

### **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

1st October, 2018

Dy. General Manager

BSE Limited
Corporate Relation Department,
P.J. Towers, Dalal Street, Fort,
Mumbai – 400 001

Scrip ID: GUJAPOIND; Scrip Code: 522217

The Manager
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (E),
Mumbai – 400 051

Scrip Symbol: GUJAPOLLO

Dear Sir,

Subject: Disclosure of Voting Results of the 31<sup>ST</sup> Annual General Meeting of GUJARAT APOLLO INDUSTRIES Limited held on SATURDAY, 29<sup>TH</sup> SEPTEMBER, 2018.

The details of voting results of the  $31^{\rm st}$  Annual General Meeting of Gujarat Apollo Industries Limited held on Saturday,  $29^{\rm th}$  September, 2018 are enclosed in the format prescribed under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly take the same on record.

Thanking you

Yours faithfully,

FOR GUJARAT APOLLO INDUSTRIES LIMITED

**CS NEHA CHIKANI SHAH** 

COMPANY SECRETARY [M'SHIP NO:A25420]



Voting Results for 31st Annual General Meeting of Gujarat Apollo Industries Limited

Date of the AGM/EGM	201/201/20
Total number of shareholders on record date (i.g. 12718 contractions	23/03/2018
- Cut - off date for voting purpose)	7340
No of shareholders proceed in the	
proxy:	
Promoters and Promoter Group:	1
Public:	
	29
the meeting through Video Conferencing	i.Z
1 Promoter	
Group: Public	



### Agenda- wise disclosure

The mode for voting for all resolutions was remote e-voting and e-voting at the Meeting (Ballot)

Resolution 1. Adoption of Financial Statements of Company including consolidated accounts as on 31st March, 2018.

lotai	-		Public- Non Institutions			Public- Institutions		Group	Promoter and Promoter			Category	Whether prominterested in the	Resolution req
	Total	Poll	E-Voting	Total	Poll	E-Voting	Total	Poll	E-Voting			Mode of Voting	Whether promoter/ promoter group are interested in the agenda/resolution?	Resolution required: (Ordinary/ Special)
12661915		/0/1404	AEA17E7		1	2189		( ) )	8117971	(1)		No. of shares held	o are	ecial)
6529674	397235	1550	395685		1	-	6132439	89700	6042739	(2)	polled	No. of	No	Ordinary
51.56%	8.74%	0.03%	8.71%	[	1	1	75.50%	1.10%	74.44%	(3)=[(2)/(1)]* 100	bn	% of Votes		
6529674	397235	1550	395685	!		1	6132439	89700	6042739	(4)	in favour	No. of		
	ł	1	1	Ī	i	1	ļ	i i	l L	(5)	against	No. of		
100%	100%	100%	100%	-	1	1	100%	100%	100%	(6)=[(4)/(2)]* 100	votes polled	/ote		
		1	-	1	I	ı	ı	ı	ı	(7)=[(5) (7)=[(5) /(2)]*10	against on votes	% of		

## Resolution 2. To declare dividend on equity shares.

Total 12661915	Total	Poll 4541/5/	Public- Non E-Voting		Poll	Public- E-Voting 2189	Total	Poll	Promoter E-Voting 8117971	·	shares held	Category Mode of Voting No. of	Whether promoter/ promoter group are interested in the agenda/resolution?	Resolution required: (Ordinary/ Special)
6529674	397235	1550	395685	1	1	1	6132439	89700	6042739	(2)	සු	No. of	No	Ordinary
51.56%	8.74%	0.03%	8.71%	1	-	B	75.50%	1.10%	74.44%	(3)=[(2)/(1)]* 100	Polled on outstanding shares	% of Votes		
6529674	397235	1550	395685	-	-	E	6132439	89700	6042739	(4)	S D E	No. of		
1	;	j I	1	ŀ	1	1	i	<b>.</b>	-	(5)	<del>~</del> 1	No. of		
100%	100%	100%	100%	ŀ	1	I	100%	100%	100%	(6)=[(4)/(2)]* 100	favour on votes polled	% of Votes in		
i	ı	1	1	ı	ı	ı	1	ı	1	polled (7)=[(5) /(2)]*10	Votes against on votes	% of		



Resolution 3. To appoint Mr. Asit A. Patel [DIN:00093332] as a Director liable to retire by rotation.

