

Regd. Office: GNA HOUSE, I-C, CHHOTI BARADARI - PART-II  
GARHA ROAD, JALANDHAR- 144001

Phones : 0181-4630477  
Fax : 0181-4630477  
E-mail : info@gnagroup.com  
Website : www.gnagroup.com

Dated : August 26, 2019

Department of Corporate Services BSE Limited 25 <sup>th</sup> Floor Rotunda Building, P J Towers Dalal Street, Fort MUMBAI 400001  <b>SCRIP CODE : 540124</b>	The National Stock Exchange of India Limited "Exchange Plaza" Plot No C-1, G Block Bandra Kurla Complex Bandra (East) MUMBAI - 400051  <b>SCRIP CODE : GNA</b>
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**SUB: Proceedings and voting results of the 26<sup>th</sup> Annual General Meeting (AGM) of the Company held on 23<sup>rd</sup> August, 2019.**

Sir,

The 26<sup>th</sup> Annual General Meeting of the Company was held on August 23, 2019 at 12:30 PM at Hotel Country Inn & Suites GT Road Paragpur Jalandhar, to transact the business as stated in the Notice dated July 12, 2019, convening the AGM.

In this regard, Please find enclosed the following :-

1. Voting results of the business transacted at the AGM, as required under regulation 44(3) of Listing Regulations. – **Annexure A.**
2. Report of the Scrutinizers dated August 24, 2019 pursuant to section 108 of the Companies Act 2013 and relevant rules made thereunder as **Annexure B.**

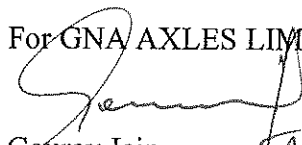
The voting results alongwith the report of the scrutinizers dated August 24, 2019 are being made available on the Company's website also.

This is for your information and record.

Thanking You

Yours Truly

For GNA AXLES LIMITED

  
Gourav Jain  
Company Secretary

Resolution (1)									
Resolution required: (Ordinary / Special)									
Whether promoter/promoter group are interested in the agenda/resolution?									
Ordinary									
No									
Adoption of Balance Sheet, Profit & Loss Account alongwith report of Auditors and Directors									
Category	Description of resolution considered	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 and Promoter Group	E-Voting		14211257	99.9990	14211257	0	100.0000	0.0000	
	Poll	14211397	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	14211397	14211257	99.9990	14211257	0	100.0000	0.0000	
Public- Institutions	E-Voting		1786834	60.9497	1786834	0	100.0000	0.0000	
	Poll	2931652							
	Postal Ballot (if applicable)								
	Total	2931652	1786834	60.9497	1786834	0	100.0000	0.0000	
Public- Non Institutions	E-Voting		839	0.0194	834	5	99.4041	0.5959	
	Poll	4322351	26354	0.6097	26354	0	100.0000	0.0000	
	Postal Ballot (if applicable)								
	Total	4322351	27193	0.6291	27188	5	99.9816	0.0184	
Total		21465400	16025284	74.6563	16025279	5	100.0000	0.0000	
Whether resolution is Pass or Not.									
Yes									
Disclosure of notes on resolution									
Add Notes									

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	71

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 Gaurav Jain  
 Company Secretary

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Resolution (2)									
Resolution required: (Ordinary / Special)									
Whether promoter/promoter group are interested in the agenda/resolution?									
								Ordinary	No
Description of resolution considered									
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	declaration of dividend
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting		14211257	99.9990	14211257	0	100.0000	0.0000	
	Poll	14211397	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	14211397	14211257	99.9990	14211257	0	100.0000	0.0000	
Public-Institutions	E-Voting		1786834	60.9497	1786834	0	100.0000	0.0000	
	Poll	2931652							
	Postal Ballot (if applicable)								
	Total	2931652	1786834	60.9497	1786834	0	100.0000	0.0000	
Public- Non Institutions	E-Voting		839	0.0194	839	0	100.0000	0.0000	
	Poll	4322351	26354	0.6097	26354	0	100.0000	0.0000	
	Postal Ballot (if applicable)								
	Total	4322351	27193	0.6291	27193	0	100.0000	0.0000	
Total	Total	21465400	16025284	74.6563	16025284	0	100.0000	0.0000	
Whether resolution is Pass or Not.									
Yes									
Disclosure of notes on resolution									
Add Notes									

