



MUNJAL AUTO
INDUSTRIES LIMITED
Waghodia Plant

Date: March 30, 2019

To,

BSE Limited

Phiroze Jeejeebhoy Towers

Dalal Street

Mumbai – 400 001

By e-mail: corp.relations@bseindia.com

Per Fax: +91 22 2272 3121 / 2037

Stock code No. **520059**

National Stock Exchange of India Limited

Exchange Plaza, Plot No. C/1, G Block,

Bandra Kurla Complex, Bandra (East)

Mumbai - 400051

By e-mail: cmlist@nse.co.in

Per Fax: +91 22 2659 8237 /38

Stock code No. **MUNJALAU**

- Subject** - Voting Results of Postal Ballots (including e- voting) pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "Listing Regulations")
- Scrutinizer Report

Dear Sir,

Pursuant to Section 108 and 110 of the Companies Act, 2013 ('the Act') read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Listing Regulations, 2015, the Company conducted Postal Ballot (including e-voting) for seeking approval of shareholders for :-

1. Approval for continuation of Directorship of Mr. Naresh Kumar Chawla (DIN: 00007842) as Non-executive Independent Director: (Special Resolution)
2. Approval for continuation of Directorship of Mr. Sudesh Kumar Duggal (DIN: 00566943) as Non-executive Independent Director: (Special Resolution)
3. Approval for continuation of Directorship of Mr. Jal Ratanshaw Patel (DIN: 00065021) as Non-executive Independent Director: (Special Resolution)

In this context, we wish to inform you that the shareholders of the Company have approved the aforesaid proposed special resolutions by the Company with requisite majority.

Enclosed herewith are the results of Postal Ballot (including e- voting) in the format prescribed under Regulation 44 of the Listing Regulations (Annexure -1) along with the Scrutinizers Report (Annexure -2) dated 29th March, 2019.

You are requested to kindly take the above mentioned information and documents on your records.

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Thanking you.

Yours Faithfully,
For **Munjal Auto Industries Limited**

Rakesh Johari

Rakesh Johari
Company Secretary
ACS19153

Enclosures:

1. Annexure-1: Report under Regulation 44 of the Listing Regulations
2. Annexure-2: Scrutinizers Report



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Annexure 1

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

Date of the AGM/ EGM	NA
Total number of shareholders on record date/ cut off date (i.e. the cut-off date for determining shareholders entitled to e-voting - February 22, 2019)	29,439
No. of shareholders present in the meeting in person or through proxy	
- Promoters and Promoter group	NA
- Public	NA
No. of shareholders attended the meeting through Video conferencing	
- Promoters and Promoter Group	NA
- Public	

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DETAILS OF THE AGENDA

Resolution Required: (Special)		Approval for continuation of Directorship of Mr. Naresh Kumar Chawla (DIN: 00007842) as Non-executive Independent Director						
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	7,48,06,450	7,48,06,450	100.00	7,48,06,450	0	100.00	0.00
	Poll		0	0	0	0	0	0.00
	Postal Ballot		0	0	0	0	0	0.00
	Total		7,48,06,450	100.00	7,48,06,450	0	100.00	0.00
Public Institutions	E-Voting	1,55,645	0	0	0	0	0	0.00
	Poll		0	0	0	0	0	0.00
	Postal Ballot		0	0	0	0	0	0.00
	Total		0	0	0	0	0	0.00
Public Non Institutions	E-Voting	2,50,37,905	15,134	0.0604	4,434	10,700	29.2983	70.7017
	Poll		0	0	0	0	0	0
	Postal Ballot		10,722	0.0428	10,722	0	100.00	0
	Total		25,856	0.1033	15,156	10,700	58.6170	41.3830
Grand Total		10,00,00,000	7,48,32,306	74.8323	7,48,21,606	10,700	99.9857	0.0143



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Resolution Required: (Special)		Approval for continuation of Directorship of Mr. Sudesh Kumar Duggal (DIN: 00566943) as Non-executive Independent Director						
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	7,48,06,450	7,48,06,450	100.00	7,48,06,450	0	100.00	0.00
	Poll		0	0	0	0	0	0.00
	Postal Ballot		0	0	0	0	0	0.00
	Total		7,48,06,450	100.00	7,48,06,450	0	100.00	0.00
Public Institutions	E-Voting	1,55,645	0	0	0	0	0	0.00
	Poll		0	0	0	0	0	0.00
	Postal Ballot		0	0	0	0	0	0.00
	Total		0	0	0	0	0	0.00
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Grand Total		10,00,00,000	7,48,32,306	74.8323	7,48,21,606	10,700	99.9857	0.0143



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Resolution Required: (Special)		Approval for continuation of Directorship of Mr. Jal Ratanshaw Patel (DIN: 00065021) as Non-executive Independent Director						
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	7,48,06,450	7,48,06,450	100.00	7,48,06,450	0	100.00	0.00
	Poll		0	0	0	0	0	0.00
	Postal Ballot		0	0	0	0	0	0.00
	Total		7,48,06,450	100.00	7,48,06,450	0	100.00	0.00
Public Institutions	E-Voting	1,55,645	0	0	0	0	0	0.00
	Poll		0	0	0	0	0	0.00
	Postal Ballot		0	0	0	0	0	0.00
	Total		0	0	0	0	0	0.00
Public Non Institutions	E-Voting	2,50,37,905	15,134	0.0604	4,434	10,700	29.2983	70.7017
	Poll		0	0	0	0	0	0
	Postal Ballot		10,722	0.0428	10,722	0	100.00	0
	Total		25,856	0.1033	15,156	10,700	58.6170	41.3830
Grand Total		10,00,00,000	7,48,32,306	74.8323	7,48,21,606	10,700	99.9857	0.0143



CS Devesh A. Pathak
B.Com., LL.B., F.C.S.

