



GUJARAT AUTOMOTIVE GEARS LIMITED

WORKS : KALALI, BARODA - 390 012. GUJARAT, INDIA.
PHONES : +91(265) 2680537 / 2680164 FAX : +91 (265) 2680984

GAGL/ / 2017-18

30.12.2017

To,
Bombay Stock Exchange
Corporate Relationship Department,
Ground floor, P J Tower,
Dalal Street, Fort,
Mumbai - 400001

Dear Sir,

Subject: Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015- **Details of voting results of the 46th Annual general Meeting (AGM) of the Company.**

Pursuant to section 108 of the Companies Act 2013, read with rule 20 of the Companies (Management and Administration) Rules, 2014, all shareholders are given opportunity to exercise their right to vote on the resolutions set out in the Notice of AGM through e-voting services provided by Central Depository Services (India) limited during the period commencing 9:00 a.m. on 27th December 2017 to 5:00 p.m. on 29th December 2017, and voting by poll/ ballot at the venue of AGM.

The details of voting result through e-voting and through ballot as required under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in relation to 46th AGM held on 30th December 2017 is attached herewith for each resolution along with the scrutinizers' report.

Please take the same on record.

Thanking you,

Yours Faithfully,

For, Gujarat Automotive Gears Limited

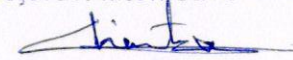
Chintan Doshi,
Company Secretary &
Compliance officer.

ISO 9001 - 2008

GUJARAT AUTOMOTIVE GEARS LIMITED
CIN: L29130HP1971PLC000904
REGD. OFFICE: VILL. BILLANWALI, BADDI, HP - 173205

1	Date of the AGM:	30 th December 2017
2	Total number of shareholders on record date	3021
3	No. of shareholders present in the meeting either in person or through proxy:	
	Promoters and Promoter Group:	11
	Public:	8
4	No. of Shareholders attended the meeting through Video Conferencing	NIL
	Promoters and Promoter Group:	0
	Public:	0

For Gujarat Automotive Gears Ltd.




Chintan Doshi
Company Secretary

GUJARAT AUTOMOTIVE GEARS LIMITED
CIN: L29130HP1971PLC000904
REGD. OFFICE: VILL. BILLANWALI, BADDI, HP - 173205

Agenda-wise disclosure

Resolution: 1: Adoption of the Financial Statement for the year ended on 31st March, 2017 of the Company together with the Directors and Auditors' Reports thereon.								
Resolution required:			Ordinary Resolution					
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 on Polled 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	1012440	1012440	100.00	1012440	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	1012440	1012440	100.00	1012440	0	100.00	0.00
Public-Institutions	E-Voting	54600	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	54600	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-Voting	682960	75	0.0110	75	0	100.00	0.00
	Poll		6639	0.9721	6639	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	682960	6714	0.9831	6714	0	100.00	0.00
Total		1750000	1019154	58.2374	1019154	0	100.00	0.00

For Gujarat Automotive Gears Ltd.


Chintan Doshi
Company Secretary

GUJARAT AUTOMOTIVE GEARS LIMITED
CIN: L29130HP1971PLC000904
REGD. OFFICE: VILL. BILLANWALI, BADDI, HP - 173205

Agenda- wise disclosure

Resolution: 2: Re-appointment of Mrs. Anju Aggarwal (DIN 00094267) as a director, who retires by rotation and is being eligible for re-appointment.								
Resolution required:			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No.					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in 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	1012440	1012440	100.00	1012440	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	1012440	1012440	100.00	1012440	0	100.00	0.00
Public-Institutions	E-Voting	54600	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	54600	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-Voting	682960	75	0.0110	75	0	100.00	0.00
	Poll		6639	0.9721	6639	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	682960	6714	0.9831	6714	0	100.00	0.00
Total		1750000	1019154	58.2374	1019154	0	100.00	0.00

For Gujarat Automotive Gears Ltd.



