

Date: 6th July, 2019

BSE Limited
Ist Floor, Rotunda Building
P.J Towers, Dalal Street, Fort
Mumbai - 400 001

The National Stock Exchange of India Limited
Listing Department
Exchange Plaza, C-1 Block G,
Bandra Kurla Complex,
Bandra (E), Mumbai-400051

Company Code: 532796

Company Code: LUMAXTECH

Sub.: Voting Results on the Hon'ble NCLT Convened Meetings of Equity Shareholders, Secured Creditors and Unsecured Creditors of Lumax Auto Technologies Limited held on Friday, 5th July, 2019 and the Scrutinizer's Report

Sir/Ma'am,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, please find enclosed herewith the Voting Results of the Hon'ble NCLT Convened Meetings of Equity Shareholders, Secured Creditors and Unsecured Creditors of the Company held on Friday, 5th July, 2019 at Airforce Auditorium, Subroto Park, New Delhi- 110010.

Please find enclosed the Report of the Scrutinizer on the voting results on the Hon'ble NCLT Convened Meetings.

The same shall also be made available on the website of the Company at www.lumaxautotech.com.

This is for your information and records please.

Thanking you,

Yours faithfully,

For Lumax Auto Technologies Limited


Anil Tyagi
Company Secretary
Membership No. A-16825



Encl.: as above

Voting Results of NCLT Convened Meeting

Date of the NCLT Convened meeting	05.07.2019
Total number of shareholders on record date	15,190
No. of shareholders present in the meeting either in person or through Proxy: Promoters and Promoters Group: Public:	27
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoters Group: Public:	0

Resolution required: Special

To approve the Scheme of Amalgamation of Lumax DK Auto Industries Limited ("Transferor Company") with Lumax Auto Technologies Limited ("Transferee Company") and their respective Shareholders and Creditors ("Scheme")

Whether promoter/ promoter group are interested in the Agenda/resolution							No	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	37,924,430	37,924,430	100.0000	37,924,430	0	100.0000	0.0000
	Poll		0	0.00	0	0	0	0
	Postal Ballot		0	0.00	0	0	0	0
	Total		37,924,430	100.0000	37,924,430	0	100.0000	0.0000
Public-Institutions	E-voting	15,863,146	3,430,258	21.6241	3,430,258	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot		0	0.0000	0	0	0	0
	Total		3,430,258	21.6241	3,430,258	0	100.0000	0.0000
Public-Non Institutions	E-voting	14,370,129	3,066	0.0213	3,066	0	100.0000	0.0000
	Poll		12,958	0.0902	12,958	0	100.0000	0.0000
	Postal Ballot		0	0.00	0	0	0	0
	Total		16,024	0.1115	16,024	0	100.0000	0.0000
Total		68,157,705	41,370,712	60.6985	41,370,712	0	100.0000	0.0000

CONSOLIDATED SCRUTINIZER'S REPORT

To,

Mr. Ajay Bhagwati,

Chairperson appointed by the Hon'ble National Company Law Tribunal, Principal Bench
for the NCLT convened meeting of the Equity Shareholders of
Lumax Auto Technologies Limited (CIN: L31909DL1981PLC349793)

Hon'ble Chairperson,

Sub: Scrutinizer's Report on the results of voting by way of Postal Ballot, Remote e-voting and Ballot Paper at the venue of NCLT Convened Meeting of the Equity Shareholders of Lumax Auto Technologies Limited held on Friday, July 05, 2019 at 12:00 p.m. [which was however adjourned for half an hour, due to insufficient quorum and was thereby convened at 12:30 p.m.] at Air force Auditorium, Subroto Park, New Delhi - 110010 as per the directions issued by Hon'ble National Company Law Tribunal, Principal Bench vide its order dated 14.05.2019 and 21.05.2019 in C.A (CAA)-76(PB)/2019 and C.A (CAA)-19(PB)/2019.

I, Mayank Bansal, Practicing Chartered Accountant having office at 1161, Sector-11, Panchkula, Haryana - 134109, was appointed as Scrutinizer for the purpose of scrutinizing the voting process i.e. voting through Postal Ballot, Remote e-voting and Ballot paper at the venue of NCLT Convened Meeting, on the resolution mentioned in the Notice dated May 27, 2019 for the meeting of **Equity Shareholders of Lumax Auto Technologies Limited** ("the Company") as per the directions issued by Hon'ble National Company Law Tribunal, Principal Bench ("the Tribunal") vide its orders dated 14.05.2019 and 21.05.2019 in C.A (CAA)-76(PB)/2019 and C.A (CAA)-19(PB)/2019 ("the NCLT orders").

