## AUSTIN ENGINEERING COMPANY LIMITED

Aec/bse/2018/
September 26, 2018
To,
Bombay Stock Change Limited Corporate Relationship Department, $1^{\text {st }}$ Floor, New Trading Ring, Rotunda Building, P.J Towers, Dalal Street Fort, Mumbai-400001

Sub: - 40th Annual General Meeting held on $\mathbf{2 6}^{\text {th }}$ September, 2018.

## Dear Sir/Ma'am,

We submit herewith the following with respect $40^{\text {th }}$ Annual General Meeting of the Company held on $26^{\text {th }}$ September, 2018 at Registered Office of the Company.

1. Voting Results pursuant to Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulation 2015.
2. Scrutinizers Report of M/s. K J Shah \& Co., Company Secretary, Ahmedabad on combined remote E-voting and Physical Ballot taken at the Annual General Meeting dated $26^{\text {th }}$ September, 2018 pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules 2014.

All the Resolutions place for approval at the $40^{\text {th }}$ Annual General Meeting as set out in the Notice dated $28^{\text {th }}$ May, 2018 have been passed by the Members with requisite majority.

Kindly take on your record.
Thanking you,
Yours Faithfully
For Austin Engineering Company Limited,
RBirnthuni
Rajan R Bambhania
Managing Director
DIN : 00146211


[In pursuant to Regulation 44 (3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015]
Voting Results

| Date of the AGM/EGM | $26^{\text {th }}$ September, 2018 |
| :--- | ---: |
| Total number of shareholders on record date | 4642 |
| No. of shareholders present in the meeting either in person <br> or through proxy: | 36 |
| Promoters and Promoter Group: | 4 |
| Public: | 32 |
| No. of Shareholders attended the meeting through Video <br> Conferencing | 0 |
| Promoters and Promoter Group: | 0 |
| Public | 0 |


| Resolution |  |  | 1(a): To receive, consider, and adopt the Audited Standalone financial statement of the Company for the financial year ended on $31^{\text {st }}$ March, 2018 together with report of the Board of Directors and Auditors thereon <br> 1 (B): the Audited consolidated financial statement of the Company for the financial year ended on $31^{\text {st }}$ March, 2018 together with report of Auditors thereon. |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Resolution required: (Ordinary/ 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 $\begin{aligned} & (3)=[(2) /(1)]^{*} \\ & 100 \end{aligned}$ | No. of Votesin favour | No. of Votes against (5) | \% of Votes in favour on votes polled $(6)=[(4) /(2)] * 100$ | \% of Votes against on votes polled $(7)=[(5) /(2)] * 100$ |
| Promoter and Promoter Group | E-Voting | 1186507 | 1186507 | 100 | 1186507 | 0 | 100 | 0 |
|  | Poll |  |  |  |  |  |  |  |
|  | Postal Ballot (if applicable) | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
|  | Total | 1186507 | 1186507 | 100 | 1186507 | 0 | 100 | 0 |
| PublicInstitutions | E-Voting |  |  |  |  |  |  |  |
|  | Poll |  |  |  |  |  |  |  |
|  | Postal Ballot (if applicable) |  |  |  |  |  |  |  |
|  | Total |  |  |  |  |  |  |  |
| Public- Non Institutions | E-Voting | 6650 | 6650 | 100 | 6650 | 0 | 100 | 0 |
|  | Poll |  |  | - | - |  |  |  |
|  | Postal Ballot (if applicable) | 7904 | 7894 | 99.87 | 7894 | 0 | 99.87 | 0 |
|  | Total | 14554 | 14544 |  | 14544 |  |  |  |
| Total |  | $1201061^{\circ}$ | 1201051 |  | 1201051 |  |  |  |


