting website. The valid e-votes cast 'for' and 'against' were taken into consideration while preparing the result of e-voting.
6. The postal ballot forms were opened and scrutinised and the shareholding was confirmed with the Register of Members/list of beneficiaries. Votes cast by e-voting were matched with the Register of Members/list of beneficiaries and checked for duplication i.e. voting by both postal ballot and electronic means.
7. A total of 11 postal ballot forms were received upto the final date. None of the postal ballot forms were invalid.
8. A total of 35 shareholders voted through the e-voting process.
9. Based on the scrutiny of postal ballot forms and the e-votes cast, the combined result of postal ballot and remote e-voting is as under:

a) **RESOLUTION No.1**

**Continuation of Air Cmde (Retd.) Shailindra Singh Kaushik (DIN:07196966) who has attained the age of 75 years, as a Non-Executive Director:**

(i) Voted in favour of Resolution

	E-voting	Postal Ballot	Total
Number of Members voting	30	11	41
Number of votes cast by them	15401539	19350	15420889
% of Total Number of valid votes cast	99.87%	0.13%	100%



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For GNAAXLES LIMITED  
  
GOURAV JAIN  
COMPANY SECRETARY

Ref. No.....

Dated.....

(ii) Voted against the resolution

	E-voting	Postal Ballot	Total
Number of Members voting (in person or by proxy)	5	--	5
Number of votes cast by them	275	--	275
% of Total Number of valid votes cast	0.00%	--	0.00%

(iii) Invalid Votes

	E-voting	Postal Ballot	Total
Number of Members voting (in person or by proxy)	--	--	--
Number of votes cast by them	--	--	--

Based on the above results, I report that the Special Resolution contained in Item No.1 of the Notice of Postal Ballot dated 27th February 2019 has been passed with requisite majority.

The downloaded e-voting records, postal ballot forms and other connected papers related to e-voting and postal ballot shall remain in my custody until the chairman considers this report and announces the result of the voting process and thereafter the same shall be handed over to the Company Secretary of the Company.

For H. K. & Associates  
Company Secretaries

*Harsimran*

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



Dated: 31st March 2019  
Place: Jalandhar

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For GNA AXLES LIMITED  
*Gourav Sain*  
GOURAV SAIN  
COMPANY SECRETARY