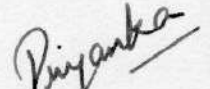
I submit my report as under:-

1. The notice of the NCLT Convened Meeting along with statement setting out material facts under Section 230(3) r/w Section 102 and other applicable provisions of the Companies Act, 2013 were sent to all equity shareholders of the Company whose names were appearing in Register of Members/ List of beneficial owners maintained by the Company/ Depositories as on "cut-off date" i.e. May 03, 2019, in accordance with the directions issued in the NCLT orders.
2. In terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108, 109 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the


Companies (Management and Administration) Rules, 2014, as amended upto date, the Secretarial Standard-2 on General Meeting and as per the directions issued by the Tribunal in NCLT orders, the Company provided equity shareholders with the facility to cast their vote by way of postal ballot or by way of remote e-voting or by way of Ballot paper at the venue of NCLT Convened Meeting.

3. The equity shareholders of the Company holding equity shares as on the "cut-off date" i.e. May 03, 2019, were entitled to vote on the resolution mentioned in the Notice of NCLT Convened Meeting and accordingly, their voting rights have been reckoned in proportion to their shares in the total amount of paid-up equity share capital of the Company i.e. one vote for one equity share, as on cut-off date.
4. The voting period for remote e-voting and postal ballot commenced on Friday, June 05, 2019 at 09:00 A.M. and ended on Thursday, July 04, 2019 at 05:00 P.M. The e-voting platform has been provided by Karvy Fintech Private Limited ("Karvy") through its designated website i.e. <https://evoting.karvy.com>.
5. At the NCLT Convened Meeting, voting through Ballot paper was conducted under the supervision of Hon'ble Chairperson appointed by the Tribunal. One (1) ballot box was kept for voting at the meeting and the ballot box was locked in my presence. After the completion of voting at the NCLT Convened Meeting, the ballot box was opened in my presence and Ballot papers were diligently scrutinized.
6. Thereafter, Ballot papers and postal ballots were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and authorizations/ proxies etc. lodged with the Company. The Ballot papers and postal ballots which have been treated as Invalid were kept separately.
7. Thereafter, the votes cast through remote e-voting were unblocked after the completion of voting at NCLT Convened meeting in the presence of two witnesses, Mr. Prashant and Ms. Priyanka who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.


Prashant


Priyanka

8. The compliances in relation to dispatch of notices of NCLT convened meeting to the equity shareholders and other compliances related to applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Companies Act, 2013 and rules made there under, the Secretarial Standard-2 on General Meeting and the directions mentioned in the NCLT orders are the responsibility of the management of the Company.



9. The summary of voting by equity shareholders through Remote e-voting, Postal Ballot and through Ballot Paper at the venue of NCLT Convened Meeting is as under:-

Resolution- Approval of Scheme of Amalgamation of Lumax DK Auto Industries Limited ('Transferor Company') and Lumax Auto Technologies Limited ('Transferee Company') and their respective shareholders and creditors.

Summary of voting through Remote e-voting, Postal Ballot and through Ballot Paper at the meeting:-

Particulars	Number of Valid Votes				Percentage
	Remote e-voting	Postal Ballot	Poll at meeting	Total	
Assent	4,13,57,754	0	12,958	4,13,70,712	100
Dissent	0	0	0	0	0
Total	4,13,57,754	0	12,958	4,13,70,712	100

Details of bifurcation of aforesaid voting are given below:-

A1. Voting through remote e-voting

Particulars	No. of voters	No. of Equity Shares
a) Total votes cast*	37	4,13,57,754
b) Less: Invalid votes	0	0
c) Net valid votes cast	37	4,13,57,754
d) Votes with assent	37	4,13,57,754
e) Votes with dissent	0	0

*One Shareholder holding 535 (Five Hundred Thirty Five) equity shares has neither voted in favour nor in against of the Resolution, thus abstained from voting.

A2. Voting through Postal Ballot

Particulars	No. of voters	No. of Equity Shares
a) Total votes cast	0	0
b) Less: Invalid votes	0	0
c) Net valid votes cast	0	0
d) Votes with assent	0	0
e) Votes with dissent	0	0

A3. Voting through Ballot Paper at the meeting

Particulars	No. of voters	No. of Equity Shares
a) Total votes cast**	27	12,961
b) Less: Invalid votes*	2	3
c) Net valid votes cast	25	12,958
d) Votes with assent	25	12,958
e) Votes with dissent	0	0

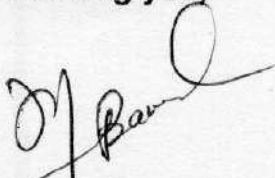
***5 (Five) Equity Shareholders who voted at the meeting do not hold equity shares as on cut-off date i.e. 3rd May, 2019.*

**2 (Two) Equity Shareholders who voted at the meeting through Ballot papers have already voted through remote e-voting, thus their voting through postal ballot has considered invalid.*

Based on the above, the above resolution has been passed by equity shareholders with the requisite majority in number and value.

