

# AUTOMOTIVE AXLES LIMITED

26<sup>th</sup> December 2023

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

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

**Attn: Listing Department**

Dear Sir/Madam,

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

This is further to our Intimation dated 24th November 2023 regarding Postal Ballot Notice seeking approval of the members for Material Related Party Transactions of the Company with Meritor HVS (India) Limited for the period commencing from April 1, 2024, to March 31, 2025, up to a maximum aggregated value of ₹ 40,000 million.

We further to inform you that pursuant to the provisions of Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014 as amended from time to time, the Company conducted the Postal Ballot as set out in the notice of Postal Ballot dated 22<sup>nd</sup> November 2023. Remote e-voting process concluded on 25<sup>th</sup> December 2023 at 5.00 p.m. (IST) post which Ms. Pracheta M, Practicing Company Secretary ("the scrutinizer") submitted her report on the results of the postal ballot.

Based on the report of the scrutinizer, we hereby inform you that the members of the Company have duly passed the ordinary resolution approving as mentioned above.

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the details of the voting results and Scrutinizer's Report in this behalf for your record.

The voting results and the Scrutinizer's Report are being uploaded on the Company's website [www.autoaxle.com](http://www.autoaxle.com) and website of National Securities Depository Limited [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

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 : [sec@autoaxle.com](mailto:sec@autoaxle.com), Website : [www.autoaxle.com](http://www.autoaxle.com)

CIN : L51909KA1981PLC004198

ISO 9001:2015 / IATF 16949 : 2016, EMS : ISO : 14001:2015 & OHSAS : ISO : 45001 : 2018



# AUTOMOTIVE AXLES LIMITED

## DETAILS OF THE VOTING RESULT BY POSTAL BALLOT PROCESS PURSUANT TO REGULATION 44(3) OF LISTING REGULATIONS

Voting results	
Record date	17-11-2023
Total number of shareholders on record date	38783
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	
b) Public	
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	
b) Public	
<b>No. of resolution passed in the meeting</b>	<b>1</b>

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To Approve Material Related Party Transactions of the Company with Meritor HVS (India) Limited.				
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		0	0.0000	0	0	0	0
	Poll	10735226	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	10735226	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting		1776433	93.0243	1632176	144257	91.8794	8.1206
	Poll	1909645	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	1909645	1776433	93.0243	1632176	144257	91.8794	8.1206
Public- Non Institutions	E-Voting		106023	4.2975	43648	62375	41.1684	58.8316
	Poll	2467104	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	2467104	106023	4.2975	43648	62375	41.1684	58.8316
<b>Total</b>		15111975	1882456	12.4567	1675824	206632	89.0233	10.9767
<b>Whether resolution is Pass or Not.</b>							Yes	

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	5367806
Public Institutions	88923
Public - Non Institutions	580



### 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 : [sec@autoaxle.com](mailto:sec@autoaxle.com), Website : [www.autoaxle.com](http://www.autoaxle.com)

CIN : L51909KA1981PLC004198

ISO 9001:2015 / IATF 16949 : 2016, EMS : ISO : 14001:2015 & OHSAS : ISO : 45001 : 2018





REPORT OF THE SCRUTINIZER

Pursuant to section 110 of the Companies Act, 2023

To,

The Chairman  
Automotive Axles Limited  
Mysuru

Dear Sir,

I, **Pracheta M.**, Practising Company Secretary have been appointed as the Scrutinizer by the Board of Directors of Automotive Axles Limited ('the Company') 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 report on the votes casted under the process of Postal Ballot.

In terms of section 110 of the Act and in terms of the circulars issued by the Ministry of Corporate Affairs, Government of India (the 'MCA') vide its General Circular Nos. 14/2020 dated 8<sup>th</sup> April 2020, 17/2020 dated 13<sup>th</sup> April 2020, 22/2020 dated 15<sup>th</sup> June 2020, 33/2020 dated 28<sup>th</sup> September 2020 and 39/2020 dated 31<sup>st</sup> December 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8<sup>th</sup> 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28 2022, and 9/2023 dated 25<sup>th</sup> September 2023 (the 'MCA circulars'), a Company can take all the decisions requiring members' approval, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of postal ballot/e-voting in accordance with the provisions of the Act and rules made thereunder, without holding a general meeting.

The Company thus issued the notice for voting through postal ballot dated 22<sup>nd</sup> November 2023 and as the Scrutiniser, I submit my report as under:

- a. 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 voting system provided by NSDL. 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.



- b. In accordance with the above provisions read with the MCA Circulars, the Company sent a Postal ballot notice by email to all its shareholders for passing one Ordinary resolution for the special business as mentioned in the notice of the postal ballot dated 22<sup>nd</sup> November 2023.
- c. In compliance with the requirements of the MCA Circulars, hard copy of the Postal ballot notice along with Postal ballot forms and pre-paid business envelope were not sent to the shareholders for this Postal ballot and the shareholders were requested to communicate their assent or dissent through remote e-voting system only.
- d. The Company availed the services of National Securities Depository Limited ('NSDL') for conducting the remote e-voting process.
- e. The shareholders on the cut off date, Friday, the 17<sup>th</sup> November 2023 were entitled to vote on the resolution as set out in the notice.
- f. The remote e-voting portal remained open for voting from Sunday, the 26<sup>th</sup> November 2023 9.00 hours to Monday, the 27<sup>th</sup> November 2023 at 17.00 hours, both days inclusive. The remote e-voting was blocked after the above said time.
- g. The reports on votes casted, custodian files, resolutions were downloaded from the NSDL website and the related parties list was availed from the Company.
- h. Based on the data downloaded, analysis of invalidity of votes based on non-availability proper authorisation and ineligibility of the related parties, the details of votes cast in favour or against the resolution proposed in the notice of the postal ballot and invalid votes due to the above reasons are provided below:



To Approve Material Related Party Transactions of the Company with Meritor HVS (India) Limited

Type of resolution: Ordinary

(i) Voted in Favour of the Resolution:

Number of members voted in E-Voting	Number of votes cast (Shares) - E-Voting	% of total number of valid votes cast
153	1675824	89.02

(ii) Voted Against the Resolution:

Number of members voted in E-Voting	Number of votes cast (Shares) - E-Voting	% of total number of valid votes cast
138	206632	10.98

(iii) Invalid Votes:

Number of members voted in E-Voting	Number of votes cast (Shares) - E-Voting
8	5457309

The relevant records relating to e-voting will remain in my safe custody until the Chairman considers, approves and signs the minutes and the same shall be handed over thereafter to Director authorised by the Board, for safe keeping.

Thank you,

Yours faithfully,

For Pracheta and Associates  
Company Secretaries

*Pracheta M.*

Pracheta M.  
Proprietrix  
FCS No.: F9323  
C P No.: 9838  
UDIN: F009323E003030981  
Peer Review Certificate No.: 1173/2021

Date: 25.12.2023

Place: Mysore

