



MUNJAL AUTO
INDUSTRIES LIMITED

Waghodia Plant

REF/SECY/2017

Date: July 01, 2017

Asst. Vice President
Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza
Bandra Kurla Complex
Bandra (E)
MUMBAI -400 051

The Secretary
BSE Limited
25th Floor
Phiroze Jeejeebhoy Towers
Dalal Street
MUMBAI – 400 001

Scrip code: MUNJALAU

Scrip Code: 520059

Subject: Declaration of Voting Rights of the 32nd Annual General Meeting of the Company.

In accordance with the provisions of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the provisions of the Companies Act, 2013 and rules framed thereunder, please find enclosed herewith the voting results including e-voting and poll conducted at the AGM, in format as prescribed by SEBI, along with Scrutinizers' Report.

The same shall also be uploaded on the website of the Company.

We request you to kindly take the same on your records.

Thanking You,

For **MUNJAL AUTO INDUSTRIES LIMITED**

Rakesh Johari



Rakesh Johari
Company Secretary
ACS 19153

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MUNJIAL AUTO
INDUSTRIES LIMITED
Waghodia Plant

Annexure 1

Disclosure as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of the AGM	Friday, June 30, 2017
Total number of shareholders on record date/ cut off date (i.e. the cut-off date for determining shareholders entitled to e-voting - June 24, 2017)	19,507
No. of shareholders present in the meeting in person or through proxy	36
- Promoters and Promoter group	1
- Public	35
No. of shareholders attended the meeting through Video conferencing	N.A.
- Promoters and Promoter Group	No video conferencing facility was made available.
- Public	

Mode of Voting for all the resolutions enlisted below: Remote e-voting conducted between June 27, 2017 to June 29, 2017 (both days inclusive) and Ballot Forms by a Poll conducted at the meeting.



MUNJIAL AUTO INDUSTRIES LIMITED

Waghodia Plant

DETAILS OF THE AGENDA

Resolution Required: (Ordinary)		To receive, consider and adopt the Audited Financial Statement of the Company for the year ended on 31 st March, 2017, together with the Reports of the Board of Directors' and the Auditors' thereon.						
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 =[(2)/1)]*100	No. of Votes - in favour	No. of Votes against	% of votes in favour on votes polled =[(4)/(2)]*100	% of votes against on votes polled =[(5)/(2)]*100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter group	E-Voting	3,74,03,225	3,74,03,225	100.00	3,74,03,225	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		3,74,03,225	100.00	3,74,03,225	-	100.00	-
Public Institutions	E-Voting	1,21,931	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non Institutions	E-Voting	1,24,74,844	2,055	0.016	2,053	2	99.903	.097
	Poll		8,327	0.067	8,327	-	100	-
	Postal Ballot		-	-	-	-	-	-
	Total		10,382	0.083	10,380	2	99.981	0.019
Grand Total		5,00,00,000	3,74,13,607	74.827	3,74,13,605	2	100.00	00.000*

*Negligible



MUNJIAL AUTO INDUSTRIES LIMITED

Waghodia Plant

Resolution Required: (Ordinary)		To declare a final dividend of 100% i.e. Rs. 2/- per equity share on 5,00,00,000 equity shares of Face Value of Rs. 2/- each for financial year 2016-17.						
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 =[(2)/100]	No. of Votes - in favour	No. of Votes against	% of votes in favour on votes polled =[(4)/2]*100	% of votes against on votes polled =[(5)/(2)]*100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter group	E-Voting	3,74,03,225	3,74,03,225	100.00	3,74,03,225	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		3,74,03,225	100.00	3,74,03,225	-	100.00	-
Public Institutions	E-Voting	1,21,931	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non Institutions	E-Voting	1,24,74,844	2,055	0.016	2,053	2	99.903	.097
	Poll		8,327	0.067	8,327	-	100	-
	Postal Ballot		-	-	-	-	-	-
	Total		10,382	0.083	10,380	2	99.981	0.019
Grand Total		5,00,00,000	3,74,13,607	74.827	3,74,13,605	2	100.00	00.000*