Total			Public- Non Institutions			Public- Institutions		Group	Promoter and Promoter			Category	Whether prom interested in the	Resolution req
	Total	Poll	E-Voting	Total	Poll	E-Voting	Total	Poli	E-Voting			Mode of Voting	Whether promoter/ promoter group are interested in the agenda/resolution?	Resolution required: (Ordinary/ Special)
12661915		4541/5/	1		1	2189			8117971	(1)	<u>r</u>	No. of	p are p are	ecial)
3953443	397235	1550	395685	[	I I	1	3556208	89700	3466508	(2)	ed ed	No. of	yes	Ordinary
31.22%	8.74%	0.03%	8.71%	1	1		43.80%	1.10%	42.70%	(3)=[(2)/(1)]* 100	lled o tstandir ares	% of Votes		
3953443	397235	1550	395685	-	1	i i	3488658	89700	3398958	(4)	оп П д ю	No. of	***************************************	
1	1	t I	ł	ļ	1	1	-	1		(5)	Votes – against	No of		
100%	100%	100%	100%	1	1 1		100%	100%	100%	(6)=[(4)/(2)]* 100	favour on votes polled	% of Votes in		
1	1	,	1	I	ı	1	ī	1	1	polled (7)=[(5) /(2)]*10 0		% Of		

Note: For this resolution, 6 shareholders holding 2576231 equity shares abstained from voting.



Resolution 4. To appoint Mr. Anand A. Patel [DIN:00002277] as a Director liable to retire by rotation.

Resolution requ	Resolution required: (Ordinary/ Special)	ecial)	Ordinary					
Whether promo	Whether promoter/ promoter group are interested in the agenda/resolution?	are ?	yes					
Category	Mode of Voting	No. of shares held	No. of votes	% of Votes Polled on	No. of Vote -	No. of Votes -	% of Votes in favour	% of Votes
			polled	outstanding shares	in favour		<u>0</u>	against on votes
-		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	polled (7)=[(5) /(2)]*10
Promoter and Promoter	E-Voting	0117071	6037739	74.38%	6037739	4	100%	'
Group	Poll	011/5/1	89700	1.10%	89700	E I	100%	1
	Total		6127439	75.48%	6127439	1	100%	1
Public- Institutions	E-Voting	2180	I .	1	I	-	1	1
	Poll	0	l I	1	1	t I	•	1
	Total		ţ 1	1	-		1	ı
Public- Non	E-Voting		395685	8.71%	395685	!	100%	1
***************************************	Poll	4541/5/	1550	0.03%	1550	1	100%	1
	Total		397235	8.74%	397235	1	100%	1
Total		12661915	6524674	51.53%	6524674	1	100%	1

Note: For this resolution, 1 shareholder holding 5000 equity shares abstained from voting.