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	71

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for GNA Axes Limited  
Ravraj Jain  
Company Secretary

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Resolution (3)										
Resolution required: (Ordinary / Special)										
Whether promoter/promoter group are interested in the agenda/resolution?										
Ordinary										
Yes										
Reappointment of Mr. Kulwin Seehra										
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 and Promoter Group	E-Voting		11224744	78.9841	11224744	0	100.0000	0.0000		
	Poll	14211397								
	Postal Ballot (if applicable)									
	Total	14211397	11224744	78.9841	11224744	0	100.0000	0.0000		
Public- Institutions	E-Voting		1786834	60.9497	1786834	0	100.0000	0.0000		
	Poll	2931652								
	Postal Ballot (if applicable)									
	Total	2931652	1786834	60.9497	1786834	0	100.0000	0.0000		
Public- Non Institutions	E-Voting		839	0.0194	839	0	100.0000	0.0000		
	Poll	4322351			26354	0	100.0000	0.0000		
	Postal Ballot (if applicable)				26354	0	100.0000	0.0000		
	Total	4322351	27193	0.6291	27193	0	100.0000	0.0000		
Total	Total	21465400	13038771	60.7432	13038771	0	100.0000	0.0000		
Whether resolution is Pass or Not.										
Disclosure of notes on resolution										
Yes										
Add Notes										

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	71

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 Charay Jain  
 Company Secretary

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Resolution (4)										
Resolution required: (Ordinary / Special)										
Whether promoter/promoter group are interested in the agenda/resolution?										
Ordinary										
Yes										
Description of resolution considered										
reappointment of Mr. Jasvinder singh										
Category	Made 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 and Promoter Group	E-Voting		8106657	57.0434	8106657	0	100.0000	0.0000		
	Poll	14211397								
	Postal Ballot (if applicable)									
	Total	14211397	8106657	57.0434	8106657	0	100.0000	0.0000		
Public-Institutions	E-Voting		1786834	60.9497	1786834	0	100.0000	0.0000		
	Poll	2931652								
	Postal Ballot (if applicable)									
	Total	2931652	1786834	60.9497	1786834	0	100.0000	0.0000		
Public- Non Institutions	E-Voting		839	0.0194	839	0	100.0000	0.0000		
	Poll	4322351			26354	0	100.0000	0.0000		
	Postal Ballot (if applicable)									
	Total	4322351	27193	0.6291	27193	0	100.0000	0.0000		
	Total	21465400	9920684	46.2171	9920684	0	100.0000	0.0000		
Whether resolution is Pass or Not.										
Yes										
Disclosure of notes on resolution										
Add Notes										

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	71

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 Charay Jain  
 Company Secretary

Resolution (5)									
Resolution required: (Ordinary / Special)					Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?					Yes				
Description of resolution considered					reappointment of Mr. Ranbir Singh				
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 and Promoter Group	E-Voting		6321458	44.4816	6321458	0	100.0000	0.0000	
	Poll	14211397							
	Postal Ballot (if applicable)								
	Total	14211397	6321458	44.4816	6321458	0	100.0000	0.0000	
Public- Institutions	E-Voting		1786834	60.9497	1786834	0	100.0000	0.0000	
	Poll	2931652							
	Postal Ballot (if applicable)								
	Total	2931652	1786834	60.9497	1786834	0	100.0000	0.0000	
Public- Non Institutions	E-Voting		839	0.0194	839	0	100.0000	0.0000	
	Poll	4322351			26354	0	100.0000	0.0000	
	Postal Ballot (if applicable)								
	Total	4322351	27193	0.6291	27193	0	100.0000	0.0000	
Total	Total	21465400	8135485	37.9005	8135485	0	100.0000	0.0000	
					Whether resolution is Pass or Not.				
					Yes				
					Disclosure of notes on resolution				
					Add Notes				

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	71

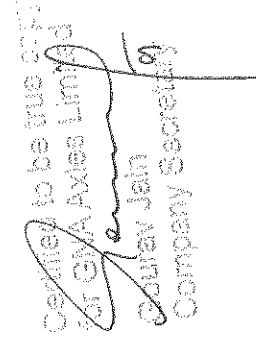
Carried to be true for  
for E-Maxies Limited  
Ranbir Jain  
Company Secretary



