

RACL Geartech Ltd.

Formerly Raunag Automotive Components Ltd.

Corporate Office

Friday, September 30, 2016

REF. NO. RACL/ BSE/ 2016-17

The Manager - Listing BSE Limited 25th Floor, P. J. Towers, Dalal Street, Mumbai - 400 001

Scrip Code No. 520073

SUB: Voting results of the 33rd Annual General Meeting (AGM) in terms of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Scrutinizer's Report

Dear Sir,

Further to our letter dated September 28, 2016 and Pursuant to the Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the voting results (including remote e-Voting and Poll conducted at AGM) of the 33rd Annual General Meeting (AGM) held on September 28, 2016. The Resolutions set forth in the AGM Notice Dated: August 6, 2016 are approved by the members of the company with requisite majority.

Consolidated Scrutinizer's Report also attached herewith.

This is for your information and records.

Thanking you,

For RACL Geartech Limited

(Formerly Raunag Automotive Components Limited)

NOIDA

HITESH KUMAR

COMPANY SECRETARY &

COMPLIANCE OFFICER

Encl.: as above



D-U-N-S Number: 65-013-7086





RACL Geartech Limited (Formerly Raunaq Automotive Components Limited)

Registered Office: 15TH FLOOR, Chiranjiv Tower, 43, Nehru Place, New Delhi – 110019

Phones: 91-11-26418622, 26418633, 26418655 FAX NO.: 91-11-26448962

e-Mail: Info@raclgeartech.com Website: www.raclgeartech.com

CIN: L34300DL1983PLC016136

Date of the AGM	September 28, 2016
Total number of shareholders on record date	6974
No. of shareholders present in the meeting either in	person or through proxy:
Promoters and Promoter Group	5
Public	78
No. of Shareholders attended the meeting through V	ideo Conferencing:
Promoters and Promoter Group:	0
Public	0



Agenda wise disclosure separately for each agenda item:

1	Resolution required - Ordinary resolution	To receive, consider and adopt the f	inancial staten	nents of the	Company for th	ne financial y	ear ended M	arch 31, 2016,	including		
		the Audited Balance Sheet as at Ma	rch 31, 2016, tl	ne Statement	t of Profit and I	oss for the y	ear ended or	that date and	d the reports		
		of the Board of Directors and Audito	rs thereon.								
	Whether promoter/ promoter group are interested in the agenda/resolution?	No									
		Mode of Voting	No. of	No. of	% of votes	No. of	No. of	% of votes	% of votes		
		julio P	shares held	votes	polled on	votes - in	votes -	in favour on	against on		
			(1)	polled (2)	outstanding	favour (4)	against (5)	votes polled	votes		
	Category	Fee:			shares			(6)=[(4)/(2)]	polled		
					(3)=[(2)/(1)]*			*100	(7)=[(5)/(2)]		
					100				*100		
		E-Voting		0	0.00	0	0	0.00	0.00		
	natar and Bramatar Graun	Poll	5090117	3586817	70.47	3586817	0	100.00	0.00		
	Promoter and Promoter Group	Postal Ballot (If Applicable)		-:	-	-	-	-	-		
	i i	Total	5090117	3586817	70.47	3586817	0	100.00	0.00		
		E-Voting		0	0.00	0	0	0.00	0.00		
	Public - Institutions	Poll	500	0	0.00	0	0	0.00	0.00		
	Public - Institutions	Postal Ballot (If Applicable)		1-1	-	-	-	-			
		Total	500	0	0.00	0	0	0.00	0.00		
		E-Voting		1505	0.03	1505	0	100.00	0.00		
	Public - Non Institutions	Poll	4840983	1001210	20.68	1001210	0	100.00	0.00		
	Public - Noti histitutions	Postal Ballot (If Applicable)		-	-	-	-	-	-		
		Total	4840983	1002715	20.71	1002715	0	100.00	0.00		
	Total		9931600	4589532	91.18	4589532	0	100.00	0.00		