# Resolution 5. Transactions with Related parties under Section 188 of the Companies Act, 2013.

% of Votes in favour on
shares favour (5) (3)=[(2)/(1)]* (4) (5) 346 14.05% 1140846 00 1.10% 89700 546 15.15% 1230546 85 8.71% 395685 0 0.03% 1550 35 8.74% 397235
ter and E-Voting tions Foll Total Total Total Foll Total Foll Total Foll Foll Total Foll Foll Foll Foll Foll Foll Foll Fo
ter and E-Voting 8117971 (2) (3)=[(2)/(1)]* (4) (5)  Total 1230546 15.15% 1230546  Foll 2189  Total 2189  Total 2189  Total 2189  Non E-Voting 395685 8.71% 395685
ter and E-Voting Total T
ter and E-Voting 8117971 89700 1.10% 89700 Total E-Voting 1230546 15.15% 1230546 Foll 1230546 Foll 1
ter and E-Voting 8117971 89700 1.10% 89700 Total E-Voting
ter and E-Voting Poll 8117971 89700 1.10% 89700 Total (1) (2) Shares favour (5) (3)=[(2)/(1)]* (4) (5) (5) (6) (6) (6) (6) (6) (6) (6) (6) (6) (6
ter and E-Voting Foll 8117971 89700 1.10% shares favour Favour 1901.50 favour 190
and E-Voting (1) (2) Shares favour (3)= $[(2)/(1)]$ * (4) (5) $(6)=[(4)/(2)]$ * (7)=
(1) (2) $(3)=[(2)/(1)]*$ (4) (5)
shares favour against voices police
votes Polled on Vote - Votes - favour on polled outstanding in against votes colled
Mode of Voting No. of No. of % of Votes No. of No. of % of Votes in
are

were invalid. Note: For this resolution, 2 shareholders holding 2255528 equity shares abstained from voting and 7 shareholders holding 2646365 equity shares



## Resolution 6. To re-appoint of Mr. Asit A. Patel [DIN:00093332] as a Managing Director of the Company for the period of 5 (five) years w.e.f. 01.07.2019.

Resolution requ	Resolution required: (Ordinary/ Special)	ecial)	Ordinary			all a		
Whether promo	Whether promoter/ promoter group are interested in the agenda/resolution?	are ?	yes					
Category	Mode of Voting	No. of shares held	No. of votes	% of Votes Polled on	No. of Vote -	No. of Votes -	% of Votes in favour	% of Votes
			polled	outstanding shares	in favour		ĕ	against on votes
	·	(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	polled (7)=[(5) /(2)]*10
Promoter and Promoter	E-Voting	0117071	3466508	42.70%	3466508	1	100%	ı
Group	Poll	011/9/1	89700	1.10%	89700	!	100%	•
	Total		3556208	43.80%	3556208	1	100%	ı
Public- Institutions	E-Voting	2189	1	1	1	1	1	1
	Poll	1 (	1	1	;	!	!	1
	Total		-	1		1		ı
Public- Non Institutions	E-Voting		395685	8.71%	395685	:	100%	1
	Poll	4541/5/	1550	0.03%	1550	1	100%	1
	Total		397235	8.74%	397235	1	100%	ı
Total		12661915	3953443	31.22%	3953443		100%	ı
							i	

Note: For this resolution, 6 shareholders holding 2576231 equity shares abstained from voting.



Resolution 7. To re-classify promoter and promoters group.

Resolution red	Resolution required: (Ordinary/ Special)	ecial)	Special					
Whether prom interested in the	Whether promoter/ promoter group are interested in the agenda/resolution?	are ?	yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Vote – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* $(7)$ =[(5) 100 $/(2)$ ]*10	polled (7)=[(5) /(2)]*10
Promoter and Promoter	E-Voting	0	5838123	71.92%	5838123	1	100%	-
Group	Poll	811/9/1	89700	1.10%	89700	1	100%	•
	Total		5927823	73.02%	5927823	;	100%	ı
Public- Institutions	E-Voting	0	1	!		1	1	1
	Poli	7189	1	1	ı	-	1	ı
	Total		1	1	1	1		1
Public- Non	E-Voting		394650	8.69%	394650	!	100%	1
TIISTICACIONIS	Poll	4541757	1550	0.03%	1550	!	100%	1
	Total		396200	8,72%	396200	- !	100%	ı
Total		12661915	6324023	49,95%	6324023	1	100%	1
Note: For this res	Note: For this recollition A chamboldour holding 2005001 activity and the state of the	holding 20EGE1	ocardo stillo	1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 -				

Note: For this resolution, 4 shareholders holding 205651 equity shares abstained from voting.

