



AUSTIN ENGINEERING COMPANY LIMITED

Regd. Office & Works.

Patla, Ta. Bhesan, Via Ranpur (Sorath), Post Hadmatiya-362 030, Dist. Junagadh. (India)

Phones : (02873) 252223, 252267, 252268 Fax : (02873) 252225

CIN. L27259GJ1978PLC003179

Aec/bse/2017/

September 19, 2017

**Bombay Stock Change Limited
Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Building, P.J Towers,
Dalal Street Fort, Mumbai-400001**

Dear Sir/Ma'am,

Sub: - Proceedings of 39th Annual General Meeting held on 19th September 2017 – Under Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

The 39th Annual General Meeting (AGM) of the Members of the Company was held on **Tuesday, 19th September 2017 at 11.00 am** at Village: Patla: Bhesan, Dist: Junagadh 362030.

Mr. N.C Vadgama, Executive Chairman of the Company presided over the meeting.

Total 37 Members attended the meeting as per records of attendance.

The Chairman gave an overview of the financial performance of the Company for the financial year ended 31st March, 2017 and the propose business strategies.

The Chairman informed the Member that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration) Rules 2014, the Company had extended the e-voting facility to the members of the Company through Central Depository Services Limited (CDSL) in respect of the Ordinary and Special Business to be transacted at the Annual General Meeting. The e-voting was commenced on 16th September, 2017 at 9.00 am and ended on 18th September, 2017 at 5.00 pm.

The Chairman further informed to the members present at the meeting that those members, who have not been able to cast their vote electronically, may cast their vote physically by ballot.

Accordingly, this facility was provided to the Members.

Mr. Kaushik Shah, Practicing Company Secretary of K J Shah & Company was appointed as scrutinizer for scrutinizing the e-voting and physical voting process.



1 | Page

Manufacturers of :
ALL KINDS OF BEARINGS

For Austin Engineering Co. Ltd.

Kaushik Shah
Authorized Signatory



ISO 9001:2008
ISO / TS 16949:2009
ISO 14001:2004
OHSAS 18001:2007

www.tuv.com
ID 0910099553



Regd. Office & Works.

Patla, Ta. Bhesan, Via Ranpur (Sorath), Post Hadmatiya-362 030, Dist. Junagadh. (India)

Phones : (02873) 252223, 252267, 252268 Fax : (02873) 252225

CIN. L27259GJ1978PLC003179

The Chairman replied the queries raised by the shareholders. The Chairman then advised the Company Secretary to carry out the procedure of voting of all Thirteen (13) resolutions by Physical Ballot.

The Company Secretary explained the procedure to cast the vote through Ballots and placed all Thirteen (13) resolutions mentioned in the AGM Notice dated 27th May 2017 for voting.

All Thirteen (13) resolutions were passed by the members with requisite majority as briefly narrated herein below:

ORDINARY BUSINESS:

1. Ordinary Resolution:- No. 1

Adoption of Audited Financial Statements of the Company for the year ended 31st March, 2017 together with the reports of the Board of Directors and the Auditors thereon and the audited Consolidated Financial Statement of the Company for the financial year ended as at 31st March 2017.

2. Ordinary Resolution: - No. 2

To appoint a Director in place of **Mr. Rajan R. Bambhania** who, retires by rotation and being eligible offers himself for re- appointment - **Ordinary Resolution**

3. Ordinary Resolution: - 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 B. H. Advani & Associates, Chartered Accountants, Junagadh (Firm Registration No. 117127W)** as the auditor of the company to hold office from the conclusion of this Annual General Meeting till the conclusion of 44th Annual General Meeting, at such remuneration as shall be fixed by the Board of Directors of the Company - **Ordinary Resolution**



2 | Page

Manufacturers of :
ALL KINDS OF BEARINGS



ISO 9001 : 2008
ISO / TS 16949 : 2009
ISO 14001 : 2004
OHSAS 18001 : 2007

www.tuv.com
ID 0910099553



Regd. Office & Works.