| Resolution |  |  | 2. To appoint a Director in place of Narottam Chhaganlal Vadagama who, retires by rotation and being eligible offers himself for re- appointment. |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Resolution required: (Ordinary/ Special) |  |  | Ordinary |  |  |  |  |  |
| Whether promoter/ promoter group are interested in the agenda/resolution? |  |  | Yes |  |  |  |  |  |
| Category | Mode of Voting | No. of shares held (1) | No. of Votes Polled (2) | \% of Votes Polled on outstanding shares $\begin{aligned} & (3)=[(2) /(1)]^{*} \\ & 100 \end{aligned}$ | No. of Votesin favour | No. of Votes against (5) | \% of Votes in favour on votes polled $(6)=[(4) /(2)] * 100$ | \% of Votes against on votes polled $(7)=[(5) /(2)] * 100$ |
| Promoter and Promoter Group | E-Voting | 1186507 | 1186507 | 100 | 1052507 | 134000 | 86.62 | 13.38 |
|  | Poll |  |  |  |  |  |  |  |
|  | Postal Ballot (if applicable) | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
|  | Total | 1186507 | 1186507 | 100 | 1052507 | 134000 | 86.62 | 13.38 |
| PublicInstitutions | E-Voting |  |  |  |  |  |  |  |
|  | Poll |  |  |  |  |  |  |  |
|  | Postal Ballot (if applicable) |  |  |  |  |  |  |  |
|  | Total |  |  |  |  |  |  |  |
| Public- Non Institutions | E-Voting | 6650 | 6650 | 100 | 6650 | 0 | 100 | 0 |
|  | Poll |  |  |  |  |  |  |  |
|  | Postal Ballot (if applicable) | 7904 | 7894 | 99.87 | 7894 | 0 | 99.87 | 0 |
|  | Total | 14554 | 14544 |  | 14544 | 0 |  |  |
| Total |  | 1201061 | 1201051 |  | 1067051 | 134000 |  |  |


| Resolution |  |  | 3. To consider and appoint M/s H.R. Dewani \& Co. as Statutory Auditors of the Company for a period of 5 (Five) years |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Resolution required: (Ordinary/ Special) |  |  | Ordinary |  |  |  |  |  |
| Whether promoter/ promoter group are interested in the agenda/resolution? |  |  | No |  |  |  |  |  |
| Category | Mode of Voting | No. of shares held <br> (1) | No. of Votes Polled (2) | \% of Votes Polled on outstanding shares $\begin{aligned} & (3)=[(2) /(1)]^{*} \\ & 100 \end{aligned}$ | No. of Votesin favour (4) | No. of Votes against (5) | \% of Votes in favour on votes polled $(6)=[(4) /(2)] * 100$ | \% of Votes against on votes polled $(7)=[(5) /(2)] * 100$ |
| Promoter and Promoter Group | E-Voting | 1186507 | 1186507 | 100 | 1186507 | 0 | 100 | 0 |
|  | Poll |  |  |  | - |  |  |  |
|  | Postal Ballot (if applicable) | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
|  | Total | 1186507 | 1186507 | 100 | 1186507 | 0 | 100 | 0 |
| PublicInstitutions | E-Voting |  |  |  |  |  |  |  |
|  | Poll |  |  |  |  |  |  |  |
|  | Postal Ballot (if applicable) |  |  |  |  |  |  |  |
|  | Total |  |  |  |  |  |  |  |
| Public- Non Institutions | E-Voting | 6650 | 6650 | 100 | 6650 | 0 | 100 | 0 |
|  | Poll |  |  |  |  |  |  |  |
|  | Postal Ballot (if applicable) | 7904 | 7894 | 99.87 | 7894 | 0 | 99.87 | 0 |
|  | Total | 14554 | 14544 |  | 14544 | 0 |  |  |
| Total |  | 1201061 | 1201051 |  | 1201051 | 0 |  |  |


| Resolution |  |  | 2. To appoint a Director in place of Narottam Chhaganlal Vadagama who, retires by rotation and being eligible offers himself for re- appointment. |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Resolution required: (Ordinary/ Special) |  |  | Ordinary |  |  |  |  |  |
| Whether promoter/ promoter group are interested in the agenda/resolution? |  |  | Yes |  |  |  |  |  |
| Category | Mode of Voting | No. of shares held <br> (1) | No. of Votes Polled <br> (2) | \% of Votes Polled on outstanding shares $\begin{aligned} & (3)=[(2) /(1)]^{*} \\ & 100 \end{aligned}$ | No. of Votesin favour | No. of Votes against (5) | \% of Votes in favour on votes polled $(6)=[(4) /(2)]^{*} 100$ | \% of Votes against on votes polled $(7)=[(5) /(2)] * 100$ |
| Promoter and Promoter Group | E-Voting | 1186507 | 1186507 | 100 | 1052507 | 134000 | 86.62 | 13.38 |
|  | Poll |  |  |  |  |  |  |  |
|  | Postal Ballot (if applicable) | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
|  | Total | 1186507 | 1186507 | 100 | 1052507 | 134000 | 86.62 | 13.38 |
| PublicInstitutions | E-Voting |  |  |  |  |  |  |  |
|  | Poll |  |  |  |  |  |  |  |
|  | Postal Ballot (if applicable) |  |  |  |  |  |  |  |
|  | Total |  |  |  |  |  |  |  |
| Public- Non Institutions | E-Voting | 6650 | 6650 | 100 | 6650 | 0 | 100 | 0 |
|  | Poll |  |  |  |  |  |  |  |
|  | Postal Ballot (if applicable) | 7904 | 7894 | 99.87 | 7894 | 0 | 99.87 | 0 |
|  | Total | 14554 | 14544 |  | 14544 | 0 |  |  |
| Total |  | 1201061 | 1201051 |  | 1067051 | 134000 |  |  |