*Negligible



MUNJIAL AUTO INDUSTRIES LIMITED

Waghodia Plant

Resolution Required: (Ordinary)		To appoint a Director in place of Mr. Anuj Munjal (DIN 02714266) who retires by rotation, and being eligible, offers himself for re-appointment.						
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 outstan ding shares =[(2)/1)]* 100	No. of Votes - in favour	No. of Vot es- agai nst	% of votes in favour on votes polled =[(4)/(2)]*10 0	% of votes against on votes polled =[(5)/(2)] *100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter group	E-Voting	3,74,03,225	3,74,03,225	100.00	3,74,03,225	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		3,74,03,225	100.00	3,74,03,225	-	100.00	-
Public Institutions	E-Voting	1,21,931	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non Institutions	E-Voting	1,24,74,844	2,055	0.016	1,353	702	65.84	34.16
	Poll		8,327	0.067	8,327	-	100	-
	Postal Ballot		-	-	-	-	-	-
	Total		10,382	0.083	9,680	702	93.24	6.76
Grand Total		5,00,00,000	3,74,13,607	74.827	3,74,12,905	702	99.998	.002

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MUNJIAL AUTO INDUSTRIES LIMITED

Waghodia Plant

Resolution Required: (Ordinary)		To appoint M/s. K.C. Mehta & Co., Chartered Accountants (Registration No. FRN 106237W), as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company and to fix their remuneration.						
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 outstan ding shares =[(2)/1)]* 100	No. of Votes - in favour	No. of Vot es- agai nst	% of votes in favour on votes polled =[(4)/2]*10 0	% of votes against on votes polled =[(5)/(2)] *100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter group	E-Voting	3,74,03,225	3,74,03,225	100.00	3,74,03,225	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		3,74,03,225	100.00	3,74,03,225	-	100.00	-
Public Institutions	E-Voting	1,21,931	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non Institutions	E-Voting	1,24,74,844	2,055	0.016	2,053	2	99.903	.097
	Poll		8,327	0.067	8,327	-	100	-
	Postal Ballot		-	-	-	-	-	-
	Total		10,382	0.083	10,380	2	99.981	0.019
Grand Total		5,00,00,000	3,74,13,607	74.827	3,74,13,605	2	100.00	00.000*

*Negligible



MUNJIAL AUTO INDUSTRIES LIMITED

Waghodia Plant

Resolution Required: (Special)		To adopt new set of Articles of Association of the Company in line with the Companies Act, 2013.						
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 outstan ding shares =[(2)/1)]* 100	No. of Votes - in favour	No. of Vot es- agai nst	% of votes in favour on votes polled =[(4)/(2)]*10 0	% of votes against on votes polled =[(5)/(2)] *100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter group	E-Voting	3,74,03,225	3,74,03,225	100.00	3,74,03,225	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		3,74,03,225	100.00	3,74,03,225	-	100.00	-
Public Institutions	E-Voting	1,21,931	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non Institutions	E-Voting	1,24,74,844	2,055	0.016	2,053	2	99.903	.097
	Poll		8,327	0.067	8,327	-	100	-
	Postal Ballot		-	-	-	-	-	-
	Total		10,382	0.083	10,380	2	99.981	0.019
Grand Total		5,00,00,000	3,74,13,607	74.827	3,74,13,605	2	100.00	00.000*

*Negligible



MUNJIAL AUTO INDUSTRIES LIMITED

Waghodia Plant

Resolution Required: (Ordinary)		To approve issue of Bonus shares.						
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 outstan ding shares =[(2)/1)]* 100	No. of Votes - in favour	No. of Vot es- agai nst	% of votes in favour on votes polled =[(4)/2]*10 0	% of votes against on votes polled =[(5)/(2)] *100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter group	E-Voting	3,74,03,225	3,74,03,225	100.00	3,74,03,225	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		3,74,03,225	100.00	3,74,03,225	-	100.00	-
Public Institutions	E-Voting	1,21,931	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non Institutions	E-Voting	1,24,74,844	2,055	0.016	2,053	2	99.903	.097
	Poll		8,327	0.067	8,327	-	100	-
	Postal Ballot		-	-	-	-	-	-
	Total		10,382	0.083	10,380	2	99.981	0.019
Grand Total		5,00,00,000	3,74,13,607	74.827	3,74,13,605	2	100.00	00.000*

*Negligible



CS Devesh A. Pathak

B.Com., LL.B., F.C.S.