Thanking you Yours faithfully, FOR GUJARAT APOLLO INDUSTRIES LIMITED

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



### **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

### SCRUTINIZER'S REPORT

To,
The Chairman
Gujarat Apollo Industries Limited
Block No. 486, 487, 488 Mouje Dholasan,
Taluka and District: Mehsana – 382732

Dear Sir,

Subject:

Consolidated Scrutinizer's Report on Remote E-voting pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Poll at the AGM venue pursuant to Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 at the 31st Annual General Meeting of M/s. Gujarat Apollo Industries Limited held on Saturday, the 29th day of September, 2018 at 4:00 p.m. at Block No. 486, 487, 488, Mouje Dholasan, Taluka and District: Mehsana- 382732

I, Ashish Shah, a Company Secretary in practice, have been appointed by the Board of Directors of M/s. Gujarat Apollo Industries Limited (the Company) as a Scrutinizer for the purpose of scrutinizing the remote e-voting and poll at the Annual General Meeting (AGM) venue and ascertaining the requisite majority, on the resolutions contained in the notice to the 31st Annual General Meeting (AGM) of the members of the Company, held on the 29th day of September, 2018 at 4:00 p.m. at Block No. 486, 487, 488, Mouje Dholasan, Taluka and District: Mehsana–382732.

The Notice dated 11<sup>th</sup> August, 2018 along with the statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions passed at the Annual General Meeting of the Company.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to voting on the resolutions contained in the Notice of 31st Annual General Meeting (AGM) of the members of the Company. My responsibility as a Scrutinizer for the voting process is restricted to presenting a Scrutinizer's Report of the votes cast "in favour" or "against" or "abstained", in respect of the resolutions stated below, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency to provide e-voting facilities, engaged by the Company.

The Company had also provided poll at the AGM venue facility to the Shareholders present at the Annual General Meeting and who had not cast their vote earlier through remote e-voting facility.

Further to the above, I submit my report as under:-

### E-Voting:

- (i) The e-voting period remained open from Wednesday, 26th September, 2018 (09:00 a.m.) to Friday, 28th September, 2018 (05:00 p.m.)
- (ii) The members of the Company as on the "cut-off" date i.e. 22<sup>nd</sup> September, 2018 were entitled to vote on the resolutions (items no. 1 to 7 as set out in the notice of the 31<sup>st</sup> Annual General Meeting of the Company).



### **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

(iii) The votes cast under remote e-voting facility were thereafter unblocked in presence of two witnesses, who were not in employment of the Company.

### Poll:

- (i) The Company had provided the facility for voting through ballot or polling paper at the AGM and members, who have not cast their vote by remote e- voting, was allowed to exercise their right to vote at the meeting.
- (ii) The polling papers in Form MGT-12 as per the Companies (Management and Administration) Rules, 2014 were distributed to the Shareholders present. The shareholders cast their votes in one ballot box kept at convenient places at the venue.
- (iii) The locked ballot box was subsequently opened before me, in presence of two witnesses, who were not in employment of the Company and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorizations / proxies lodged with the Company.

### Item No. 1- Ordinary Resolution

Adoption of the audited financial statement of the Company for the financial year ended March 31, 2018, the reports of the Board of Directors and Auditors thereon; and the audited consolidated financial statement of the Company for the financial year ended March 31, 2018.

	Total	Votes Resoluti	in favour on	of the	Votes aga	inst the R	esolution	Invalid	Votes
Voting Method	Valid Votes	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of shares
Remote E- Voting	6438424	96	6438424	100	Nil	Nil	Nil	Nil	Nil
Poll at the AGM	91250	4	91250	100	Nil	Nil	Nil	Nil	Nil
Total	6529674	100	6529674	100	Nil	Nil	Nil	Nil	Nil

### Item No. 2- Ordinary Resolution

### Declaration of dividend on equity shares.

	Total	Votes Resoluti	in favour	of the	Votes aga	inst the R	esolution	Invalid	Votes
Voting Method	Valid Votes	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	of valid	No. of Folios	No. of shares
Remote E- Voting	6438424	96	6438424	100	Nil	Nil	votes cast Nil	Nil	Nil



### **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

Poll at the AGM	91250	4	91250	100	Nil	Nil	Nil	Nil	Nil
Total	6529674	100	6529674	100	Nil	Nil	Nil	Nil	Nil

### Item No. 3 - Ordinary Resolution

Appointment of Director in place of Mr. Asit A. Patel (DIN: 00093332), who retires by rotation and being eligible offers himself for re-appointment.