Patla, Ta. Bhesan, Via Ranpur (Sorath), Post Hadmatiya-362 030, Dist. Junagadh. (India)

Phones : (02873) 252223, 252267, 252268 Fax : (02873) 252225

CIN. L27259GJ1978PLC003179

SPECIAL BUSINESS:

4. Special Resolution:- 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 149, 152 and other applicable provisions to **appoint Mr. Jagdishchandra B. Jagani** holding **DIN 07645671** as an Non – Executive Independent Director who was appointed as an Additional Director in independent capacity pursuant to relevant section of the Company - **Special Resolution.**

5. Special Resolution:- No. 5

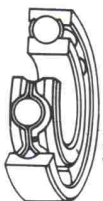
To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution, pursuant to section 188(1) and other applicable provisions, to enter into the transactions with **Austin Engineering Co. (Formerly Known as Accurate Engineering Inc.)** (wholly owned subsidiary) for sale of Bearings and/or Components for the value not exceeding Rs. 50 Crores per annum for the period of 5 years – **Special Resolution**

6. Special Resolution: - No. 6

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution, pursuant to section 188(1) and other applicable provisions, to enter into the transactions with **Max Precision Bearings Private Limited** for Purchase of Bearings and/or Components, sale of Bearings and/or Components, getting the Job work done and doing the job work for the value not exceeding Rs. 300 Lakhs, Rs. 100 Lakhs, Rs. 500 Lakhs and Rs. 50 Lakhs per annum respectively, for the period of 5 years – **Special Resolution.**

7. Special Resolution:- No.7

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution, pursuant to section 188(1) and other applicable provisions, to enter into the transactions with **Austin Traders** (A partnership firm) for sale of Bearings and/or Components for the value not exceeding Rs. 150 Lakhs per annum for the period of 5 years – **Special Resolution**



3 | Page

Manufacturers of :
ALL KINDS OF **BEARINGS**



ISO 9001 : 2008
ISO / TS 16949 : 2009
ISO 14001 : 2004
OHSAS 18001 : 2007

www.tuv.com
ID 0910099553



Regd. Office & Works.

Patla, Ta. Bhesan, Via Ranpur (Sorath), Post Hadmatiya-362 030, Dist. Junagadh. (India)

Phones : (02873) 252223, 252267, 252268 Fax : (02873) 252225

CIN. L27259GJ1978PLC003179

8. Special Resolution:- No.8

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution, pursuant to section 188(1) and other applicable provisions, to enter into the transactions with **Accord Precision Products** (A partnership firm) for getting the job work done for the value not exceeding Rs. 600 Lakhs per annum for the period of 5 years – **Special Resolution**

9. Special Resolution:- No.9

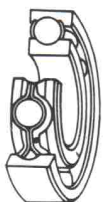
To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution, pursuant to section 188(1) and other applicable provisions, to enter into the transactions with **Optimum Services Inc** (A partnership firm) for Purchase of Bearings and/or Components, sale of Bearings and/or Components, getting the Job work done and doing the job work for the value not exceeding Rs. 700 Lakhs, Rs. 50 Lakhs, Rs. 100 Lakhs and Rs. 25 Lakhs per annum respectively, for the period of 5 years – **Special Resolution**

10. Special Resolution:- No.10

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution, pursuant to section 188(1) and other applicable provisions, to enter into the transactions with **SNR enterprises** (A partnership firm) for sale of Bearings and/or components for the value not exceeding Rs. 900 Lakhs per annum for the period of 5 years – **Special Resolution**

11. Special Resolution:- No.11

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution, pursuant to section 188(1) and other applicable provisions, to enter into the transactions with **Accumax Engineering Company** (A partnership firm) for getting job work done and sale of scrap for the value not exceeding Rs. 100 Lakhs and Rs. 15 Lakhs per annum respectively, for the period of 5 years – **Special Resolution**



4 | Page

Manufacturers of :
ALL KINDS OF BEARINGS



ISO 9001 : 2008
ISO / TS 16949 : 2009
ISO 14001 : 2004
OHSAS 18001 : 2007

www.tuv.com
ID 0910099553



Regd. Office & Works.