| Resolution |  |  | 3. To consider and appoint M/s H.R. Dewani \& Co. as Statutory. Auditors of the Company for a period of 5 (Five) years |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Resolution required: (Ordinary/ Special) |  |  | Ordinary |  |  |  |  |  |
| Whether promoter/ promoter group are interested in the agenda/resolution? |  |  | No |  |  |  |  |  |
| Category | Mode of Voting | No. of shares held (1) | No. of Votes Polled <br> (2) | \% of Votes Polled on outstanding shares $\begin{aligned} & (3)=[(2) /(1)]^{*} \\ & 100 \end{aligned}$ | No. of Votesin favour | No. of Votes against (5) | \% of Votes in favour on votes polled $(6)=[(4) /(2)] * 100$ | \% of Votes against on votes polled $(7)=[(5) /(2)] * 100$ |
| Promoter and Promoter Group | E-Voting | 1186507 | 1186507 | 100 | 1186507 | 0 | 100 | 0 |
|  | Poll |  |  |  | . |  |  |  |
|  | Postal Ballot (if applicable) | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
|  | Total | 1186507 | 1186507 | 100 | 1186507 | 0 | 100 | 0 |
| PublicInstitutions | E-Voting |  |  |  |  |  |  |  |
|  | Poll |  |  |  |  |  |  |  |
|  | Postal Ballot (if applicable) |  |  |  |  |  |  |  |
|  | Total |  |  |  |  |  |  |  |
| Public- Non Institutions | E-Voting | 6650 | 6650 | 100 | 6650 | 0 | 100 | 0 |
|  | Poll |  |  |  |  |  |  |  |
|  | Postal Ballot (if applicable) | 7904 | 7894 | 99.87 | 7894 | 0 | 99.87 | 0 |
|  | Total | 14554 | 14544 |  | 14544 | - 0 |  |  |
| Total |  | 1201061 | 1201051 |  | 1201051 | 0 |  |  |


| Resolution |  |  | 4. Appointment of Rajan Ramniklal Bambhania as Managing director for 5 years |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Resolution required: (Ordinary/ Special) |  |  | Special |  |  |  |  |  |
| Whether promoter/ promoter group are interested in the agenda/resolution? |  |  | No |  |  |  |  |  |
| Category | Mode of Voting | No. of shares held | No. of Votes Polled (2) | \% of Votes Polled on outstanding shares $\begin{aligned} & (3)=[(2) /(1)]^{*} \\ & 100 \end{aligned}$ | No. of Votesin favour | No. of Votes against (5) | \% of Votes in favour on votes polled $(6)=[(4) /(2)] * 100$ | \% of Votes against on votes polled $(7)=[(5) /(2)] * 100$ |
| Promoter and Promoter Group | E-Voting | 1186507 | 1186507 | 100 | 1186507 | 0 | 100 | 0 |
|  | Poll |  |  |  |  |  |  |  |
|  | Postal Ballot (if applicable) | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
|  | Total | 1186507 | 1186507 | 100 | 1186507 | 0 | 100 | 0 |
| PublicInstitutions | E-Voting |  |  |  |  |  |  |  |
|  | Poll |  |  |  |  |  |  |  |
|  | Postal Ballot (if applicable) |  |  |  |  |  |  |  |
|  | Total |  |  |  |  |  |  |  |
| Public- Non Institutions | E-Voting | 6650 | 6650 | 100 | 6650 | 0 | 100 | 0 |
|  | Poll |  |  |  |  |  |  |  |
|  | Postal Ballot (if applicable) | 7904 | 7894 | 99.87 | 7894 | 0 | 99.87 | 0.13 |
|  | Total | 14554 | 14544 |  | 14544 | 0 |  | 0 |
| Total |  | 1201061 | 1201051 |  | 1201051 | 0 |  | 0 |


