

MAIL/SCY/PB/JUNE-1**June 12, 2024**

To, The Secretary, BSE Ltd. 25 th Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400 001 Scrip Code - 520059	To, Asst. Vice President, National Stock Exchange of India Ltd., Exchange Plaza, Plot C/1, G Block Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051 Symbol - MUNJALAU
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Sub: Voting results and Scrutinizer's Report on the businesses transacted by way of Postal Ballot through remote e-voting

Dear Sir/Madam,

This is further to our letter dated Friday, May 10, 2024, enclosing the Postal Ballot Notice dated April 18, 2024, for seeking the consent of the Members of the Company by way of Special Resolutions through remote e-voting process. The details of the Resolutions are given below:

- a) Appointment of Mr. Atul Haribhai Patel [DIN 00009587] as an Independent Director of the Company;
- b) Appointment of Mr. Sameer Subhash Khera [DIN 00009317] as an Independent Director of the Company; and
- c) Appointment of Mr. Sunil Chinubhai Vakil [DIN 02527630] as an Independent Director of the Company

The remote e-voting process concluded on June 10, 2024, at 5:00 p.m. (IST), post which the Scrutinizer has submitted his report on the results of the Postal Ballot. Based on the report of the Scrutinizer, we hereby inform that the Members of the Company have duly passed the above Resolutions with the requisite majority.

In this regard, please find enclosed the following:

- 1) Voting results of the Postal Ballot activity through remote e-voting in relation to aforesaid businesses as required under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Annexure - A
- 2) Report of the Scrutinizer dated June 12, 2024, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, Annexure - B

The Voting Results along with the Scrutinizer's Report is also being made available on the Company's website at <https://munjalauto.com/> and on the website of CDSL at <https://www.evotingindia.com/>.

We request you to kindly take the same on record and disseminate appropriately.

For Munjal Auto Industries Limited**Gauri Y. Bapat**
Company Secretary
ACS 22782

Annexure - A

Voting results of the Postal Ballot activity through remote e-voting
[Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Sr. No.	Particulars	Details
1	Date of Postal Ballot Notice	April 18, 2024
2	Cut-off date	May 03, 2024
3	Voting Start day, date and time	May 12, 2024, at 9:00 A.M. (IST)
4	Voting End day, date and time	June 10, 2024, at 5:00 P.M. (IST)
5	Total Number of shareholders on Record date i.e. May 03, 2024	44,275
6	No. of shareholders present in the meeting either in person or through proxy:	Not applicable
	• Promoter and Promoter Group	
	• Public	
7	No. of shareholders present in the meeting through VC/OAVM:	Not applicable
	• Promoter and Promoter Group	
	• Public	
8	No. of Resolutions passed	3

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPOINTMENT OF MR. ATUL HARIBHAI PATEL [DIN 00009587] AS AN INDEPENDENT DIRECTOR				
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 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	74806450	74806450	100.0000	74806450	0	100.0000	0.0000
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	74806450	74806450	100.0000	74806450	0	100.0000	0.0000
Public-Institutions	E-Voting	64287	0	0.0000	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	64287	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	25129263	121201	0.4823	115627	5574	95.4010	4.5990
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	25129263	121201	0.4823	115627	5574	95.4010	4.5990
Total		100000000	74927651	74.9277	74922077	5574	99.9926	0.0074
Whether resolution is Pass or Not.							Yes	

Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPOINTMENT OF MR. SAMEER SUBHASH KHERA [DIN 00009317] AS AN INDEPENDENT DIRECTOR				
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 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	74806450	74806450	100.0000	74806450	0	100.0000	0.0000
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total		74806450	74806450	100.0000	74806450	0	100.0000
Public- Institutions	E-Voting	64287	0	0.0000	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total		64287	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	25129263	121201	0.4823	115727	5474	95.4835	4.5165
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total		25129263	121201	0.4823	115727	5474	95.4835
Total		100000000	74927651	74.9277	74922177	5474	99.9927	0.0073
Whether resolution is Pass or Not.							Yes	

Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPOINTMENT OF MR. SUNIL CHINUBHAI VAKIL [DIN 02527630] AS AN INDEPENDENT DIRECTOR				
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 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	74806450	74806450	100.0000	74806450	0	100.0000	0.0000
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total		74806450	74806450	100.0000	74806450	0	100.0000
Public- Institutions	E-Voting	64287	0	0.0000	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total		64287	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	25129263	121201	0.4823	115582	5619	95.3639	4.6361
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total		25129263	121201	0.4823	115582	5619	95.3639
Total		100000000	74927651	74.9277	74922032	5619	99.9925	0.0075
Whether resolution is Pass or Not.							Yes	



SCRUTINIZER'S REPORT ON POSTAL BALLOT

To,
Chairman & Managing Director
MUNJAL AUTO INDUSTRIES LIMITED
187, G.I.D.C. Industrial Estate,
Waghodia,
Vadodara - 391760

Dear Sir/Madam,

Sub: Scrutinizer's Report on remote e-voting conducted in respect of all shareholders' resolutions to be passed through Postal Ballot pursuant to Section 108 & 110 of the Companies Act, 2013 ("the Act") and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") read with General Circular Nos. 14/2020 dated 8th April, 2020; 17/2020 dated 13th April, 2020; 20/2020 dated 5th May, 2020 and subsequent circulars issued in this regard, the latest being 09/2023 dated 25th September, 2023 read with other relevant circulars issued by the Ministry of Corporate Affairs ("MCA Circulars") read with Clause 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015("LODR").

- (1) I, Devesh A. Pathak, Practising Company Secretary, has been appointed as the scrutinizer by the Board of Directors of MUNJAL AUTO INDUSTRIES LIMITED, to conduct through the remote e-voting only, the process of voting in respect of shareholders' resolution to be passed through Postal Ballot as set out in the Notice dated 18th April, 2024 along with statement setting out material facts under Section 102 of the Act sent to the Shareholders in respect of the subject matters of the resolutions as appearing in Clause no. 8 of this Report pursuant to Section 108 and 110 of the Act and Rule 20 & 22 of the Rules read with General Circular Nos. 14/2020 dated 8th April, 2020; 17/2020 dated 13th April, 2020; 20/2020 dated 5th May, 2020 and subsequent circulars issued in this regard, the latest being 09/2023 dated 25th September, 2023 read with other relevant circulars issued by the Ministry of Corporate Affairs ("MCA Circulars").





- (2) We have been informed that in terms of the MCA Circulars, the Company **dispatched notice** of postal ballot along with the Explanatory Statement instructions and manner of e-voting process on 10th May, 2024 through **electronic mode only** to all the members whose email IDs were registered with the Company / Depositories as on 03rd May, 2024 ('Cut-off date').
Moreover, **the Postal Ballot was also conducted only through the remote e-voting process in terms of MCA Circulars.**
- (3) The management of the Company is responsible to ensure the compliance with the requirements of Clause 44 of LODR read with the Act and the rules framed thereunder for providing e-voting facility to its shareholders in respect of the aforesaid resolutions. My responsibility as a Scrutinizer for conducting e-voting process is restricted to report on the votes cast 'in favour' or 'against' the aforesaid resolution based on the report generated from the e-voting system provided by CDSL, the authorized agency to provide e-voting facilities engaged by the Company.
- (4) The notice of dispatch was published in two newspapers i.e. Business Standard, Ahmedabad edition in English language and Loksatta-Jansatta, Vadodara edition in Gujarati language on 11th May, 2024.
- (5) The remote e-voting facility remained open from Sunday, 12th May, 2024 (9.00 a.m.) to Monday, 10th June, 2024 (5.00 p.m.)
- (6) The members of the Company as on the cut-off date i.e. 03rd May, 2024 were entitled to vote on the aforesaid resolutions.
- (7) The votes cast were then unblocked on 10th June, 2024 at 5:26 p.m. in presence of two witnesses viz. Ms. Ashish Chaudhary and Ms. Zeel Patel who are not in the employment of the Company and who have signed at the end of the report in token of the same.
- (8) Thereafter, the details, inter alia, containing list of Equity Shareholders who e-voted for/ against the resolution were generated from e-voting system provided by CDSL. A summary of the result in respect of the aforesaid resolution is as follows:





