

## GUJARAT APOLLO INDUSTRIES LIMITED

"Parishram", Cellar, 5-B, Rashmi Society, Nr. Mithakhali Circle, Navrangpura, Ahmedabad-380 009, Gujarat, India. Tel. +91-79- 26444597/98, 26564705

April 27, 2020

<b>Dy. General Manager</b> <b>BSE Limited</b> Corporate Relation Department, P. J. Towers, Dalal Street, Fort, Mumbai – 400 001	<b>The Manager</b> <b>National Stock Exchange of India Limited</b> Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051
<b>Scrip ID: GUJAPOIND; Scrip Code: 522217</b>	<b>Scrip Symbol: GUJAPOLLO</b>

Dear Sir/madam,

### **Sub: Disclosure of Postal Ballot Results**

The details of the Voting Results of the Postal Ballot are enclosed in the format as prescribed under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Results will also be available on the website of the Company i.e. [www.apollo.co.in](http://www.apollo.co.in)

Request you to take the same on your records without physical signature due to technical constraints – work from home scenario on account of lock down order issued by Government of India on outbreak of National pandemic COVID-19.

For **Gujarat Apollo Industries Limited**

**Sd/-**

CS Neha Chikani Shah

**Company Secretary [M'ship No. A-25420]**

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### Voting Results for Postal Ballot of Gujarat Apollo Industries Limited

Date of the last Receipt of Postal Ballot Forms	25/04/2020
Total number of shareholders on record date (i.e., 20 <sup>th</sup> March, 2020 – Cut – off date for voting purpose)	6532
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	N.A.
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	N.A.

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### Agenda- wise disclosure

The mode for voting for all resolutions was remote e-voting and voting through postal Ballot

### **Resolution 1. To Divest the Equity Shares of Ammann India Private Limited held by AEML Investments Limited (a material (wholly owned) subsidiary of the Company).**

Resolution required: (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held  (1)	No. of votes polled  (2)	% of Votes Polled on outstandi ng shares  (3)=[(2)/(1)]* 100	No. of Vote – in favour  (4)	No. of Votes – against  (5)	% of Votes in favour on votes polled  (6)=[(4)/ (2)]* 100	% of Votes again st on votes polled (7)=[ (5)/(2 )]*10 0
Promoter and Promoter Group	E-Voting	7141651	6161183	86.27%	6161183	--	100%	-
	Poll		--	--	--	--	--	-
	Postal Ballot		--	--	--	--	--	--
	Total		6161183	86.27%	6161183	--	100%	-
Public- Institutions	E-Voting	46444	--	--	--	--	--	-
	Poll		--	--	--	--	--	-
	Postal Ballot		--	--	--	--	--	--
	Total		--	--	--	--	--	-
Public- Non Institutions	E-Voting	5473820	1723179	31.48%	1723079	100	99.99%	0.01%
	Poll		--	--	--	--	--	--
	Postal Ballot		71	Negligible %	20	51	28.17%	71.83%
	Total		1723250	31.48%	1723099	151	99.99%	0.01%
Total		12661915	7884433	62.27%	7884282	151	100%	Negligi ble%

Yours faithfully,

**FORGUJARAT APOLLO INDUSTRIES LIMITED**

**Sd/-**

**CS NEHA CHIKANI SHAH - COMPANY SECRETARY [M'SHIP NO:A25420]**

*Ashish Shah & Associates*

**COMPANY SECRETARY**

4<sup>th</sup> Floor, Shaival Plaza,  
Near Gujarat College,  
Ellisbridge,  
AHMEDABAD-380006  
Tel. : 079-26420336/7/9  
Fax : 079-26424100  
Mobile : 9825940391  
E-mail : ashish@ravics.com

27<sup>th</sup> April, 2020

To,  
The Chairman  
Gujarat Apollo Industries Limited  
Block No. 486, 487, 488, Mouje Dholasan,  
Taluka & District Mehsana – 382 732, Gujarat.

Respected Sir,

Sub.: Scrutinizer Report

The Board of Directors of Gujarat Apollo Industries Limited, in its meeting held on 16<sup>th</sup> March, 2020 appointed the undersigned as Scrutinizer to ensure that the process of Postal Ballot as prescribed under Section 110 of the Companies Act, 2013 (hereinafter referred to as "Act") read with the Companies (Management and Administration) Rules, 2014 (hereinafter referred to as "Rules") is complied with.

As required under section 110 of the Act, a notice along with explanatory statement under section 102 of the Act was sent to shareholders by e-mail / courier along with postal ballot forms (hereinafter referred to as "forms") and prepaid envelop returnable to the Scrutinizer, for passing of Special Resolution to Divest the Equity Shares of Ammann India Private Limited held by AEML Investments Limited (a material (wholly owned) subsidiary of the Company). The said resolution proposed under the provisions of the Companies Act, 2013 read with the rules made thereunder (as amended from time to time), and pursuant to the provisions of Regulation 24(6) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time) and any other applicable laws, regulations and guidelines, the provisions of the Memorandum and Articles of Association of the Company, and subject to such approvals, consents and permissions:

The Company has also availed E-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting e-voting by members of the Company and as permissible under the Act, notices to shareholders were sent through e-mail whose e-mail id were registered with Registrar and Transfer Agent. Company has also provided option for e-voting to those shareholders, who holds shares in Physical form.