10. The Postal Ballots, Ballot Papers and other relevant records relating to voting have been handed over to the Hon'ble Chairperson of the meeting.

Thanking you,



Mayank Bansal

**Scrutinizer appointed for the NCLT
Convened meeting**

Membership No.: 550769

Place: New Delhi

Date: July 05, 2019

SCRUTINIZER'S REPORT

To,

Mr. Ajay Bhagwati

Chairperson appointed by the Hon'ble National Company Law Tribunal, New Delhi

for the NCLT convened meeting of the Secured Creditors of

Lumax Auto Technologies Limited (CIN: L31909DL1981PLC349793)

Hon'ble Chairperson,

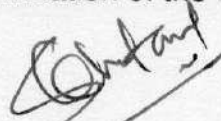
Sub: Scrutinizer's Report on the result of voting by way of Ballot Paper at the NCLT Convened Meeting of the Secured Creditors of Lumax Auto Technologies Limited held on Friday, July 05, 2019 at 02:30 P.M. at Air force Auditorium, Subroto Park, New Delhi-110010 conducted as per the directions issued by the Hon'ble National Company Law Tribunal, Principal Bench vide its order dated 14.05.2019 and 21.05.2019 in C.A (CAA)-76(PB)/2019 and C.A (CAA)-19(PB)/2019

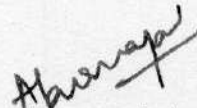
I, Mayank Bansal, Practicing Chartered Accountant having office at 1161, Sector-11, Panchkula, Haryana- 134109, was appointed as Scrutinizer for the purpose of scrutinizing the voting process i.e. voting through Ballot Paper at the NCLT Convened Meeting, on the resolution mentioned in the Notice dated May 27, 2019 for the meeting of **Secured Creditors of Lumax Auto Technologies Limited** ("the Company") as per the directions issued by the Hon'ble National Company Law Tribunal, Principal Bench ("the Tribunal") vide its order(s) dated 14.05.2019 and 21.05.2019 in C.A (CAA)-76(PB)/2019 and C.A (CAA)-19(PB)/2019 ("the NCLT orders").

I submit my report as under:-

1. The notice of the NCLT Convened Meeting along with statement setting out material facts under Section 230(3) r/w Section 102 and other applicable provisions of the Companies Act, 2013 were sent to all Secured Creditors of the Company whose names appear in the Chartered Accountant Certificate certifying the list of Secured Creditors as on February 28, 2019 in accordance with the directions issued in the NCLT orders.
2. The Secured Creditors of the Company as on the "cut-off date" i.e. February 28, 2019 were entitled to vote through Ballot paper at the NCLT convened meeting on the resolution contained in the Notice of NCLT Convened Meeting. The voting rights of Secured Creditors have been reckoned in proportion to their debt in the total amount of Secured Creditors of the Company as on February 28, 2019 i.e. 1 (One) vote for value of debt of Rs.1/- (Rupee One only), provided, in case of value of debt is in decimal, the same has been rounded-off to the nearest rupee in multiple of Rs. 1/- (Rupee One only).

- 3. At the NCLT Convened Meeting, voting through Ballot paper was conducted under the supervision of Hon'ble Chairperson appointed by the Tribunal. 1 (One) ballot box was kept at the meeting and the ballot box was locked in my presence.
- 4. After the completion of poll at the NCLT Convened Meeting, the ballot box was opened in my presence and in the presence of two witnesses, namely, Ms. Shubhi Khetan and Ms. Apurva Jain who are not in the employment of the Company. They have signed below in confirmation of the votes being unlocked in their presence.


Shubhi Khetan


Apurva Jain

- 5. Thereafter, the Ballot papers were diligently scrutinized and the same were reconciled with the records maintained by the Company and the authorizations/ power of attorney etc. lodged with the Company. I did not find any Ballot paper as invalid.
- 6. The compliances in relation to dispatch of notices of NCLT convened meeting to the equity shareholders and other compliances related to applicable provisions of the Companies Act, 2013 and rules made there under, the Secretarial Standard-2 on General Meeting and the directions mentioned in the NCLT orders are the responsibility of the management of the Company.