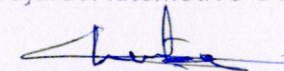
Chintan Doshi
Company Secretary

GUJARAT AUTOMOTIVE GEARS LIMITED
CIN: L29130HP1971PLC000904
REGD. OFFICE: VILL. BILLANWALI, BADDI, HP - 173205

Agenda- wise disclosure

Resolution: 3: Appointment of M/s. PRA Associates, Chartered Accountants as Joint Auditors of the Company.								
Resolution required:			Ordinary Resolution					
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 and Promoter Group	E-Voting	1012440	1012440	100.00	1012440	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	1012440	1012440	100.00	1012440	0	100.00	0.00
Public-Institutions	E-Voting	54600	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	54600	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-Voting	682960	75	0.0110	75	0	100.00	0.00
	Poll		6639	0.9721	6639	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	682960	6714	0.9831	6714	0	100.00	0.00
Total		1750000	1019154	58.2374	1019154	0	100.00	0.00

For Gujarat Automotive Gears Ltd.

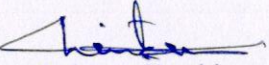

Chintan Doshi
Company Secretary

GUJARAT AUTOMOTIVE GEARS LIMITED
CIN: L29130HP1971PLC000904
REGD. OFFICE: VILL. BILLANWALI, BADDI, HP - 173205

Agenda-wise disclosure

Resolution: 4: Appointment of M/s M L Bhuwania and Co LLP, Chartered Accountants as Joint Auditors of the Company.								
Resolution required:			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No.					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in 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	1012440	1012440	100.00	1012440	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	1012440	1012440	100.00	1012440	0	100.00	0.00
Public-Institutions	E-Voting	54600	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	54600	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-Voting	682960	75	0.0110	75	0	100.00	0.00
	Poll		6639	0.9721	6639	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	682960	6714	0.9831	6714	0	100.00	0.00
Total		1750000	1019154	58.2374	1019154	0	100.00	0.00

For Gujarat Automotive Gears Ltd.



Chintan Doshi
Company Secretary

GUJARAT AUTOMOTIVE GEARS LIMITED
CIN: L29130HP1971PLC000904
REGD. OFFICE: VILL. BILLANWALI, BADDI, HP - 173205

Agenda- wise disclosure

Resolution: 5: Fixing the remuneration of Mr. Rajiv Aggarwal, Managing Director of the Company.								
Resolution required:			Special Resolution					
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 on Polled 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	1012440	1012440	100.00	1012440	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	1012440	1012440	100.00	1012440	0	100.00	0.00
Public-Institutions	E-Voting	54600	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	54600	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-Voting	682960	75	0.0110	75	0	100.00	0.00
	Poll		6639	0.9721	6639	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	682960	6714	0.9831	6714	0	100.00	0.00
Total		1750000	1019154	58.2374	1019154	0	100.00	0.00

For Gujarat Automotive Gears Ltd.


 Chintan Doshi
 Company Secretary

Deepak Gupta
Chartered Accountant,

S.C.O 124-125, II Floor,
Sector 34-A
Chandigarh - 160022

Combined Report of Scrutinizer

[Pursuant to section 108 and 109 of the Companies Act, 2013 and rule 20 and 21 of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman of the 46th Annual General Meeting of the Equity Shareholders of Gujarat Automotive Gears Limited held on 30th December, 2017 at 11.45 a.m. at the registered office of the company situated at Village Billanwali, Baddi - 173205, Dist. Solan (HP).

Dear Sir,

1. I, Deepak Gupta., Chartered Accountant appointed as scrutinizer for scrutinizing e-voting and also for the purpose of the poll through ballot paper taken on the below mentioned resolution (s) at the 46th Annual General Meeting of the Equity Shareholders of Gujarat Automotive Gears Limited held on 30th December, 2017 at 11.45 a.m. at the registered office of the company situated at Village Billanwali, Baddi - 173205, Dist. Solan (HP).
2. We have given separate scrutinizer's report dated 30th December, 2017 on remote e-voting and on poll conducted at the Annual General Meeting held on 30th December, 2017 on the resolutions contained in the notice of AGM dated 27th November, 2017.
3. We submit herewith combined scrutinizer's report on the result of voting by remote e-voting and on poll conducted at the annual general meeting held on 30th December, 2017 as under:



RESOLUTION NO	Votes cast in Favour			Votes cast against			Invalid Votes	
	No. of Members Voted	No. of votes cast by them	% of total number of valid votes cast	No. of Members Voted	No. of votes cast by them	% of total number of valid votes cast	Total No. of members whose votes were declared invalid	Total No. of Vote cast by them.
Resolution No. 1 as Ordinary Resolution To receive, consider and adopt the Financial Statement for the year ended on 31st March, 2017 of the Company together with the Directors and Auditors' Reports thereon.	21	1019154	100.00%	0	0	0.00%	0	0.00%
Resolution No. 2 as Ordinary Resolution To appoint a director in place of Mrs. Anju Aggarwal (DIN 00094267), who retires by rotation and is being eligible for re-appointment.	21	1019154	100.00%	0	0	0.00%	0	0.00%
Resolution No. 3 as Ordinary Resolution To appoint M/s. PRA Associates, Chartered Accountants as Joint Auditors of the Company.	21	1019154	100.00%	0	0	0.00%	0	0.00%
Resolution No. 4 as Ordinary Resolution To appoint M/s M L Bhuwania and Co LLP, Chartered Accountants as Joint Auditors of the Company.	21	1019154	100.00%	0	0	0.00%	0	0.00%
Resolution No. 5 as Special Resolution To fix the remuneration of Mr. Rajiv Aggarwal, Managing Director of the Company	21	1019154	100.00%	0	0	0.00%	0	0.00%

The register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same will be handed over to the Company Secretary of the Company for safe keeping thereafter.

Thanking you,

Yours faithfully,



**Deepak Gupta,
Chartered Accountant
Membership No.:89597**

Place: Baddi

Dated: 30th December, 2017

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,

The Chairman of the 46th Annual General Meeting of the Equity Shareholders of Gujarat Automotive Gears Limited held on 30th December, 2017 at the Registered Office of the Company situated at Vill. Billanwali, Baddi - 173205, Dist. Solan (HP).

Dear Sir,

I, Deepak Gupta., Chartered Accountant appointed as scrutinizer for the purpose of the poll taken on the below mentioned resolution (s) at the 46th Annual General Meeting of the Equity Shareholders of Gujarat Automotive Gears Limited held on 30th December, 2017 at 11.45 a.m. at the registered office of the company situated at Village Billanwali, Baddi - 173205, Dist. Solan (HP), submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, One ballot box kept for polling was locked in my presence with due identification marks placed by us.
2. The locked ballot box was subsequently opened in my 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. We did not find any poll papers invalid.
4. The result of the poll is as under:

(a) Resolution No. 1 as Ordinary Resolution: To receive, consider and adopt the Financial Statement for the year ended on 31st March, 2017 of the Company together with the Directors and Auditors' Reports thereon.

(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
19	6639	100.00%

(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

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[B] Resolutions No. 2 as Ordinary Resolution: To appoint a director in place of Mrs. Anju Aggarwal (DIN 00094267), who retires by rotation and is being eligible for re-appointment.

(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
19	6639	100.00%

(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

[C] Resolution No. 3 as Ordinary Resolution: To appoint M/s. PRA Associates, Chartered Accountants as Joint Auditors of the Company.

(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
19	6639	100.00%

(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

[D] Resolution No. 4 as Ordinary Resolution: To appoint M/s M L Bhuwania and Co LLP, Chartered Accountants as Joint Auditors of the Company.

(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
19	6639	100.00%

(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

Handwritten mark

(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

[E] Resolution No. 5 as Special Resolution: To fix the remuneration of Mr. Rajiv Aggarwal, Managing Director of the Company.

(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
19	6639	100.00%

(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

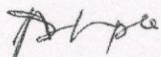
(iii) Invalid votes:

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 statement containing 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 handled over to the Company Secretary of the Company for safe keeping.