| Resolution |  |  | 5. Appointment of Narottam Chhaganlal Vadgama on completing his age of 70 years as Whole-time director for 5 years |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Resolution required: (Ordinary/ Special) |  |  | Special |  |  |  |  |  |
| Whether promoter/ promoter group are interested in the agenda/resolution? |  |  | No |  |  |  |  |  |
| Category | Mode of Voting | No. of shares held <br> (1) | No. of Votes Polled | \% of Votes Polled on outstanding shares $\begin{array}{\|l} (3)=[(2) /(1)]^{*} \\ 100 \\ \hline \end{array}$ | No. of Votesin favour (4) | No. of Votes against (5) | \% of Votes in favour on votes polled $(6)=[(4) /(2)]^{*} 100$ | \% of Votes against on votes polled $(7)=[(5) /(2)] * 100$ |
| Promoter and Promoter Group | E-Voting | 1186507 | 1186507 | 100 | 1052507 | 134000 | 86.62 | 13.38 |
|  | Poll |  |  |  |  |  |  |  |
|  | Postal Ballot (if applicable) | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
|  | Total | 1186507 | 1186507 | 100 | 1052507 | 134000 | 86.62 | 13.38 |
| PublicInstitutions | E-Voting |  |  |  |  |  |  |  |
|  | Poll |  |  |  |  |  |  |  |
|  | Postal Ballot (if applicable) |  |  |  |  |  |  |  |
|  | Total |  |  |  |  |  |  |  |
| Public- Non Institutions | E-Voting | 6650 | 6650 | 100 | 6650 | 0 | 100 | 0 |
|  | Poll |  |  |  |  |  |  |  |
|  | Postal Ballot (if applicable) | 7904 | 7894 | 99.87 | 7894 | 0 | $99.87$ | 0 |
|  | Total | 14554 | 14544 |  | 14544 | 0 |  |  |
| Total |  | 1201061 | 1201051 |  | 1067051 | 134000 |  |  |

K. J. SHAH \& CO. Company Secretaries

# SCRUTINIZER REPORT <br> "Pursuant to Section 108 of the Companies Act 2013 and Rule 20(XI) of the Companies (Management and Administration) Rules, 2014" 

To,<br>The Chairman<br>Austin Engineering Company Limited<br>Village: Patla, Bhesan, District: Junagadh<br>Gujarat-362030

Subject: Scrutinizer Report on the "Remote E-Voting" and "Voting through Ballot" at the meeting in respect of the resolution contained in the Notice of $40^{\text {th }}$ Annual General Meeting of Austin Engineering Company Limited held on Wednesday, $26^{\text {th }}$ September, 2018 at 11:00 am.

Dear Sir,
A. I, Mr. Kaushik Shah of K J Shah \& Company, Practicing Company Secretary, has been appointed as the Scrutinizer of Austin Engineering Company Limited ["The Company"] vide a resolution passed by Board of Directors at their meeting held on $28^{\text {th }}$ May, 2018 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 \& 21 of the Companies (Management and Administration) Rules, 2014 and also pursuant to Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 to carry out the scrutiny of the Remote E-voting and voting through Ballot at the aforesaid Annual General Meeting in respect of 5 resolutions as mentioned herein below and as contained in the notice of the said Annual general Meeting ("said AGM", herein after).
B. Pursuant to the provisions of section 108 of the Companies Act 2013, read with relevant rules thereof and also pursuant to Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, we have conducted the scrutiny of the aforesaid "Remote E-voting" and "Voting through Ballot" at the said Annual General Meeting, in respect of aforesaid resolutions numbers 01 to 05 , I submit my report hereunder:


1 | Page
(i) As per the information provided to me, by the officers of the Company, the Company has completed on, the dispatch of relevant notices dated 28 ${ }^{\text {h }}$ May, 2018 along with statement setting out material facts under section 102 of the Companies Act 2013 convening the said Annual General Meeting to the member of the Company by the applicable mode. Further, I have been informed by the officers of the Company and have personally verified that the relevant notice of the aforesaid Annual General Meeting has been placed on the website of the Company.
(ii) The relevant notice of the said Annual General Meeting, mentioned, interalia, that the business would be transacted through Remote E-voting system and through Ballot/ Polling Paper at the venue of the said Annual General Meeting, the necessary facilities whereof were being provided by the Company.
(iii) I have been shown by the officers of the Company, the relevant advertisement of the said notice in The Indian Express (English) and The Financial Express (Gujarati) published on $06^{\text {th }}$ September, 2018containing the following information:
a. Statement that the business may be transacted by Remote E-voting.
b. Statement that dispatch of notices of the said Annual General Meeting was completed.
c. Statement that the period of Remote E-voting would commence Sunday at 9:00 A.M. on $23^{\text {rd }}$ day of September, 2018 and ends at 5:00 P.M. on $25^{\text {th }}$ day of September, 2018 Tuesday.
d. Statement that Business may be transacted by Voting through Ballot/ Polling paper at the venue of the said Annual general Meeting, only by those members who had not participated in the said remote E voting.
e. Statement that the members who cast their vote by remote E Voting may attend the said Annual general Meeting but would not be entitled to cast their vote once again.
f. The statement that remote E Voting shall not be allowed beyond the said date and time, as mentioned in (c) above and that the remote E.Voting Module shall be disable by Central Depository Services Limited upon expiry of said date and time, as mentioned in (c) above.
g. Website address of the Company and of Central Depository Services Limited (CDSL, here in after), where notice of said Annual general Meeting was displayed.

## h. Contact details, in case of queries/ grievances connected with Remote E Voting.

(iv) That to the best of my understanding, the Remote E Voting for the aforesaid resolutions was opened for three days ie. from 9:00 A.M. on $23^{\text {rd }}$ September, 2018 to 5:00 P.M. on 25 ${ }^{\text {th }}$ September, 2018.
(v) That to the best of my understanding the portal ie., https://www.evotingindia.com, where Remote E Voting process was provided, was blocked at 5:00 P.M. on $\mathbf{2 5}^{\text {th }}$ September, 2018.
(vi) That after discussions on the above 5 resolution at the said AGM were over, a facility for casting the vote by ballot / polling paper at the venue of the said AGM was provided to those members who wanted to cast their votes by said ballot / polling paper.
(vii) That the said Remote E Voting at portal https://www.evotingindia.com was unblocked by me at $\mathbf{1 1 . 3 3}$ A.M. on $26^{\text {th }}$ September, 2018 that is after the voting by Ballot/Polling Paper were completed and counted. The said Remote E voting was unblocked by me in the presence of following persons.
a. Mr. Yusuf Alimahmod Sama
b. Mr. Sanjay Ravjibhai Chauhan

who are not in the employment of the Company and who have put their signature alongside their name as above.
(viii) The results containing the details of votes cast by Remote $E$ voting mode has been provided to me by CDSL, the agency which was appointed by the company to provide and maintain and which provided and maintained the Remote E voting Platform for the aforesaid remote E voting, in respect of aforesaid 5 resolutions.
(ix) The relevant details of the aforesaid Remote E voting Process in respect of aforesaid resolutions have been entered in to registers, electronically as per the provisions of Rule $20(3)$ (xii) of the Companies (Management and Administration) Rules, 2014 read with Section 108 of Companies Act, 2013 and are available as on this day at the website https://www.evotingindia.com
(x) The cut-off date for determining the eligibility to cast vote was $19^{\text {th }}$ September, 2018 and such persons who were the members of Company as on the said cutoff date were entitled to cast their vote either by Remote E voting or through Ballot at the said AGM on the relevant resolutions.
C. That the details of voting, through Remote E Voting and through Ballot at the said AGM in respect of the said 5 resolutions have been submitted separately vide Annexure " A "
D. That the comprehensive chart showing the details of vote cast through Remote E Voting and through ballot at the AGM of the Company is attached with this report as Annexure "B"
E. The Ballot/poll papers and all others relevant records were sealed and handed over to the Chairman of the Company for Safe Keeping.

Place: Junagadh
Date: 26 ${ }^{\text {th }}$ September, 2018


## Detailed Consolidated Results of "E-Voting" and "Ballot Voting"

## "ANNEXURE A"

Item no. 1 (a): To receive, consider, and adopt the Audited Standalone financial statement of the Company for the financial year ended on $31^{\text {st }}$ March, 2018 together with report of the Board of Directors and Auditors thereon.