DEVESH PATHAK & ASSOCIATES

PRACTISING COMPANY SECRETARIES

REGD.INSOLVENCYPROFESSIONAL • REGD. TRADE MARKSAGENT

Continuation Sheet.....

Resolution - 01

Appointment of Mr. Atul Haribhai Patel [DIN 00009587] as an Independent Director. [Special Resolution]

Sr. No.	Particulars	Electronic Votes		
		No. of Members	No. of E-Votes	Total (%)
1	VOTED SHARES	152	7,49,27,651	100
2	(LESS): ABSTAINED VOTES	0	0	0
3	VALID VOTES	152	7,49,27,651	100
4	VOTES IN FAVOUR	143	7,49,22,077	99.99
5	VOTES AGAINST	09	5,574	0.01%
	TOTAL VALID E- VOTES	152	7,49,27,651	100

Resolution - 02

Appointment of Mr. Sameer Subhash Khara [DIN 00009317] as an Independent Director. [Special Resolution]

Sr. No.	Particulars	Electronic Votes		
		No. of Members	No. of E-Votes	Total (%)
1	VOTED SHARES	152	7,49,27,651	100
2	(LESS): ABSTAINED VOTES	0	0	0
3	VALID VOTES	152	7,49,27,651	100
4	VOTES IN FAVOUR	144	7,49,22,177	99.99
5	VOTES AGAINST	08	5,474	0.01%
	TOTAL VALID E- VOTES	152	7,49,27,651	100



**Resolution - 03**

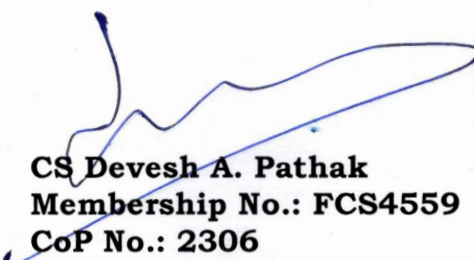
Appointment of Mr. Sunil Chinubhai Vakil [DIN 02527630] as an Independent Director. [Special Resolution]

Sr. No.	Particulars	Electronic Votes		
		No. of Members	No. of E-Votes	Total (%)
1	VOTED SHARES	152	7,49,27,651	100
2	(LESS): ABSTAINED VOTES	0	0	0
3	VALID VOTES	152	7,49,27,651	100
4	VOTES IN FAVOUR	142	7,49,22,032	99.99
5	VOTES AGAINST	10	5,619	0.01%
	TOTAL VALID E- VOTES	152	7,49,27,651	100

(9) I have handed over related papers/ registers and records for safe custody to Mrs. Gauri Bapat, Company Secretary of the Company authorized by the Board to supervise the process.

(10) You may accordingly declare the result of voting.

Thanking you,


CS Devesh A. Pathak
Membership No.: FCS4559
CoP No.: 2306
UDIN: F004559F000554526





DEVESH PATHAK & ASSOCIATES

PRACTISING COMPANY SECRETARIES

REGD.INSOLVENCYPROFESSIONAL • REGD. TRADE MARKSAGENT

Continuation Sheet....

At Vadodara, 12th June, 2024

Witnesses to unblocking of e-votes cast

(Ashish Chaudhary)

(Zeel Patel)

Countersigned by:
For MUNJAL AUTO INDUSTRIES LIMITED

Gāuri Bapat
Company Secretary