CS Vimal Betail

B.Com., A.C.S.

DEVESH VIMAL & CO
PRACTISING COMPANY SECRETARIES

PHONE : 0265-2362962 TEL/FAX : 0265-2362718
E-mail : maildeveshpathak@rediffmail.com
maildpathak@yahoo.co.in

204/5, GARDEN VIEW, NEAR KAMATI BAUG CIRCLE
SAYAJIGUNJ, VADODARA-390 020
REGD. TRADEMARK AGENT

FORM NO.MGT-13

Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21 (2) of the Companies (Management and Administration) Rules, 2014]

TO
BOARD OF DIRECTORS,
MUNJAL AUTO INDUSTRIES LIMITED
187, GIDC Industrial Estate, Waghodia,
Vadodara - 391760
Gujarat

Annual General Meeting of the Equity Shareholders of MUNJAL AUTO INDUSTRIES LIMITED held on Friday, 30th June, 2017 at 3.00 p.m. at Registered Office of Company at 187, GIDC Industrial Estate, Waghodia, Vadodara 391760, Gujarat.

Dear Sir,

I, CS Devesh A. Pathak, Practising Company Secretary appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, for the 32nd Annual General Meeting of the Equity Shareholders of MUNJAL AUTO INDUSTRIES LIMITED held on Friday, 30th June, 2017 at 3.00 p.m. at the Registered Office of Company at 187, GIDC Industrial Estate, Waghodia, Vadodara - 391760, submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, 1 (one) ballot box kept for polling was locked in our presence with due identification marks placed by us.
2. The locked ballot box was subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the Poll is as under:





(1) Resolution No. 1

To receive, consider and adopt the Audited Financial Statement of the Company for the year ended on 31st March, 2017, together with the Reports of the Board of Directors' and the Auditors' thereon.

(Ordinary Resolution)

(I) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
32	8327	100%

(II) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast.
NIL	NIL	NIL

(III) **Invalid** votes:

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
NIL	NIL





(2) Resolution No. 2

To declare a final dividend of 100% i.e. Rs. 2/- per equity share on 5,00,00,000 equity shares of Face Value of Rs. 2/- each for financial year 2016-17.

(Ordinary Resolution)

(I) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
32	8327	100%

(II) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(III) **Invalid** votes:

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
NIL	NIL





(3) Resolution No. 3

To appoint a Director in place of Mr. Anuj Munjal (DIN 02714266) who retires by rotation, and being eligible, offers himself for re-appointment.
(Ordinary Resolution)

(I) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
32	8327	100%

(II) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(III) Invalid votes:

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
NIL	NIL





(4) Resolution No. 4

To appoint M/s. K.C. Mehta & Co., Chartered Accountants (Registration No. FRN 106237W), as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company and to fix their remuneration.
(Ordinary Resolution)

(I) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
32	8327	100%

(II) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(III) **Invalid** votes:

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
NIL	NIL





(5) **Resolution No. 5**

To adopt new set of Articles of Association of the Company in line with the Companies Act, 2013.

(Special Resolution)

(I) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
32	8327	100%

(II) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(III) **Invalid** votes:

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
NIL	NIL





(6) Resolution No. 6

To approve issue of Bonus shares.

(Ordinary Resolution)

(I) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
32	8327	100%

(II) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(III) Invalid votes:

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
NIL	NIL





5. A list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Chairman authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,

CS Devesh A. Pathak
FCS 4559

Place: Vadodara

Dated : 1st July, 2017





CS Devesh A. Pathak

B.Com., LL.B., F.C.S.