2	Resolution required - Ordinary resolution	To consider and appoint a Director in place of Mrs. Narinder Paul Kaur (DIN 02435942), Non-executive Director, who retires by									
		rotation and being eligible, offers he	erself for re-ap	pointment.							
	Whether promoter/ promoter group are interested in the agenda/resolution?				Yes						
		Mode of Voting	No. of shares held	No. of	% of votes polled on	No. of votes - in	No. of votes -	% of votes in favour on	% of votes against on		
			(1)	polled (2)	outstanding	favour (4)	against (5)	votes polled	_		
	Category		(1)	polica (2)	shares	14041 (4)	agamse (5)	(6)=[(4)/(2)]	polled		
					(3)=[(2)/(1)]*			*100	(7)=[(5)/(2)]		
					100		t	(0,20)	*100		
		E-Voting		0	0.00	0	0	0.00	0.00		
	*	Poll	5090117	3456294	67.90	3456294	0	100.00	0.00		
	Promoter and Promoter Group*	Postal Ballot (If Applicable)		-	-	-	-	-	-		
	-	Total	5090117	3456294	67.90	3456294	0	100.00	0.00		
120		E-Voting		0	0.00	0	0	0.00	0.00		
	Bulling to always and	Poll	500	0	0.00	0	0	0.00	0.00		
	Public - Institutions	Postal Ballot (If Applicable)		-	-	-	-	-	-		
		Total	500	0	0.00	0	0	0.00	0.00		
		E-Voting		1505	0.03	1505	0	100.00	0.00		
	Bullia Nan haddada	Poll	4840983	1001210	20.68	1001210	0	100.00	0.00		
	Public - Non Institutions	Postal Ballot (If Applicable)		-	-	-	-	-	-		
		Total	4840983	1002715	20.71	1002715	0	100.00	0.00		
	Total		9931600	4459009	88.62	4459009	0	100.00	0.00		

Note: Since from the promoter/ promoter group Mrs. Narinder Paul Kaur, Mr. Gursharan Singh and Aadhar Infosystems Private Limited are interested in the agenda/resolution no. 2, hence their votes are not consider for agenda/resolution no. 2.

3	Resolution required - Ordinary resolution	Ratify the appointment of M/s. A. Sa	chdev & Co.,	Chartered Ac	countants as St	atutory Aud	itors of the C	ompany and f	ixation of
		their remuneration.							
	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 outstanding shares (3)=[(2)/(1)]* 100	No. of votes - in favour (4)	No. of votes - against (5)	% of votes in favour on votes polled (6)=[(4)/(2)] *100	
	noter and Promoter Group	E-Voting		0	0.00	0	0	0.00	0.00
		Poll	5090117	3586817	70.47	3586817	0	100.00	0.00
		Postal Ballot (If Applicable)		-	-	-	-	-	-
		Total	5090117	3586817	70.47	3586817	0	100.00	0.00
		E-Voting		0	0.00	0	0	0.00	0.00
	Diblic traditions	Poll	500	0	0.00	0	0	0.00	0.00
	Public - Institutions	Postal Ballot (If Applicable)		-	-	-	-	-	-
		Total	500	0	0.00	0	0	0.00	0.00
		E-Voting		1505	0.03	1505	0	100.00	0.00
	Dublic New Inchibutions	Poll	4840983	1001210	20.68	1001210	0	100.00	0.00
	Public - Non Institutions	Postal Ballot (If Applicable)		-		-	-	-	-
		Total	4840983	1002715	20.71	1002715	0	100.00	0.00
	Total		9931600	4589532	91.18	4589532	0	100.00	0.00



4 Resolution required - Special resolution	To Increase in borrowing limits from aggregate of the paid up share cap			Districts Seattle Doctor District	the second second		ty Five Crores)	or the		
Whether promoter/ promoter group are interested in the agenda/resolutio	on?	No								
	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding	No. of votes - in favour (4)	No. of votes - against (5)	% of votes in favour on votes polled			
Category			poned (2)	shares (3)=[(2)/(1)]* 100	140041 (4)	agamot (9)	(6)=[(4)/(2)] *100	polled (7)=[(5)/(2)] *100		
	E-Voting		0	0.00	0	0	0.00	0.00		
Promoter and Promoter Group	Poll	5090117	3586817	70.47	3586817	0	100.00	0.00		
Promoter and Promoter Group	Postal Ballot (If Applicable)		-	-	-	-	-	-		
	Total	5090117	3586817	70.47	3586817	0	100.00	0.00		
	E-Voting		0	0.00	0	0	0.00	0.00		
Public - Institutions	Poll	500	0	0.00	0	0	0.00	0.00		
Public - Institutions	Postal Ballot (If Applicable)		-	-	-	-	-	-		
	Total	500	0	0.00	. 0	0	0.00	0.00		
	E-Voting		1505	0.03	1505	0	100.00	0.00		
Public - Non Institutions	Poll	4840983	1001210	20.68	1001208	2	99.99	0.01		
Public - Noti institutions	Postal Ballot (If Applicable)		-	-	-	-		-		
	Total	4840983	1002715	20.71	1002713	2	99.99	0.01		
Total		9931600	4589532	91.18	4589530	2	99.99	0.01		