7. The summary of result of voting by Secured Creditors through Ballot Paper at the NCLT Convened Meeting is as under:-

Resolution- Approval of Scheme of Amalgamation of Lumax DK Auto Industries Limited ('Transferor Company') and Lumax Auto Technologies Limited ('Transferee Company') and their respective shareholders and creditors.

A1: Details of Secured Creditors who voted through Ballot Paper at the meeting:-

Total number of Secured Creditors attended the meeting in person or by proxy or by authorised representative (as per attendance register)	2*
Total amount outstanding of the Secured Creditors attended the meeting in person or by proxy or by authorised representative (as per attendance register)	Rs. 52,00,14,202/-
Total Number of Secured Creditors present in person or by proxy or by authorised representative whose vote have been considered as Invalid	NIL
Total amount outstanding, as on cut-off date, Secured Creditors present in person or by proxy or by authorised representative whose vote have been considered as Invalid	NIL
Total number of Secured Creditors present	2



in person or by proxy or by authorised representative who cast their vote either as assent to the resolution or dissent to the resolution	
Total amount outstanding of the Secured Creditors present in person or by proxy or by authorised representative who cast their vote either as assent to the resolution or dissent to the resolution	Rs. 52,00,14,202/-

A2: Table showing the Combined Voting Result of NCLT convened meeting of Secured Creditors is as under:-

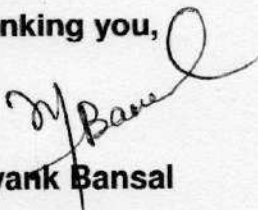
Particulars	No. of Secured Creditors voted (through Ballot paper)	% of Total No. of Secured Creditors voted (through Ballot paper)	Value of Secured Creditors voted (through Ballot paper) (In Rs.)	% of Value of Secured Creditors voted (through Ballot paper)
Assent	2	100%	52,00,14,202/-	100%
Dissent	0	0	0	0
Total	2	100%	52,00,14,202/-	100%

Note: In addition to above, the third Secured Creditor i.e. Citi Bank Plc. was also present, the name of which was not included inadvertently in the list of secured creditors as on 28th February, 2019 submitted by the Company to the Hon'ble NCLT. The company has confirmed that the outstanding secured loan as on 28th February, 2019 from Citi Bank Plc. is Rs. 8,97,83,537.27/- and also acknowledged by Citi Bank Plc. who also consented to the Scheme of Amalgamation.

Based on the aforesaid, the aforesaid resolution has been approved with requisite majority in number and in value.

- 8. The Ballot Papers and other relevant records relating to voting have been handed over to the Hon'ble Chairperson of the meeting.

Thanking you,



Mayank Bansal

Scrutinizer appointed for the

NCLT Convened meeting

Membership No.: 550769

Place: New Delhi

Date: July 05, 2019

SCRUTINIZER'S REPORT

To,

Mr. Ajay Bhagwati

Chairperson appointed by the Hon'ble National Company Law Tribunal, Principal Bench
for the NCLT convened meeting of the Unsecured Creditors of
Lumax Auto Technologies Limited (CIN: L31909DL1981PLC349793)

Hon'ble Chairperson,

Sub: Scrutinizer's Report on the result of voting by way of Ballot Paper at the NCLT Convened Meeting of the Unsecured Creditors of Lumax Auto Technologies Limited held on Friday, July 05, 2019 scheduled to be held at 03:00 p.m. [which was however adjourned for half an hour, due to insufficient quorum and was thereby convened at 3.30 p.m.] at Air force Auditorium, Subroto Park, New Delhi-110010 conducted as per the directions issued by the Hon'ble National Company Law Tribunal, Principal Bench vide its order dated 14.05.2019 and 21.05.2019 in C.A (CAA)-76(PB)/2019 and C.A (CAA)-19(PB)/2019.

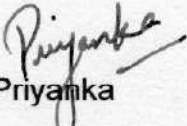
I, Mayank Bansal, Practicing Chartered Accountant having office at 1161, Sector-11, Panchkula, Haryana-134109, was appointed as Scrutinizer for the purpose of scrutinizing the voting process i.e. voting through Ballot Paper at the NCLT Convened Meeting, on the resolution mentioned in the Notice dated May 27, 2019 for the meeting of **Unsecured Creditors of Lumax Auto Technologies Limited** ("the Company") as per the directions issued by Hon'ble National Company Law Tribunal, Principal Bench ("the Tribunal") vide its order dated 14.05.2019 and 21.05.2019 in C.A (CAA)-76(PB)/2019 and C.A (CAA)-19(PB)/2019 ("the NCLT orders").