CS Vimal Betai

B.Com., A.C.S.

DEVESH VIMAL & CO

PRACTISING COMPANY SECRETARIES

PHONE : 0265-2362962 TEL/FAX : 0265-2362718

E-mail : maildeveshpathak@rediffmail.com

maildpathak@yahoo.co.in

204/5, GARDEN VIEW, NEAR KAMATI BAUG CIRCLE

SAYAJIGUNJ, VADODARA-390 020

REGD. TRADEMARK AGENT

**TO
THE BOARD OF DIRECTORS,
MUNJAL AUTO INDUSTRIES LIMITED**

187, GIDC Industrial Estate
Waghodia, Vadodara 391760
Gujarat.

Dear Sir,

Sub: Scrutinizers Report on e-voting conducted in respect of all shareholders' resolutions to be passed at the 32nd Annual General Meeting pursuant to Clause 44 of SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 read with the provisions of Section 108 of the Companies Act, 2013 ("the Act") and Rule 20 of the Companies (Management and Administration) Rules, 2014 ('the Rules').

- (1) I, Devesh A. Pathak, Practising Company Secretary, has been appointed as the scrutinizer by the Board of Directors of MUNJAL AUTO INDUSTRIES LIMITED to conduct the electronic voting process in respect of all shareholders' resolutions bearing serial no. 1 to 6 to be passed at the 32nd Annual General meeting of the Company to be held on Friday, 30th June, 2017 as set out in the Notice dated 22nd May, 2017 with statement setting out materials facts under Section 102 of the Act sent to the Shareholders in respect of the subject matters of the resolutions as appearing in Clause No. 6 of this Report pursuant to Clause 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 108 of the Act and Rule 20 of the Rules.
- (2) The Management of the Company is responsible to ensure the compliance with the requirements of Clause 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the Act and the rules framed thereunder for providing e-voting facility to its shareholders in respect of the aforesaid resolutions. My responsibility as a Scrutinizer for conducting e-voting process is restricted to report on the votes cast 'in favour' or 'against' the aforesaid resolutions 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.





- (3) The e-voting facility remained open from Tuesday, 27th June, 2017 at 9.00 a.m. to Thursday, 29th June, 2017 at 5.00 p.m.
- (4) The members of the Company as on the cut off date i.e. 24th June, 2017 were entitled to vote on the aforesaid resolutions.
- (5) The votes cast were then unblocked on 30th June, 2017 at 4:20 p.m. in presence of two witnesses viz. Ms. Devanshi Doshi and Ms. Reshma Pillai who are not in the employment of the Company and who have signed at the end of the report in token of the same.
- (6) Thereafter, the details, inter alia, containing list of Equity Shareholders who e-voted for/ against each of the resolutions were generated from e-voting system provided by CDSL. A summary of the result in respect of each of the aforesaid resolution is as follows:

ORDINARY BUSINESS

Resolution: 1

**To receive, consider and adopt the Audited Financial Statement of the Company for the year ended on 31st March, 2017, together with the Reports of the Board of Directors' and the Auditors' thereon.
(Ordinary Resolution)**

Sr. No.	Particulars	Electronic Votes			Total (%)
		No. of Members	No. of E-Votes	Total	
1	VOTES CAST	8	37405280	37405280	
2	LESS: INVALID VOTES	0	0	0	
3	VALID VOTES	8	37405280	37405280	100
4	VOTES IN FAVOUR	7	37405278	37405278	100
5	VOTES AGAINST	1	2	2	0*
	TOTAL VALID E- VOTES	8	37405280	37405280	100

*Negligible





Resolution: 2

To declare a final dividend of 100% i.e. Rs. 2/- per equity share on 5,00,00,000 equity shares of Face Value of Rs. 2/- each for financial year 2016-17.