5	Resolution required - Special resolution	To Creation of Charges on the moval	le and immov	able propert	ies of the Com	pany, both p	resent and fu	iture, in respe	ct of
		borrowings.							
	Whether promoter/ promoter group are interested in the agenda/resolution?				No				
		Mode of Voting	No. of	No. of	% of votes	No. of	No. of	% of votes	% of votes
			shares held	votes	polled on	votes - in	votes -	in favour on	against on
	Cotogony		(1)	polled (2)	outstanding	favour (4)	against (5)	votes polled	votes
	Category				shares			(6)=[(4)/(2)]	polled
					(3)=[(2)/(1)]*			*100	(7)=[(5)/(2)]
					100				*100
		E-Voting		0	0.00	0	0	0.00	0.00
	oter and Promoter Group	Poll	5090117	3586817	70.47	3586817	0	100.00	0.00
	Promoter and Promoter Group	Postal Ballot (If Applicable)		-		-	-	-	-
		Total	5090117	3586817	70.47	3586817	0	100.00	0.00
		E-Voting		0	0.00	0	0	0.00	0.00
	Public - Institutions	Poll	500	0	0.00	0	0	0.00	0.00
	Public - Institutions	Postal Ballot (If Applicable)		-	-	-	-	-	-
		Total	500	0	0.00	0	0	0.00	0.00
		E-Voting		1505	0.03	1505	0	100.00	0.00
	Dublic New Institution	Poll	4840983	1001210	20.68	1001208	2	99.99	0.01
	Public - Non Institutions	Postal Ballot (If Applicable)		-	-	-	-	-	-*
		Total	4840983	1002715	20.71	1002713	2	99.99	0.01
	Total		9931600	4589532	91.18	4589530	2	99.99	0.01



6	Resolution required - Special resolution	To keep Register and Index of Men	nbers at other p	lace instead	of Registered o	ffice of the c	ompany.		
	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 outstanding shares (3)=[(2)/(1)]*	No. of votes - in favour (4)	No. of votes - against (5)	% of votes in favour on votes polled (6)=[(4)/(2)] *100	votes polled (7)=[(5)/(2)]
					100			0.00	*100
		E-Voting		0	0.00	0	0	0.00	0.00
		Poll	5090117	3586817	70.47	3586817	0	100.00	0.00
		Postal Ballot (If Applicable)		-	-	-	-	-	-
		Total	5090117	3586817	70.47	3586817	0	100.00	0.00
		E-Voting		0	0.00	0	0	0.00	0.00
	B LE CONTRACTOR	Poll	500	0	0.00	0	0	0.00	0.00
	Public - Institutions	Postal Ballot (If Applicable)		78	-	-	-	-	-
	· ·	Total	500	0	0.00	0	0	0.00	0.00
		E-Voting		1505	0.03	1505	0	100.00	0.00
		Poll	4840983	1001210	20.68	1001209	1	99.99	0.01
	Public - Non Institutions	Postal Ballot (If Applicable)		-	-	-	-	-	-
	a a	Total	4840983	1002715	20.71	1002714	1	99.99	0.01
	Total		9931600	4589532	91.18	4589531	1	99.99	0.01

For RACL Geartech Limited

(Formerly Raunaq Automotive Components Limited)

Gursharan Singh

Chairman & Managing Director

Place: Noida

Date: September 30, 2016



K. K. MALHOTRA & CO.

COMPANY SECRETARIES

C-2/4, PRAGATI MARKET, ASHOK VIHAR

PHASE-II, DELHI-110052

Phone: 011-27418489, 011-47026956

Mobile: 9810153573

E-mail: kk.malhotra2003@gmail.com

CONSOLIDATED SCRUTINIZERS' REPORT

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20 of Companies (Management and Administration) Amendment Rules, 2015, Rule 21 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,

The Chairman

RACL Geartech Limited,
(Formerly Raunaq Automotive Components Limited)
CIN L34300DL1983PLC016136

15th Floor, Chiranjiv Tower, 43,
Nehru Place, New Delhi- 110019

Re: Report on remote e-voting and voting by Poll conducted at Thirty Third (33rd) Annual General Meeting (AGM) of **RACL Geartech Limited** held on Wednesday, 28th September, 2016 at Shivam Garden, Bawana Road, Narela, New Delhi – 110040.