Thanking you,

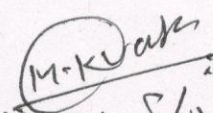
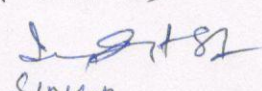
Yours faithfully,



Deepak Gupta,
Chartered Accountant
Membership No.:89597

Place: Baddi
Dated: 30th December, 2017

In witness:

1.  Mahesh Kumar S/o S.L. Sharma
VILL Bharolton Kalan P.O. Behdala
Distt Una (H.P.)
2.  Inojit Singh
*661/2012 AKL
Panchsheel Chary

Place: Baddi
Date: 30/12/2017

Gujarat Automotive Gears Limited

Sr No.	Name of the Shareholders	Numbers of shares as on 23.12.2017	Prox y if any	Validity of Ballot (Valid/ Invalid)	Signatu re tallied(Yes/No)	Resolution	
						Favor	Against
1	Atlas Data Trends Private Limited	2998	No	Valid	Yes	Yes	0
2	Ashmi Jindal	3366	No	Valid	Yes	Yes	0
3	Sangeeta Aggarwal	50	No	Valid	Yes	Yes	0
4	Preeti Sehgal	25	No	Valid	Yes	Yes	0
5	Raj Kumar Jindia	50	No	Valid	Yes	Yes	0
6	Bhavmit Singh Chandoak	50	No	Valid	Yes	Yes	0
7	Karan Checker	50	No	Valid	Yes	Yes	0
8	Varun Rao	50	No	Valid	Yes	Yes	0

By

Deepak Gupta
Chartered Accountant,

S.C.O 124-125, II Floor,
Sector 34-A
Chandigarh - 160022

Scrutinizer's Report on e-voting

To,
The Chairman of the 46th Annual General Meeting of the Equity Shareholders of Gujarat Automotive Gears Limited.

Dear Sir,

Sub: Scrutinizer's Report on e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

I, Deepak Gupta., Chartered Accountant had been appointed as the Scrutinizer by the Board of directors of Gujarat Automotive Gears Limited vide resolution dated 27th November, 2017, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 to conduct the electronic voting process in respect of the below mentioned resolutions to be passed at the 46th Annual General Meeting of the company to be held on 30th December, 2017.

The notice dated 27th November, 2017 convening Annual General Meeting of the company along with statement setting out material facts under Section 102 of the Act were sent to the shareholders in respect of the below mentioned resolutions to be passed at the said AGM of the company to be held on 30th December, 2017.

The company has availed the e-voting facility offered by Central Depository Securities Limited (CDSL) for conducting e-voting by the shareholders of the company.

The shareholders of the company holding shares as on the "cut-off" date of 23rd December, 2017 were entitled to vote on the proposed resolutions as set out at item nos. 1 to 5 in the Notice of the 46th Annual General Meeting of Gujarat Automotive Gears Limited.

The voting period for e-voting commenced on 27th December, 2017 at 9.00 a.m. and ended on 29th December, 2017 at 5.00 p.m. and the CDSL e-voting platform was blocked thereafter and the votes cast under e-voting facility were then unblocked in the presence of two witnesses who were not in the employment of the company.

B

I have scrutinized and reviewed the voting through electronic means votes tendered therein based on the data downloaded from the Central Depository Securities Limited (CDSL) e-voting system received respectively.

I now submit my report as under on the result of the voting through electronic means in respect of the said resolutions:

RESOLUTION NO	PARTICULARS OF VOTES CAST THROUGH E-VOTING	
	VOTES IN FAVOUR NO & % of total voting	VOTES CAST AGAINST NO & % of total voting
Resolution No. 1 as Ordinary Resolution To receive, consider and adopt the Financial Statement for the year ended on 31st March, 2017 of the Company together with the Directors and Auditors' Reports thereon.	1012515 100.00%	0 0.00%
Resolution No. 2 as Ordinary Resolution To appoint a director in place of Mrs. Anju Aggarwal (DIN 00094267), who retires by rotation and is being eligible for re-appointment.	1012515 100.00%	0 0.00%
Resolution No. 3 as Ordinary Resolution To appoint M/s. PRA Associates, Chartered Accountants as Joint Auditors of the Company.	1012515 100.00%	0 0.00%
Resolution No. 4 as Ordinary Resolution To appoint M/s M L Bhuwania and Co LLP, Chartered Accountants as Joint Auditors of the Company.	1012515 100.00%	0 0.00%
Resolution No. 5 as Special Resolutions To fix the remuneration of Mr. Rajiv Aggarwal, Managing Director of the Company.	1012515 100.00%	0 0.00%

B

The register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,



Deepak Gupta,
Chartered Accountant
Membership No.:89597

Place: Baddi

Dated: 30th December, 2017