DEVESH PATHAK & ASSOCIATES

PRACTISING COMPANY SECRETARIES

REGD. INSOLVENCY PROFESSIONAL

REGD. TRADE MARKS AGENT

PHONE : (0265) 2562158 / 75 MOBILE : 98240 92589
E-mail : maildeveshpathak@rediffmail.com
maildpathak@yahoo.co.in

FIRST FLOOR, 51, UDYOGNAGAR SOCIETY,
NEAR AYURVEDIC COLLEGE, OUTSIDE PANIGATE,
VADODARA-390 019

SCRUTINIZER'S COMBINED REPORT

To,
Chairman & Managing Director
MUNJAL AUTO INDUSTRIES LIMITED
187, G.I.D.C. Industrial Estate,
Waghodia,
Vadodara - 391760

Date-29th March, 2019

Dear Sir,

1. The Board of Directors of MUNJAL AUTO INDUSTRIES LIMITED (the Company) has appointed me as a Scrutinizer on 9th February, 2019 for conducting the Postal Ballot voting process (including e-voting) for **seeking approval on the resolutions mentioned below, subject to approval of requisite authorities.**
2. In this Backdrop, I submit my report as under.
 - a) I have been informed by the Company that the dispatch of notice in respect of Postal Ballot Forms along with postage prepaid business reply envelope to its members pursuant to Section 110 of the Companies Act, 2013 completed on 27th February, 2019.
 - b) The notice of dispatch was published in two newspapers i.e. 'The Economic Times' Ahmedabad edition of English language and 'The Economic Times' Ahmedabad edition of Gujarati language on 28th February, 2019. The Company has also provided e-voting facility to its shareholders.
 - c) Particulars of all the physical Postal Ballot Forms received from the Shareholders as also e-voting by the Shareholders have been entered in a Register as per Annexure - A & B respectively separately maintained for the purpose.
 - d) The Postal Ballot Forms were kept under my safe custody before commencing the scrutiny of such Postal Ballot Forms.





e) All Postal Ballot Forms (physical & electronic both) received up to the close of working hours on the last date and time fixed by the Company were considered for my scrutiny.

f) I did not find any defaced or mutilated Postal Ballot Forms.

3. A summary of the Postal Ballot Forms (including e-voting) from shareholders received is given below:

RESOLUTION 1: Approval for continuation of Directorship of Mr. Naresh Kumar Chawla (DIN: 00007842) as Non-executive Independent Director: (Special Resolution).

Particulars	No. of Shares (through Postal Ballot)	No. of Shares (through E-Voting)	Total No. of shares	% of Total Net Valid Votes (in percentage)
Total No. of Votes received	10724	74821584	74832308	
Total No. of Invalid Votes	2*	0	2	
Net valid total number of votes cast	10722	74821584	74832306	100%
Total No. of Votes cast in favour of the Resolution	10722	74810884	74821606	99.99%
Total No. of Votes cast against the Resolution	0	10700	10700	0.01%

***Invalid as no assent or dissent received.**



RESOLUTION 2: Approval for continuation of Directorship of Mr. Sudesh Kumar Duggal, (DIN: 00566943) as Non-executive Independent Director: (Special Resolution)

Particulars	No. of Shares (through Postal Ballot)	No. of Shares (through E-Voting)	Total No. of shares	% of Total Net Valid Votes (in percentage)
Total No. of Votes received	10724	74821584	74832308	
Total No. of Invalid Votes	2*	0	2	
Net valid total number of votes cast	10722	74821584	74832306	100%
Total No. of Votes cast in favour of the Resolution	10722	74810884	74821606	99.99%
Total No. of Votes cast against the Resolution	0	10700	10700	0.01%

***Invalid as no assent or dissent received.**



RESOLUTION 3: Approval for continuation of Directorship of Mr. Jal Ratanshaw Patel, (DIN: 00065021) as Non-executive Independent Director: (Special Resolution)

Particulars	No. of Shares (through Postal Ballot)	No. of Shares (through E-Voting)	Total No. of shares	% of Total Net Valid Votes (in percentage)
Total No. of Votes received	10724	74821584	74832308	
Total No. of Invalid Votes	2*	0	2	
Net valid total number of votes cast	10722	74821584	74832306	100%
Total No. of Votes cast in favour of the Resolution	10722	74810884	74821606	99.99%
Total No. of Votes cast against the Resolution	0	10700	10700	0.01%

***Invalid as no assent or dissent received.**

4. I have handed over the physical Postal Ballot Forms and other related papers/registers and records for safe custody to Mr. Rakesh Johari, Company Secretary of the Company authorized by the Board to supervise the Postal ballot process.
5. You may accordingly declare the result of the voting by Postal Ballot.

Thanking you,
Yours faithfully,

CS Devesh A. Pathak
FCS 4559
Scrutinizer



Date: 29th March, 2019
Place: Vadodara