Item no. $1(B)$ : the Audited consolidated financial statement of the Company for the financial year ended on $31^{\text {st }}$ March, 2018 together with report of Auditors thereon. -Ordinary Resolution

## Valid Votes

| Particulars | No. of |  |  | No. of votes contained in |  |  | Percentage |
| :--- | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | Ballot papers | E-votes | Total | Ballot papers | E-Votes | Total |  |
| Received | 44 | 37 | 81 | 7894 | 1193157 | 1193157 | 100 |
| Assent | 44 | 37 | 81 | 7894 | 1193157 | 1193157 | 100 |
| Dissent | 0 | 0 | 81 | 0 | 0 | 0 | 0 |
| Total | 44 | 37 | 81 | 7894 | 1193157 | 1193157 | 100 |

## Invalid Votes

| Particulars | No. of |  |  | No. of Votes contained In |  |  |
| :--- | :---: | :---: | :---: | :---: | :---: | :---: |
|  | Ballot Papers | E-Voting | Total | Ballot Papers | E-Voting | Total |
| Total | 1 | 0 | 1 | 10 | 0 | 10 |

Thus, the Ordinary Resolution as contained in Item no. 1 is passed with Requisite Majority.

Item no 2: To appoint a Director in place of Mr. Narottam Chhaganlal Vadgama who, retires by rotation and being eligible offers himself for re- appointment. - Ordinary Resolution

## Valid Votes

| Particulars | No. of |  |  |  | No. of votes contained in |  |  |
| :--- | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | Ballot papers | E-votes | Total | Ballot papers | E-Votes | Total |  |
| Received | 44 | 37 | 81 | 7894 | 993452 | 1001346 | 100 |
| Assent | 44 | 37 | 81 | 7894 | 859452 | 867346 | 86.62 |
| Dissent | 0 | 1 | 1 | 0 | 134000 | 134000 | 13.38 |
| Total | 44 | 37 | 81 | 7894 | 993452 | 1001346 | 100 |

## Invalid Votes

| Particulars | No. of |  |  | No. of Votes contained In |  |  |
| :--- | :---: | :---: | :---: | :---: | :---: | :---: |
|  | Ballot Papers | E-Voting | Total | Ballot Papers | E-Voting | Total |
| Total | 1 | 0 | 1 | 10 | 0 | 10 |

Thus, the Ordinary Resolution as contained in Item no. 2 is passed with Requisite Majority.


Item no 3: To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution pursuant to the provisions of Sections 139, 142 and other applicable provisions to appoint M/S H. R. Dewani \& Co., Chartered Accountants, Junagadh (Firm Registration No. 140668 W ) as the auditor of the company to hold office from the conclusion of this Annual General Meeting till the conclusion of the $5^{\text {th }}$ Annual General Meeting, at such remuneration as shall be fixed by the Board of Directors of the Company - Ordinary Resolution

Valid Votes

| Particulars | No. of |  |  |  | No. of votes contained in |  |  |
| :--- | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | Pallot papers | E-votes | Total | Ballot papers | E-Votes | Total |  |
| Received | 44 | 37 | 81 | 7894 | 1194557 | 1202451 | 100 |
| Assent | 44 | 37 | 81 | 7894 | 1194557 | 1202451 | 100 |
| Dissent | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | 44 | 37 | 81 | 7894 | 1194557 | 1202451 | 100 |

## Invalid Votes

| Particulars | No. of |  |  | No. of Votes contained In |  |  |
| :--- | :---: | :---: | :---: | :---: | :---: | :---: |
|  | Ballot Papers | E-Voting | Total | Ballot Papers | E-Voting | Total |
| Total | 1 | 0 | 1 | 10 | 0 | 10 |

Thus, the Ordinary Resolution as contained in Item no. 3 is passed with Requisite Majority.
Item no 4: To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution pursuant to the provisions of Sections 196,197, 203 read with schedule $V$ and other applicable provisions to appoint Mr. Rajan Ramniklal Bambhania holding DIN 00146211 as Managing Director of the company for period of 5 years, on expiry of his present term of office i.e. with effect from 01 August 2018 - Special Resolution.