Dear Sir,

I, K.K. Malhotra, Company Secretary in whole-time practice was appointed as Scrutinizer to scrutinize the remote e-Voting process and also voting by means of Poll at the AGM and for ascertaining the requisite majority on remote e-Voting and also on poll through written ballots, carried out for the resolutions proposed to be passed under the provisions of Section 108 and 109 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Amendment Rules, 2015 and Rule 21 of the Companies (Management and Administration) Rules, 2014, and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, on the resolutions mentioned in the notice dated 6th August, 2016 for 33rd AGM of the members of the Company held on Wednesday, 28th September, 2016 at 11:00 A.M. at Shivam Garden, Bawana Road, Narela, New Delhi – 110040.

Page 1 of 10

S. T. Reg. No.: AADPM3355RST001 * PAN No.: AADPM3355R

- 1. The remote e-Voting period remained open from Sunday, 25th September, 2016 (9:00 A.M.) and ended on Tuesday, 27th September, 2016 (5:00 P.M.) on the designated website https://www.evoting.nsdl.com/ of National Securities Depository Limited (NSDL).
- 2. The Company has appointed National Securities Depository Limited (NSDL), as the service provider, for providing the facility of remote e-Voting. The service provider has provided a system for recording the votes of the shareholders electronically on all the items of the businesses (both Ordinary and Special businesses) sought to be transacted at the Thirty Third (33rd) AGM of the Company.
- 3. The members of the Company as on the "cut off date" i.e. 21st September, 2016 were entitled to avail the facility of remote e-Voting on the proposed resolutions (Item nos. 1 to 6) as set out in the notice dated 6th August, 2016.
- 4. In line with the provisions of Companies Act, 2013 and in the terms of the clarification issued by Ministry of Corporate Affairs, voting by show of hands was not permitted at the General Meeting because remote e-Voting was offered to the members. Therefore, the Chairman ordered for poll through written ballots at AGM as per Rule 21 of the Companies (Management and Administration) Rules, 2014.
- 5. The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, on the Thirty Third (33rd) AGM of the Company. My responsibilities as scrutinizer are restricted to make a Scrutinizer's Report of the votes cast "For" or "Against" the resolutions stated in the notice.
- 6. After Completion of Poll at the AGM, votes casted by the members were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the Authorizations/Proxies lodged with the Company. A detailed register was maintained containing the particulars of the members who participated in Poll at the AGM.

Thereafter, the votes casted through remote e-Voting were unblocked after 7. completion of Poll at the AGM in the presence of two witnesses, "Mr. Vishal Chhabra R/o T-1095, Punjabi Basti, Bhagat Singh Nagar, Karol Bagh, New Delhi - 110005" and "Mr. Kishan R/o K-149, J.J. Colony, Wajirpur, New Delhi-110052" who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Vishal Chhabra

Kishan

8. Based on the reports generated from the remote e-voting system provided by National Securities Depository Limited (NSDL) and votes casted on Poll, we submit the consolidated results of remote e-voting and Poll as under:

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Resolution 01 - Ordinary Resolution

To receive, consider and adopt the financial statements of the Company for the financial year ended March 31, 2016, including the Audited Balance Sheet as at March 31, 2016, the Statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors and Auditors thereon.

Mode	No. of Voters/ Members	Total Votes/ Shares	Inv	Invalid Favour		nvalid Favour Aga		Favour		ainst	
			Voters	No. of Votes	Voters	No. of Votes	Voters	No. of Votes			
Remote e-Voting	06	1505	0	0	06	1505	0	0			
Ballot		V	,			5 ×					
Voting	83	4589484	18	1457	65	4588027	0	0			
TOTAL	89	4590989	18	1457	71	4589532	0	0			

Total Valid Votes (Total Votes-Invalid and less voted) = (4590989-1457) = 4589532 Votes in Favour (% of Total Valid Votes) = (4589532/4589532) =100% Votes in Against (% of Total Valid Votes) = 0%



Resolution 02 - Ordinary Resolution

To consider and appoint a Director in place of Mrs. Narinder Paul Kaur (DIN 02435942), Non-executive Director, who retires by rotation and being eligible, offers herself for reappointment.