A public notice in newspaper informing the members about dispatch of notice and commencement of postal ballot were given on March 26, 2020. Further, on April 16, 2020 the Company has also given public notice in the newspapers informing the members of the Company that due to current pandemic situation, a locked down is imposed and therefore, there may be chance that certain members may not have received physical notice of postal ballot and postal ballot form. Accordingly, members have been informed that those shareholders who were members as on cut-off date i.e.

Friday, March 20, 2020 of the Company and who have not received physical notice of postal ballot and postal ballot form can vote through e-voting by following instructions provided in the postal ballot notice or can download the notice of postal ballot along with postal ballot form from the website of the Company or e-voting website and send duly filled in postal ballot form (whether the physical copy or form downloaded from the above websites) to the scrutinizer through e-mail at his e-mail id on or before 5.00 p.m. on Saturday, April 25, 2020.

The Shareholders were required to complete the postal ballot forms and return the same in prepaid envelop addressed to Scrutinizer on or before 25<sup>th</sup> April, 2020 or cast their votes online on the basis of password provided to them by CDSL.

As required under Rule 22(10) of the Rule, a register was maintained and particulars of names, address, folio nos. of shares along with assent and dissent was recorded herein on day to day basis.

We have not received any physical form but received 3 (Three) forms through e-mail and the same were found valid. Out of these 3 (Three) postal ballot forms received through e-mail 2 (Two) shareholders holding 20 (Twenty) equity shares have voted in favour of the resolution and 1 (One) shareholder holding 51 (Fifty One) equity shares has voted against the resolution.

Whereas in e-voting, 121 (One Hundred Twenty One) shareholders holding 78,84,262 (Seventy Eight Lakhs Eighty Four Thousand Two Hundred Sixty Two) equity shares have given their assent and 1 (One) shareholder holding 100 (One Hundred) equity shares has given his dissent. Summary of the ballot paper received and e-voting with their pattern of voting is as per **Annexure-A**.

As per Section 110(2) of the Companies Act, 2013, if a resolution is assented to by a requisite majority of the shareholders by means of Postal Ballot, it shall be deemed to have been duly passed at a General Meeting convened in that behalf.

The term "requisite majority" which refers to the context of ordinary resolution and special resolution as defined under section 114 of the Act, means:

- a) Intention to propose the resolution as ordinary / special resolution duly specified in the notice as the case may be
- b) Notice required under the Act was duly given
- c) The votes cast in favour of the resolution is more than the votes cast against in case of ordinary resolution and in case of special resolution the votes cast in favour is three times more than the votes cast against.

*Ashish Shah & Associates*

**COMPANY SECRETARY**

4<sup>th</sup> Floor, Shaival Plaza,  
Near Gujarat College,  
Ellisbridge,  
AHMEDABAD-380006  
Tel. : 079-26420336/7/9  
Fax : 079-26424100  
Mobile : 9825940391  
E-mail : ashish@ravics.com

As the conditions prescribed under section 114 of the Companies Act, 2013 are complied with, the resolution is considered to have been approved by the shareholders.

You are requested to take note of the above and oblige. We are enclosing 3 ballot papers received by us for your records as well as report generated from the website of CDSL, with regards to electronic voting for your records.

Thanking you

Yours truly,

**For, Ashish Shah & Associates**

**(Ashish Shah)**  
**Company Secretary- Scrutinizer**  
**FCS-5974**  
**COP-4178**

### Annexure-A

Voting pattern for Physical Ballot forms						
Particulars	No. of Ballot Voted in favour	No. of shares in favour	% of shares in favour	No. of Ballots voted against	No. of shares against	% of shares against
<b>RESOLUTION 1 (Special Resolution)</b> To Divest the Equity Shares of Ammann India Private Limited held by AEML Investments Limited. (a material (wholly owned) subsidiary of the Company)	2	20	28.17	1	51	71.83
Voting pattern of Electronic Vote						
Particulars	No. of Voted in favour	No. of shares in favour	% of shares in favour	No. of voted against	No. of shares against	% of shares against
<b>RESOLUTION 1 (Special Resolution)</b> To Divest the Equity Shares of Ammann India Private Limited held by AEML Investments Limited. (a material (wholly owned) subsidiary of the Company)	121	78,84,262	100	1	100	Negligible
Combined Summary						
Particulars	No. of Voted in favour	No. of shares in favour	% of shares in favour	No. of voted against	No. of shares against	% of shares against
<b>RESOLUTION 1 (Special Resolution)</b> To Divest the Equity Shares of Ammann India Private Limited held by AEML Investments Limited. (a material (wholly owned) subsidiary of the Company)	123	78,84,282	100	2	151	Negligible