Patla, Ta. Bhesan, Via Ranpur (Sorath), Post Hadmatiya-362 030, Dist. Junagadh. (India)

Phones : (02873) 252223, 252267, 252268 Fax : (02873) 252225

CIN. L27259GJ1978PLC003179

12. Special Resolution:- No.12

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution, pursuant to section 188(1) and other applicable provisions, to enter into the transactions with **Eminent Trading (India) LLP** (Limited Liability Partnership firm) for sale of Bearings and/or Components for the value not exceeding Rs. 500 Lakhs per annum for the period of 5 years – **Special Resolution**

13. Special Resolution:- No.13

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution, pursuant to section 188(1) and other applicable provisions, to enter into the with transactions **United Trading Company** (A Partnership firm) for sale of Bearings and/or Components for the value not exceeding Rs. 500 Lakhs per annum for the period of 5 years – **Special Resolution**

Thanking You,

Yours Faithfully
For Austin Engineering Company Limited


(Kiran H Shah)
Executive Office Secretarial



5 | Page

Manufacturers of :
ALL KINDS OF BEARINGS



ISO 9001 : 2008
ISO / TS 16949 : 2009
ISO 14001 : 2004
OHSAS 18001 : 2007

www.tuv.com
ID 0910099553



K. J. Shah

M. Com., LL.B., DTP, FCS, ICWA

301, 2nd Floor, "SAMPANNA"
Behind Navarangpura Bus-Stand,
Navrangpura, Ahmedabad-380 009.
Phone : (O) 26423700 (R) 27450708

SCRUTINIZER REPORT

**"Pursuant to Section 108 of the Companies Act 2013 and Rule 20(XI) of the
Companies (Management and Administration) Rules, 2014"**

To,
The Chairman
Austin Engineering Company Limited
Village: Patla, Bhesan, District: Junagadh
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 39th Annual
General Meeting of Austin Engineering Company Limited held on Tuesday,
19th September, 2017 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 **27th May, 2017** 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 13 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 13, I submit my report hereunder:
- (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 **27th May, 2017** 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.

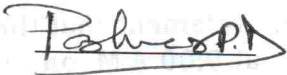
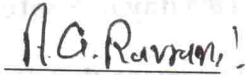




- (ii) The relevant notice of the said Annual General Meeting, mentioned, *interalia*, that the business would be transacted through Remote E-voting system and through Ballot/ Polling Paper at the venue of the said Annual General Meeting, the necessary facilities whereof were being provided by the Company.
- (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 26th August, 2017 containing the following information:
- Statement that the business may be transacted by Remote E-voting.
 - Statement that dispatch of notices of the said Annual General Meeting was completed.
 - Statement that the period of Remote E-voting would commence Saturday at 9:00 A.M. on 16th day of September, 2017, and ends at 5:00 P.M. on 18th day of September, 2017, Monday.**
 - 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.
 - 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.
 - 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.
 - Website address of the Company and of Central Depository Services Limited (CDSL, here in after), where notice of said Annual general Meeting was displayed.
 - 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 **i.e. from 9:00 A.M. on 16th September, 2017 to 5:00 P.M. on 18th September, 2017.**





- (v) That to the best of my understanding the portal i.e., <https://www.evotingindia.com>, where Remote E Voting process was provided, was blocked at **5:00 P.M. on 18th September, 2017**
- (vi) That after discussions on the above 13 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 **11:43 A.M. on 19th September, 2017** 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. Pintu Dineshbhai Parmar 
- b. Mr. Arvind Gandubhai Ravrani 
- 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 13 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 **12th September, 2017** 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.