Mode	No. of Voters/ Members	Total Votes/ Shares	Inv	Invalid		Favour		ainst
			Voters	No. of Votes	Voters	No. of Votes	Voters	No. of Votes
Remote e-Voting	06	1505	0	0	06	1505	0	0
Ballot Voting	83	4589484	18	1457	62	4457504	0	0
TOTAL	89	*4590989	18	1457	68	4459009	0	0

Total Valid Shares (Total Votes-Invalid and less voted) = (4590989-1457-130523) = 4459009 Votes in Favour (% of Total Valid Votes) = (4459009/4459009*100) = 100% Votes in Against (% of Total Valid Votes) = 0%

*Including "Less voted = 130523"



Resolution 03 - Ordinary Resolution

Ratify the appointment of M/s. A. Sachdev & Co., Chartered Accountants as Statutory Auditors of the Company and fixation of their remuneration.

Mode	No. of Voters/ Members	Total Votes/ Shares	Invalid Favour			ivour	Aga	ainst
		Voters	No. of Votes	Voters	No. of Votes	Voters	No. of Votes	
Remote e-Voting	06	1505	0	0	06	1505	0	0
Ballot Voting	83	4589484	18	1457	65	4588027	0	0
TOTAL	89	4590989	18	1457	71	4589532	0	0

Total Valid Shares (Total Votes-Invalid and less voted) = (4590989-1457) = 4589532 Votes in Favour (% of Total Valid Votes) = (4589532/4589532) =100% Votes in Against (% of Total Valid Votes) = 0%



Resolution 04 - Special Resolution

To Increase the borrowing limits from Rs. 50 Crores (Rupees Fifty Crores) to Rs. 75 Crores (Rupees Seventy Five Crores) or the aggregate of the paid up share capital and free reserves of the Company, whichever is higher.

Mode	No. of Voters/ Members	Total Votes/ Shares	Invalid		, F	Favour		ainst
			Voters	No. of Votes	Voters	No. of Votes	Voters	No. of Votes
Remote e-Voting	06	1505	0	0	06	1505	0	0
Ballot Voting	83	4589484	18	1457	63	4588025	2	2
TOTAL	89	4590989	18	1457	69	4589530	2	2

Total Valid Shares (Total Votes-Invalid and less voted) = (4590989-1457) = 4589532 Votes in Favour (% of Total Valid Votes) = (4589530/4589532*100) = 99.99% Votes in Against (% of Total Valid Votes) = (2/4589532*100) = 0.01%



Resolution 05 - Special Resolution

To Create Charges on the movable and immovable properties of the Company, both present and future, in respect of borrowings.

Mode	No. of Voters/ Members	Total Votes/ Shares	Inv	alid	Fa	avour	Aga	ainst
			Voters	No. of Votes	Voters	No. of Votes	Voters	No. of Votes
Remote e-Voting	06	1505	0	0	06	1505	0	0
Ballot Voting	83	4589484	18	1457	63	4588025	2	2
TOTAL	89	4590989	18	1457	69	4589530	2	2 .

Total Valid Shares (Total Votes-Invalid and less voted) = (4590989-1457) = 4589532 Votes in Favour (% of Total Valid Votes) = (4589**5**30/4589532*100) = 99.99% Votes in Against (% of Total Valid Votes) = (2/4589532*100) = 0.01%



Resolution 06 - Special Resolution

To keep Register and Index of Members at other place instead of registered office of the company.

Mode	No. of Voters/ Members	Total Votes/ Shares	Invalid		Favour		Against	
			Voters	No. of Votes	Voters	No. of Votes	Voters	No. of Votes
Remote e-Voting	06	1505	0	0	06	1505	0	0
Ballot		- 10				1303	0	
Voting	83	4589484	18	1457	64	4588026	1	1
TOTAL	89	4590989	18	1457	70	4589531	1	1

Total Valid Shares (Total Votes-Invalid and less voted) = (4590989-1457) = 4586532 Votes in Favour (% of Total Valid Votes) = (4589531/4586532*100) = 99.99% Votes in Against (% of Total Valid Votes) = (1/4586532*100) = 0.01%



- 9. All the papers relating to voting by electronic means shall remain in the safe custody of Scrutinizers, until the Chairman considers, approves and signs the minutes of 33rd AGM and thereafter, the Scrutinizer shall handover the related papers to the company.
- 10. Based on the above voting, all resolutions carried on with requisite majority, accordingly we request the Chairman of the Thirty Third (33^{rd}) AGM, to announce the result of the meeting.

K.K. Malhotra, Practicing Company Secretary, FCS No. 1410, C.P No. 446

M. No.-1410 New Delhi

Date: 29/09/2016 Place: New Delhi

Countersigned by:
For RACL Geartech Limited

MR. GURSHARAN SINGH
(Chairman & Managing Director)
(DIN 00057602)