(Ordinary Resolution)

Sr. No.	Particulars	Electronic Votes			
		No. of Members	No. of E-Votes	Total	Total (%)
1	VOTES CAST	8	37405280	37405280	
2	LESS: INVALID VOTES	0	0	0	
3	VALID VOTES	8	37405280	37405280	100
4	VOTES IN FAVOUR	7	37405278	37405278	100
5	VOTES AGAINST	1	2	2	0*
	TOTAL VALID E- VOTES	8	37405280	37405280	100

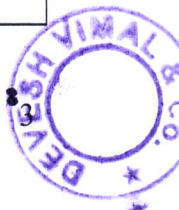
*Negligible

Resolution: 3

To appoint a Director in place of Mr. Anuj Munjal (DIN 02714266) who retires by rotation, and being eligible, offers himself for re-appointment.

(Ordinary Resolution)

Sr. No.	Particulars	Electronic Votes			
		No. of Members	No. of E-Votes	Total	Total (%)
1	VOTES CAST	8	37405280	37405280	
2	LESS: INVALID VOTES	0	0	0	
3	VALID VOTES	8	37405280	37405280	100
4	VOTES IN FAVOUR	6	37404578	37404578	99.998
5	VOTES AGAINST	2	702	702	0.002
	TOTAL VALID BALLOTS	8	37405280	37405280	100



**Resolution: 4**

To appoint M/s. K.C. Mehta & Co., Chartered Accountants (Registration No. FRN 106237W), as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company and to fix their remuneration.

(Ordinary Resolution)

Sr. No.	Particulars	Electronic Votes			
		No. of Members	No. of E-Votes	Total	Total (%)
1	VOTES CAST	8	37405280	37405280	
2	LESS: INVALID VOTES	0	0	0	
3	VALID VOTES	8	37405280	37405280	100
4	VOTES IN FAVOUR	7	37405278	37405278	100
5	VOTES AGAINST	1	2	2	0*
	TOTAL VALID BALLOTS	8	37405280	37405280	100

*Negligible

SPECIAL BUSINESS**Resolution: 5**

To adopt new set of Articles of Association of the Company in line with the Companies Act, 2013.

(Special Resolution)

Sr. No.	Particulars	Electronic Votes			
		No. of Members	No. of E-Votes	Total	Total (%)
1	VOTES CAST	8	37405280	37405280	
2	LESS: INVALID VOTES	0	0	0	
3	VALID VOTES	8	37405280	37405280	100
4	VOTES IN FAVOUR	7	37405278	37405278	100
5	VOTES AGAINST	1	2	2	0*
	TOTAL VALID BALLOTS	8	37405280	37405280	100

*Negligible



**To approve issue of Bonus shares.
(Ordinary Resolution)**

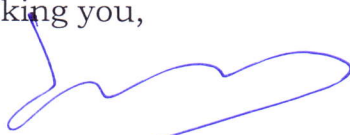
Sr. No.	Particulars	Electronic Votes			Total (%)
		No. of Members	No. of E-Votes	Total	
1	VOTES CAST	8	37405280	37405280	
2	LESS: INVALID VOTES	0	0	0	
3	VALID VOTES	8	37405280	37405280	100
4	VOTES IN FAVOUR	7	37405278	37405278	100
5	VOTES AGAINST	1	2	2	0*
	TOTAL VALID BALLOTS	8	37405280	37405280	100

*Negligible

(7) I have handed over related papers/ registers and records for safe custody to Mr. Rakesh Johari, Company Secretary of the Company authorized by the Board to supervise the process.


(8) You may accordingly declare the result of voting.

Thanking you,



CS Devesh A. Pathak
(FCS No. 4559)

At Vadodara, 1st day of July, 2017

Witnesses to unblocking of e-votes cast


(Devanshi Doshi)




(Reshma Pillai)



CS Devesh A. Pathak

B.Com., LL.B., F.C.S.

CS Vimal Betai

B.Com., A.C.S.