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 31st March, 2017 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 31st March, 2017 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	49	32	81	265010	934597	1199607	
Assent	49	32	81	265010	934597	1199607	100%
Dissent	0	0	0	0	0	0	0%
Total	49	32	81	265010	934597	1199607	

Invalid Votes

Particulars	No. of			No. of Votes contained In		
	Ballot Papers	E-Voting	Total	Ballot Papers	E-Voting	Total
Total	4	0	0	220	0	0

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. Rajan R. Bambhanja** who, retires by rotation and being eligible offers himself for re- appointment. - **Ordinary Resolution**

Valid Votes

Particulars	No. of			No. of votes contained in			Percentage
	Ballot papers	E- votes	Total	Ballot papers	E-Votes	Total	
Received	49	31	80	265010	874297	1139307	
Assent	49	31	80	265010	874297	1139307	100%
Dissent	0	0	0	0	0	0	0%
Total	49	31	80	265010	874297	1139307	

Invalid Votes

Particulars	No. of			No. of Votes contained In		
	Ballot Papers	E-Voting	Total	Ballot Papers	E-Voting	Total
Total	4	0	0	220	0	0

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 B. H. Advani & Associates, Chartered Accountants, Junagadh (Firm Registration No. 117127W)** as the auditor of the company to hold office from the conclusion of this Annual General Meeting till the conclusion of 44th 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			Percentage
	Ballot papers	E- votes	Total	Ballot papers	E-Votes	Total	
Received	49	32	81	265010	934597	1199607	
Assent	49	32	81	265010	934597	1199607	100%
Dissent	0	0	0	0	0	0	0%
Total	49	32	81	265010	934597	1199607	

Invalid Votes

Particulars	No. of			No. of Votes contained In		
	Ballot Papers	E-Voting	Total	Ballot Papers	E-Voting	Total
Total	4	0	0	220	0	0

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 149, 152 and other applicable provisions to appoint **Mr. Jagdishchandra B. Jagani** holding **DIN 07645671** as an Non – Executive Independent Director who was appointed as an Additional Director in independent capacity pursuant to relevant section of the Company — **Special Resolution.**

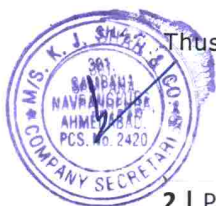
Valid Votes

Particulars	No. of			No. of votes contained in			Percentage
	Ballot papers	E- votes	Total	Ballot papers	E-Votes	Total	
Received	49	32	81	265010	934597	1199607	
Assent	49	32	81	265010	934597	1199607	100%
Dissent	0	0	0	0	0	0	0%
Total	49	32	81	265010	934597	1199607	

Invalid Votes

Particulars	No. of			No. of Votes contained In		
	Ballot Papers	E-Voting	Total	Ballot Papers	E-Voting	Total
Total	4	0	0	220	0	0

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 section 188(1) and other applicable provisions, to enter into the transactions with **Austin Engineering Co. (Formerly Known as Accurate Engineering Inc.)** (wholly owned subsidiary) for sale of Bearings and/or Components for the value not exceeding Rs. 50 Crores per annum for the period of 5 years – **Special Resolution**

Valid Votes

Particulars	No. of			No. of votes contained in			Percentage
	Ballot papers	E- votes	Total	Ballot papers	E-Votes	Total	
Received	49	21	70	265010	454238	719248	
Assent	49	21	70	265010	454238	719248	100%
Dissent	0	0	0	0	0	0	0%
Total	49	21	70	265010	454238	719248	

Invalid Votes

Particulars	No. of			No. of Votes contained In		
	Ballot Papers	E-Voting	Total	Ballot Papers	E-Voting	Total
Total	4	0	0	220	0	0

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

Item no 6: To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution, pursuant to section 188(1) and other applicable provisions, to enter into the transactions with **Max Precision Bearings Private Limited** for Purchase of Bearings and/or Components, sale of Bearings and/or Components, getting the Job work done and doing the job work for the value not exceeding Rs. 300 Lakhs, Rs. 100 Lakhs, Rs. 500 Lakhs and Rs. 50 Lakhs per annum respectively, for the period of 5 years – **Special Resolution**

Valid Votes

Particulars	No. of			No. of votes contained in			Percentage
	Ballot papers	E- votes	Total	Ballot papers	E-Votes	Total	
Received	49	26	75	265010	554081	819091	
Assent	49	26	75	265010	554081	819091	100%
Dissent	0	0	0	0	0	0	0%
Total	49	26	75	265010	554081	819091	