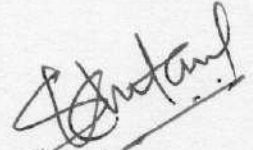
I submit my report as under:-

1. The notice of the NCLT Convened Meeting along with statement setting out material facts under Section 230(3) r/w Section 102 and other applicable provisions of the Companies Act, 2013 were sent to all Unsecured Creditors of the Company whose names appear in the Chartered Accountant Certificate certifying the list of Unsecured Creditors as on February 28, 2019 in accordance with the directions issued in the NCLT orders.
2. The Unsecured Creditors of the Company as on the "cut-off date" i.e. February 28, 2019 were entitled to vote through Ballot paper at the NCLT convened meeting on the resolution contained in the Notice of NCLT Convened Meeting. The voting rights of Unsecured Creditors have been reckoned in proportion to their debt in the total amount of Unsecured Creditors of the Company as on February 28, 2019 i.e. 1 (One) vote for value of debt of Rs. 1/- (Rupee

One only), provided, in case of value of debt is in decimal, the same has been rounded-off to the nearest rupee in multiple of Rs. 1/- (Rupee One only).

3. At the NCLT Convened Meeting, voting through Ballot paper was conducted under the supervision of Hon'ble Chairperson appointed by the Tribunal. 1 (One) ballot box was kept at the meeting and the ballot box was locked in my presence.
4. After the completion of poll at the NCLT Convened Meeting, the ballot box was opened in my presence and in the presence of two witnesses, namely, Ms. Priyanka and Ms. Shubhi who are not in the employment of the Company. They have signed below in confirmation of the votes being unlocked in their presence.


Priyanka


Shubhi

5. Thereafter, the Ballot papers were diligently scrutinized and the same were reconciled with the records maintained by the Company and authorizations/ proxies etc. lodged with the Company. The Ballot papers which have been treated as invalid were kept separately.
6. The compliances in relation to dispatch of notices of NCLT convened meeting to the Unsecured Creditors and other compliances related to applicable provisions of the Companies Act, 2013 and rules made there under, the Secretarial Standard-2 on General Meeting and the directions mentioned in the NCLT orders are the responsibility of the management of the Company.

7. The summary of result of voting by Unsecured Creditors through Ballot Paper at the NCLT Convened Meeting is as under:-

Resolution- Approval of Scheme of Amalgamation between Lumax DK Auto Industries Limited ('Transferor Company') and Lumax Auto Technologies Limited ('Transferee Company') and their respective shareholders and creditors.

A1: Details of Unsecured Creditors who voted through Ballot Paper at the meeting:-

Total number of Unsecured Creditors attended the meeting in person or by proxy or by authorised representative (as per attendance register)	25
Total amount outstanding of the Unsecured Creditors attended the meeting in person or by proxy or by authorised representative (as per attendance register)	51,71,63,090
Total Number of Unsecured Creditors present in person or by proxy or by authorised representative whose vote have been considered as Invalid*	3
Total amount outstanding, as on cut-off date, Unsecured Creditors present in person or by proxy or	91,95,595



by authorised representative whose vote have been considered as Invalid*	
Total number of Unsecured Creditors present in person or by proxy or by authorised representative who cast their vote either as assent to the resolution or dissent to the resolution	22
Total amount outstanding of the Unsecured Creditors present in person or by proxy or by authorised representative who cast their vote either as assent to the resolution or dissent to the resolution	50,79,67,495

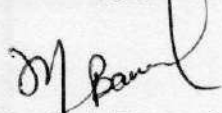
A3: Table showing the Voting Result of NCLT convened meeting of Unsecured Creditors is as under:-

Particulars	No. of Unsecured Creditors voted (through Ballot paper)	% of Total No. of Unsecured Creditors voted (through Ballot paper)	Value of Unsecured Creditors voted (through Ballot paper) (In Rs.)	% of Value of Unsecured Creditors voted (through Ballot paper)
Assent	22	100	50,79,67,495	100
Dissent	0	0	0	0
Total	22	100	50,79,67,495	100

Based on the aforesaid, the aforesaid resolution has been approved with requisite majority in number and in value.

- 8. The Ballot Papers and other relevant records relating to voting have been handed over to the Hon'ble Chairperson of the meeting.

Thanking you,



Mayank Bansal

Scrutinizer appointed for the
NCLT Convened meeting
Membership No.: 550769

Place: New Delhi

Date: July 05, 2019