



G.G. AUTOMOTIVE GEARS LTD.

REGD. OFF. & WORKS : 2-A, I.S. GAJRA INDUSTRIAL AREA-1, A.B. ROAD, DEWAS - 455 001 (M.P.) INDIA
PHONE : +91-7272-405310, 404802 FAX : +91-7272-404802
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CIN : L29130MP1974PLC035049

16 November 2018

To,
Department of Corporate Relationship,
BSE Limited
PhirozeJeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400001.

Sub.: Compliance as per Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015

Dear Sir/Madam,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, please find enclosed the results of Voting by Postal Ballot including e-voting along with Scrutinizer Report, in respect of the resolution as set out in the Postal Ballot Notice dated 8th October, 2018.

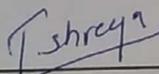
Pleased be informed that the resolution mentioned in the aforesaid Notice have been passed with requisite majority.

Kindly take the same on your record and acknowledge the receipt of the same.

Thanking you,

Yours faithfully.

For G. G. AUTOMOTIVE GEARS LIMITED


SHREYA THOMBRE
COMPANY SECRETARY
ACS: 55429



ISO 9001 : 2008
Reg. No. : QM 02 00037

Please visit our web site at www.ggautomotive.com

Date: 16th November 2018

To,
Mr. Kennedy Ram Gajra,
Chairman,
G. G Automotive Gears Limited
2 - A, I. S. Gajra Industrial Area - 1,
A. B. Road, Dewas,
Madhya Pradesh - 455001.

Dear Sir,

Re: Scrutinizer's Report on voting through remote e-voting and postal ballot forms in terms of provisions of section 110 and all other applicable provisions, if any, of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and the Companies (Passing of the Resolution by Postal Ballot) Rules, 2011 ("Postal Ballot Rules") and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

I, Prasad R. Chavan, Partner of M/s. HS Associates, Practicing Company Secretaries, appointed as scrutinizer in the meeting of Board of Directors of the Company held on 8th October 2018 to conduct the following: -

1. To scrutinize the **Postal Ballot** process pursuant to the provisions of Section 110 of the Companies Act, 2013 read with rule 22 of the Companies (Management and Administration) Rules, 2014.
2. The Company completed the dispatch of postal ballot forms along with notice and postage prepaid business reply envelope on 15th October 2018, to its members whose name(s) appeared on the Register of Members/list of beneficiaries on 5th October 2018.



3. Particulars of all the Postal Ballot forms received from the Members have been entered in a separate register maintained for the purpose.

4. All postal Ballot forms received up to the close of working hours (i.e. 5.00 p.m.) on 15th November 2018, the last date and time fixed by the Company for receipt of the forms, were considered for my scrutiny.

5. The Postal Ballot forms were duly opened in my presence and were scrutinized. The shareholding mention on forms by shareholders was confirmed with the Register of Members of the Company/ list of beneficiaries as on 5th October 2018.

6. No envelopes containing Postal Ballot forms received after 05.00 p.m. 15th November 2018.

Start of Postal Ballot Process	9.00 a.m. Tuesday 16 th October 2018
End of Postal Ballot Process	5.00 p.m. Thursday, 15 th November 2018
Total Number of shareholders on cut-off date i.e. 5 th October, 2018	5273 [Five Thousand Two Hundred and Seventy Three Only]
Number of shareholder participated in the Postal Ballot process through e-voting / postal ballot.	
Promoter and Promoter Group	Nil
Public	16 (Sixteen)
Total number of shareholders	16(Sixteen)



Mode of voting: Postal Ballot including E-voting:

Resolution 1: Appointment of M/s. Mukesh & Associates, Chartered Accountants (FRN: 106599W), as Statutory Auditors to fill up the casual vacancy, caused due to resignation of M/s. S. C. Kabra & Co, Chartered Accountants.								
Resolution Required: (Ordinary or Special)			Ordinary					
Whether Promoter/ Promoter group are interested in the agenda / resolution			No					
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 & Promoter Group	E-voting	2071268	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total	2071268	Nil	Nil	Nil	Nil	Nil	Nil
Public Institution	E-voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public Non-Institution	E-voting	5844899	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot		20706	0.35	20706	Nil	100	Nil
	Total	5844899	20706	0.35	20706	Nil	100	Nil
Total		7916167	20706	0.26	20706	Nil	100	Nil

Thus, based on the Results, the Ordinary Resolution as contained in Item No. 1 is passed unanimously.



I have handed over the postal ballot forms and other related papers/registers and records for safe custody to Mr. Kennedy Ram Gajra, Managing Director of the Company authorised by the Company to supervise the postal ballot process.

The aforesaid resolution was passed with requisite majority.

**For HS Associates,
Company Secretaries**



**Prasad R. Chavan
Partner
ACS No.: 49921
CP No.: 20415**

**Date: - 16th November 2018
Place: - Mumbai**