## Valid Votes

| Particulars | No. of |  |  | No. of votes contained in |  |  | Percentage |
| :--- | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | Ballot papers | E-votes | Total | Ballot papers | E-Votes | Total |  |
| Received | 44 | 37 | 81 | 7894 | 856699 | 864593 |  |
| Assent | 44 | 37 | 81 | 7894 | 856699 | 864593 | 100 |
| Dissent | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | 44 | 37 | 81 | 7894 | 856699 | 864593 |  |

## Invalid Votes

| Particulars | No. of |  |  | No. of Votes contained In |  |  |
| :--- | :---: | :---: | :---: | :---: | :---: | :---: |
|  | Ballot Papers | E-Voting | Total | Ballot Papers | E-Voting | Total |
| Total | 1 | 0 | 1 | 10 | 0 | 10 |

Thus, the Special Resolution as contained in Item no. 4 is passed with Requisite Majority.

Item no 5: To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution pursuant to the provisions of Sections $196,197,203$. read with schedule V and other applicable provisions to appoint Mr. Narottam Chhaganlal Vadgama holding DIN 00169209 on completing his age of 70 years as Whole time director in capacity of executive director of the company for period of 5 years, on expiry of his present term of office i.e. with effect from 01 August 2018 - Special Resolution.

## Valid Votes

| Particulars | No. of |  |  | No. of votes contained in |  |  | Percentage |
| :--- | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | Ballot papers | E-votes | Total | Ballot papers | E-Votes | Total |  |
| Received | 44 | 37 | 81 | 7894 | 994852 | 1002746 |  |
| Assent | 43 | 36 | 80 | 7894 | 860852 | 868746 | 86.64 |
| Dissent | 0 | 1 | 1 | 0 | 134000 | 134000 | 13.36 |
| Total | 44 | 37 | 81 | 7894 | 994852 | 1002746 | 100 |

## Invalid Votes

| Particulars | No. of |  |  | No. of Votes contained In |  |  |
| :--- | :---: | :---: | :---: | :---: | :---: | :---: |
|  | Ballot Papers | E-Voting | Total | Ballot Papers | E-Voting | Total |
| Total | 1 | 0 | 1 | 10 | 0 | 10 |

Thus, the Special Resolution as contained in Item no. 5 is passed with Requisite Majority.
"ANNEXURE B"

## AUSTIN ENGINEERING COMMPANY LIMITED

"Voting by Ballot" at the Annual General Meeting held on 26/09/2018 AND "Remote E-Voting" during the period $23 / 09 / 2018$ to $25 / 09 / 2018$

Comprehensive Result of Remote E- Voting and Voting through Ballot at the AGM

| Resolution | Number of <br> votes <br> (folio valid) | No. of <br> shares/ <br> votes held | No.of <br> shares / <br> votes <br> exercised | No. of <br> shares/votes <br> exercised <br> in favour | No. of <br> Shares / <br> votes <br> exercised <br> in against | Total \% of <br> votes cast <br> in Favour <br> (valid votes) <br> $5 / 4^{* 100}$ | Total \% of <br> votes cast <br> against <br> (valid votes) <br> $6 / 4 * 100$ |
| :---: | :---: | ---: | :---: | ---: | ---: | ---: | ---: |
| 1 | 2 | 3 | 4 | 5 | 6 |  | 7 |
| $1(\mathrm{a})$ | 81 | 1201051 | 1201051 | 1201051 | 0 | 100 | 8 |
| $1(\mathrm{~b})$ | 81 | 1201051 | 1201051 | 1201051 | 0 | 100 | 0 |
| 2 | 81 | 1001346 | 1001346 | 867346 | 134000 | 86.62 | 13.38 |
| 3 | 81 | 1202451 | 1202451 | 1202451 | 0 | 100 | 0 |
| 4 | 81 | 864593 | 864593 | 864593 | 0 | 100 | 0 |
| 5 | 81 | 1002746 | 1002746 | 868746 | 134000 | 86.62 | 13.38 |


| Statement of Invalid Votes |  |  |
| :---: | :---: | :---: |
| Resolution no. | No.of Voters (folios) Declared Invalid | No. of votes contained |
| $1(\mathrm{a})$ | 1 | 10 |
| $1(\mathrm{~b})$ | 1 | 10 |
| 2 | 1 | 10 |
| 3 | 1 | 10 |
| 4 | 1 | 10 |
| 5 | 1 | 10 |
| Total | 6 | 60 |

Place: Junagadh
Date: 26.09.2018

For, K J Shah \& Company


Proprietor
FCS 2420 CP 1414