DEVESH VIMAL & CO
PRACTISING COMPANY SECRETARIES

PHONE : 0265-2362962 TEL/FAX : 0265-2362718
E-mail : maildeveshpathak@rediffmail.com
maildpathak@yahoo.co.in

204/5, GARDEN VIEW, NEAR KAMATI BAUG CIRCLE
SAYAJIGUNJ, VADODARA-390 020
REGD. TRADEMARK AGENT

Date: 1st July, 2017.

TO
THE BOARD OF DIRECTORS,
MUNJAL AUTO INDUSTRIES LIMITED
187, GIDC Industrial Estate
Waghodia, Vadodara 391760
Gujarat

Dear Sir,

1. I, Devesh A. Pathak, Practising Company secretary in Practice, have been appointed as scrutinizer by
 - (i) The Board of Directors of Munjal Auto Industries Limited at its Meeting held on 22nd June, 2017 for the purpose of conducting the e-voting process in respect of all shareholders' resolutions to be passed at the 32nd Annual General Meeting (AGM) pursuant to Clause 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the provisions of Section 108 of the Companies Act, 2013 ('the Act') and Rule 20 of the Companies (Management and Administration) Rules, 2014 ('the Rules')
 - (ii) The Chairman of the 32nd Annual General Meeting held on 30th June, 2017 to conduct a poll under the provisions of Section 109 and other applicable provisions, if any, of the Act read with Rule 21 of the Rules, in respect of the resolutions to be passed at the AGM of the members of the Company, held at Registered Office of the Company at 187, GIDC Industrial Estate, Waghodia, Vadodara - 391760.
2. The Management of the Company is responsible to ensure the compliance with the requirements of Clause 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the Act and Rules relating to e-voting and poll in respect of the aforesaid resolutions. My responsibility as a scrutinizer for the e-voting process and for poll at AGM is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency engaged by the Company to provide e-voting facilities for e-voting and also at the time of poll at the AGM.





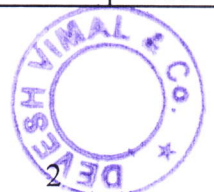
3. I have issued separate Scrutinizer's Report dtd 1st July, 2017 on the e-voting (including ballots) separate report on the Poll dtd. 1st July, 2017 on the poll on the aforesaid resolutions. As requested by the management, I submit combined report for e-voting (including ballots) and poll in respect of aforesaid resolutions as follows:

Sr. No.	Particulars Ballots/E-Votes	Resolution-1 (Ordinary Resolution)						
		No. of Ballots in poll /Electronic Votes (including ballot)			No. of Votes			%
		No. of Ballots in poll	No. of E-Voter	Total	Physical	Electronic	Total	
1	BALLOTS/E-VOTES RECEIVED	32	8	40	8327	37405280	37413607	
2	LESS: INVALID BALLOTS/E-VOTES	0	0	0	0	0	0	
3	VALID BALLOTS/E-VOTES	32	8	40	8327	37405280	37413607	100
4	BALLOTS/E-VOTES IN FAVOUR	32	7	39	8327	37405278	37413605	100
5	BALLOTS/E-VOTES AGAINST	0	1	1	0	2	2	0*
	TOTAL VALID BALLOTS/E-VOTES	32	8	40	8327	37405280	37413607	100

*Negligible

Sr. No.	Particulars Ballots/E-Votes	Resolution-2 (Ordinary Resolution)						
		No. of Ballots in poll /Electronic Votes (including ballot)			No. of Votes			%
		No. of Ballots in poll	No. of E-Voter	Total	Physical	Electronic	Total	
1	BALLOTS/E-VOTES RECEIVED	32	8	40	8327	37405280	37413607	
2	LESS: INVALID BALLOTS/E-VOTES	0	0	0	0	0	0	
3	VALID BALLOTS/E-VOTES	32	8	40	8327	37405280	37413607	100
4	BALLOTS/E-VOTES IN FAVOUR	32	7	39	8327	37405278	37413605	100
5	BALLOTS/E-VOTES AGAINST	0	1	1	0	2	2	0*
	TOTAL VALID BALLOTS/E-VOTES	32	8	40	8327	37405280	37413607	100