	Total	Votes Resoluti	in favour on	of the	Votes aga	inst the R	esolution	Invalid	Votes
Voting Method	Valid Votes	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of shares
Remote E- Voting	3862193	90	3862193	100	Nil	Nil	Nil	Nil	Nil
Poll at the AGM	91250	4	91250	100	Nil	Nil	Nil	Nil	Nil
Total	3953443	94	3953443	100	Nil	Nil	Nil	Nil	Nil

For this resolution, 6 shareholders holding 2576231 equity shares abstained from voting.

### Item No. 4 - Ordinary Resolution

Appointment of Director in place of Mr. Anand A. Patel (DIN: 00002277), who retires by rotation and being eligible offers himself for re-appointment.

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of shares
Remote E- Voting	6433424	95	6433424	100	Nil	Nil	Nil	Nil	Nil
Poll at the AGM	91250	4	91250	100	Nil	Nil	Nil	Nil	Nil
Total	6524674	99	6524674	100	Nil	Nil	Nil	Nil	Nil

For this resolution, 1 shareholder holding 5000 equity shares abstained from voting.



### **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

### Item No. 5 - Ordinary Resolution

Approval of related party transaction(s) during the financial year 2018-19 with Ammann Apollo India Private Limited.

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folio	No. of shares
Remote E- Voting	1536531	87	1536531	100	Nil	Nil	Nil	7	2646365
Poll at the AGM	91250	4	91250	100	Nil	Nil	Nil	Nil	Nil
Total	4274146	98	4274146	100	Nil	Nil	Nil	Nil	Nil

For this resolution, 2 shareholders holding 2255528 equity shares abstained from voting.
 Item No. 6 - Ordinary Resolution

Re-appointment of Mr. Asit A Patel (DIN: 00093332) as the Managing Director of the Company for a period of 5 (Five) years w.e.f. 1st July, 2019.

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of shares
Remote E- Voting	3862193	90	3862193	100	Nil	Nil	Nil	Nil	Nil
Poll at the AGM	91250	4	91250	100	Nil	Nil	Nil	Nil	Nil
Total	3953443	94	3953443	100	Nil	Nil	Nil	Nil	Nil

For this resolution, 6 shareholders holding 2576231 equity shares abstained from voting.



### **COMPANY SECRETARY**

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AHMEDABAD-380006 Tel.: 079-26420336/7/9 Fax: 079-26424100

Fax: 079-26424100 Mobile: 9825940391 E-mail: ashish@ravics.com

Item No. 7 - Special Resolution

Reclassification of Promoter and Promoter's Group.

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of shares
Remote E- Voting	6232773	92	6232773	100	Nil	Nil	Nil	Nil	Nil
Poll at the AGM	91250	4	91250	100	Nil	Nil	Nil	Nil	Nil
Total	6324023	96	6324023	100	Nil	Nil	Nil	Nil	Nil

For this resolution, 4 shareholders holding 205651 equity shares abstained from voting.

The data sheet relating to e-voting/Poll at the AGM venue and other related papers/registers, records are handed over to the Chairman/Secretary of the Company.

Thanking you Yours faithfully

Name: Ashish Shah

Practicing Company Secretary- Scrutinizer

sh Shah & Ass

COP No.

npany Secretaries

FCS: 5974; COP: 4178

Date: 01.10.2018 Place: Ahmedabad Mr. Manibhai V. Patel Chairman of the Meeting