Resolution (6)									
Resolution required: (Ordinary / Special)									
Appointment of M/s Harish & Co. Chartered Accountants as Statutory Auditors									
Whether promoter/promoter group are interested in the agenda/resolution?									
Ordinary No									
Description of resolution considered									
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 and Promoter Group	E-Voting		14211257	99.9990	14211257	0	100.0000	0.0000	
	Poll	14211397	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	<b>Total</b>	14211397	14211257	99.9990	14211257	0	100.0000	0.0000	
Public-Institutions	E-Voting		1786834	60.9497	1786834	0	100.0000	0.0000	
	Poll	2931652							
	Postal Ballot (if applicable)								
	<b>Total</b>	2931652	1786834	60.9497	1786834	0	100.0000	0.0000	
Public- Non Institutions	E-Voting		839	0.0194	779	60	92.8486	7.1514	
	Poll	4322351	26354	0.6097	26354	0	100.0000	0.0000	
	Postal Ballot (if applicable)								
	<b>Total</b>	4322351	27193	0.6291	27133	60	99.7794	0.2206	
	<b>Total</b>	21465400	16025284	74.6563	16025224	60	99.9996	0.0004	
Whether resolution is Pass or Not:									
Disclosure of notes on resolution									
Yes									
Add Notes									

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	71


  
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 Gourav Jain  
 Company Secretary

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Resolution (7)									
Resolution required: (Ordinary / Special)									
Whether promoter/promoter group are interested in the agenda/resolution?									
Ordinary									
No									
Description of resolution considered									
Appointment of Lt. Gen Praveen Bakshi (retd) as Independent Director									
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	(7)=[(5)/(2)]*100
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting		14211257	99.9990	14211257	0	100.0000	0.0000	
	Poll	14211397	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	14211397	14211257	99.9990	14211257	0	100.0000	0.0000	
Public- Institutions	E-Voting		1786834	60.9497	1786834	0	100.0000	0.0000	
	Poll	2931652							
	Postal Ballot (if applicable)								
	Total	2931652	1786834	60.9497	1786834	0	100.0000	0.0000	
Public- Non Institutions	E-Voting		839	0.0194	839	0	100.0000	0.0000	
	Poll	4322351	26354	0.6097	26354	0	100.0000	0.0000	
	Postal Ballot (if applicable)								
	Total	4322351	27193	0.6291	27193	0	100.0000	0.0000	
Total	Total	21465400	16025284	74.6563	16025284	0	100.0000	0.0000	
Whether resolution is Pass or Not.									
Yes									
Disclosure of notes on resolution									
Add Notes									

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	71

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Sourav Jain  
Company Secretary



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Resolution (8)									
Resolution required: (Ordinary / Special)									
Special									
Whether promoter/promoter group are interested in the agenda/resolution?									
Yes									
Description of resolution considered					Approval of Remuneration of Mr. Jasvinder Singh				
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 and Promoter Group	E-Voting		8106657	57.0434	8106657	0	100.0000	0.0000	
	Poll	14211397							
	Postal Ballot (if applicable)								
Public-Institutions	Total	14211397	8106657	57.0434	8106657	0	100.0000	0.0000	
	E-Voting		1786834	60.9497	1786834	0	100.0000	0.0000	
	Poll	2931652							
Public- Non Institutions	Postal Ballot (if applicable)								
	Total	2931652	1786834	60.9497	1786834	0	100.0000	0.0000	
	E-Voting		839	0.0194	779	60	92.8486	7.1514	
Public- Non Institutions	Poll	4322351	26354	0.6097	26354	0	100.0000	0.0000	
	Postal Ballot (if applicable)								
	Total	4322351	27193	0.6291	27133	60	99.7794	0.2206	
Total	Total	21465400	9920684	46.2171	9920624	60	99.9994	0.0006	
Whether resolution is Pass or Not.									
Yes									
Disclosure of notes on resolution									
Add Notes									

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Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	71

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Zohrav Jain  
Company Secretary