*Negligible





Sr. No.	Particulars	Resolution-3 (Ordinary Resolution)						
		No. of Ballots in poll / Electronic Votes (including ballot)			No. of Votes			%
		No. of Ballots in poll	No. of E-Voter	Total	Physical	Electronic	Total	Total
1	BALLOTS/E-VOTES RECEIVED	32	8	40	8327	37405280	37413607	
2	LESS: INVALID BALLOTS/E-VOTES	0	0	0	0	0	0	
3	VALID BALLOTS/E-VOTES	32	8	40	8327	37405280	37413607	100
4	BALLOTS/E-VOTES IN FAVOUR	32	6	38	8327	37404578	37412905	99.998
5	BALLOTS/E-VOTES AGAINST	0	2	2	0	702	702	0.002
	TOTAL VALID BALLOTS/E-VOTES	32	8	40	8327	37405280	37413607	100

Sr. No.	Particulars	Resolution-4 (Ordinary Resolution)						
		No. of Ballots in poll / Electronic Votes (including ballot)			No. of Votes			%
		No. of Ballots in poll	No. of E-Voter	Total	Physical	Electronic	Total	Total
1	BALLOTS/E-VOTES RECEIVED	32	8	40	8327	37405280	37413607	
2	LESS: INVALID BALLOTS/E-VOTES	0	0	0	0	0	0	
3	VALID BALLOTS/E-VOTES	32	8	40	8327	37405280	37413607	100
4	BALLOTS/E-VOTES IN FAVOUR	32	7	39	8327	37405278	37413605	100
5	BALLOTS/E-VOTES AGAINST	0	1	1	0	2	2	0*
	TOTAL VALID BALLOTS/E-VOTES	32	8	40	8327	37405280	37413607	100

*Negligible





Sr. No.	Particulars Ballots/E-Votes	Resolution-5 (Special Resolution)						
		No. of Ballots in poll /Electronic Votes (including ballot)			No. of Votes			%
		No. of Ballots in poll	No. of E-Voter	Total	Physical	Electronic	Total	
1	BALLOTS/E-VOTES RECEIVED	32	8	40	8327	37405280	37413607	
2	LESS: INVALID BALLOTS/E-VOTES	0	0	0	0	0	0	
3	VALID BALLOTS/E-VOTES	32	8	40	8327	37405280	37413607	100
4	BALLOTS/E-VOTES IN FAVOUR	32	7	39	8327	37405278	37413605	100
5	BALLOTS/E-VOTES AGAINST	0	1	1	0	2	2	0*
	TOTAL VALID BALLOTS/E-VOTES	32	8	40	8327	37405280	37413607	100

*Negligible

Sr. No.	Particulars Ballots/E-Votes	Resolution-6 (Ordinary Resolution)						
		No. of Ballots in poll /Electronic Votes (including ballot)			No. of Votes			%
		No. of Ballots in poll	No. of E-Voter	Total	Physical	Electronic	Total	
1	BALLOTS/E-VOTES RECEIVED	32	8	40	8327	37405280	37413607	
2	LESS: INVALID BALLOTS/E-VOTES	0	0	0	0	0	0	
3	VALID BALLOTS/E-VOTES	32	8	40	8327	37405280	37413607	100
4	BALLOTS/E-VOTES IN FAVOUR	32	7	39	8327	37405278	37413605	100
5	BALLOTS/E-VOTES AGAINST	0	1	1	0	2	2	0*
	TOTAL VALID BALLOTS/E-VOTES	32	8	40	8327	37405280	37413607	100

*Negligible





(4) I have handed over related papers/ registers and records for safe custody to Mr. Rakesh Johari, Company Secretary of the Company authorized by the board to supervise the process.

(5) You may accordingly declare the result of voting.

Thanking You,

Yours faithfully,

CS DEVESH A. PATHAK

Practising Company Secretary
Membership no. 4559

Place: Vadodara

Date: 1st July, 2017