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Resolution (9)									
Resolution required: (Ordinary / Special)					Special				
Whether promoter/promoter group are interested in the agenda/resolution?					Yes				
Description of resolution considered					Approval of remuneration of Mr. Ranbir Singh				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - 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 and Promoter Group	E-Voting		6321458	44.4816	6321458	0	100.0000	0.0000	
	Poll	14211397							
	Postal Ballot (if applicable)								
	Total	14211397	6321458	44.4816	6321458	0	100.0000	0.0000	
Public- Institutions	E-Voting		1786834	60.9497	1786834	0	100.0000	0.0000	
	Poll	2931652							
	Postal Ballot (if applicable)								
	Total	2931652	1786834	60.9497	1786834	0	100.0000	0.0000	
Public- Non Institutions	E-Voting		839	0.0194	779	60	92.8486	7.1514	
	Poll	4322351	26354	0.6097	26354	0	100.0000	0.0000	
	Postal Ballot (if applicable)								
	Total	4322351	27193	0.6291	27133	60	99.7794	0.2206	
	Total	21465400	8135485	37.9005	8135425	60	99.9993	0.0007	
					Whether resolution is Pass or Not.				
					Yes				
					Add Notes				
					Disclosure of notes on resolution				

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	71

Carried to be true  
 for GVA AXIES LIMITED  
 Gourav Jain  
 Company Secretary

Annexure - B

**H. K. & ASSOCIATES**  
COMPANY SECRETARIES

26-Chhoti Baradari Part-2  
Garha Road, Jalandhar-144001  
Mobile : 98144-07959

Ref. No.....

Dated.....

**REPORT OF SCRUTINIZER**

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

The Chairman  
of the Twenty Sixth Annual General Meeting  
of the Members of "**GNA Axles Limited**"  
held on 23rd August 2019

Sir

I, Harsimran Kaur, proprietor of H. K. & Associates, Company Secretaries, Jalandhar, have been appointed as Scrutinizer pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the purpose of:

- (i) Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (ii) Voting through Ballot at the Annual General Meeting.

The management of the Company is responsible to ensure compliance with the requirement of the Companies Act, 2013 and Rules relating to voting by electronic means for the resolutions contained in the Notice of the Twenty Sixth Annual General Meeting of the Shareholders dated 12th July 2019. My responsibility as a Scrutinizer for the voting process of voting by electronic means and Ballot Voting at Annual General Meeting is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolution stated in the notice of the AGM, based on the report generated from the e-voting system provided by Link Intime (India) Private Limited, the Agency Authorised under the Rules and engaged by the Company to provide e-voting facilities for voting through remote e-voting and Ballot voting at the general meeting at the venue of the AGM.

**We submit our report as under:**

**A. Relating to E-Voting:**

1. The remote E-Voting period remained open from 9.00 a.m. Tuesday, 20th August 2019 up to 5.00 p.m. on Thursday, 22nd August 2019.



Ref. No.....

Dated.....

2. The Annual Report, the Notice of Annual General Meeting and the e-voting instructions slip were sent by electronic mode to those members whose email IDs were registered with the Depository Participants and the same were sent to all other members at their registered addresses in the permitted mode.

**B. Relating to voting at the AGM:**

a) **Ballot**

The facility for voting through ballot was also made available at the venue of the AGM and ballot box was provided for members who could not participate in the remote e-voting process.

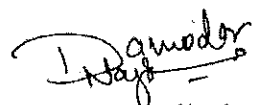
**C. Result of Remote E-Voting and Ballot Voting at AGM is as under:**

1. The voting rights were reckoned as on Friday, 16th August 2019, being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and Ballot poll at the meeting.
2. After the conclusion of the Annual General Meeting, the locked Ballot Box was opened by me in presence of the two witnesses, named under para 3 below, and subsequently the same were scrutinised.
3. After the conclusion of the Annual General Meeting, the votes cast through remote e-voting were unblocked by me on 23rd August 2019 at 5.09 PM, in presence of two witnesses, namely:
  - a) Mr. Aditya Sharma, (Address: 76-A, Defence Colony, Jalandhar); and
  - b) Mr. Damodar Nagina, (Address: 48-B, Janak Nagar, Basti Sheikh, Jalandhar)

The above witnesses are not in the employment of the Company.

They have signed below in confirmation of the ballot box being opened and the event being unblocked in their presence:

  
Aditya Sharma

  
Damodar Nagina



4. The votes were reconciled with the records maintained by the company in respect of authorisations, proxies lodged with the Company.