Invalid Votes

Particulars	No. of			No. of Votes contained In		
	Ballot Papers	E-Voting	Total	Ballot Papers	E-Voting	Total
Total	4	0	0	220	0	0

Thus, the Special Resolution as contained in Item no.6 is **passed with Requisite Majority.**



Item no 7: To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution, pursuant to section 188(1) and other applicable provisions, to enter into the transactions with **Austin Traders** (A partnership firm) for sale of Bearings and/or Components for the value not exceeding Rs. 150 Lakhs per annum for the period of 5 years – **Special Resolution**

Valid Votes

Particulars	No. of			No. of votes contained in			Percentage
	Ballot papers	E- votes	Total	Ballot papers	E-Votes	Total	
Received	49	30	79	265010	755781	1020791	
Assent	49	30	79	265010	755781	1020791	100%
Dissent	0	0	0	0	0	0	0%
Total	49	30	79	265010	755781	1020791	

Invalid Votes

Particulars	No. of			No. of Votes contained In		
	Ballot Papers	E-Voting	Total	Ballot Papers	E-Voting	Total
Total	4	0	0	220	0	0

Thus, the Special Resolution as contained in Item no.7 is **passed with Requisite Majority.**

Item no 8: To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution, pursuant to section 188(1) and other applicable provisions, to enter into the transactions with **Accord Precision Products** (A partnership firm) for getting the job work done for the value not exceeding Rs. 600 Lakhs per annum for the period of 5 years – **Special Resolution**

Valid Votes

Particulars	No. of			No. of votes contained in			Percentage
	Ballot papers	E- votes	Total	Ballot papers	E-Votes	Total	
Received	49	20	69	265010	434238	699248	
Assent	49	20	69	265010	434238	699248	100%
Dissent	0	0	0	0	0	0	0%
Total	49	20	69	265010	434238	699248	

Invalid Votes

Particulars	No. of			No. of Votes contained In		
	Ballot Papers	E-Voting	Total	Ballot Papers	E-Voting	Total
Total	4	0	0	220	0	0

Thus, the Special Resolution as contained in Item no.8 is **passed with Requisite Majority.**

Item no 9: To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution, pursuant to section 188(1) and other applicable provisions, to enter into the transactions with **Optimum Services Inc** (A partnership firm) for Purchase of Bearings and/or Components, sale of Bearings and/or Components, getting the Job work done and doing the job work



for the value not exceeding Rs. 700 Lakhs, Rs. 50 Lakhs, Rs. 100 Lakhs and Rs. 25 Lakhs per annum respectively, for the period of 5 years – **Special Resolution**

Valid Votes

Particulars	No. of			No. of votes contained in			Percentage
	Ballot papers	E- votes	Total	Ballot papers	E-Votes	Total	
Received	49	20	69	265010	434238	699248	
Assent	49	20	69	265010	434238	699248	100%
Dissent	0	0	0	0	0	0	0%
Total	49	20	69	265010	434238	699248	

Invalid Votes

Particulars	No. of			No. of Votes contained In		
	Ballot Papers	E-Voting	Total	Ballot Papers	E-Voting	Total
Total	4	0	0	220	0	0

Thus, the Special Resolution as contained in Item no.9 is **passed with Requisite Majority.**

Item no 10: To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution, pursuant to section 188(1) and other applicable provisions, to enter into the transactions with **SNR enterprises** (A partnership firm) for sale of Bearings and/or components for the value not exceeding Rs. 900 Lakhs per annum for the period of 5 years – **Special Resolution**

Valid Votes

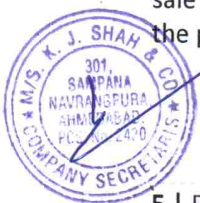
Particulars	No. of			No. of votes contained in			Percentage
	Ballot papers	E- votes	Total	Ballot papers	E-Votes	Total	
Received	49	20	69	265010	434238	699248	
Assent	49	20	69	265010	434238	699248	100%
Dissent	0	0	0	0	0	0	0%
Total	49	20	69	265010	434238	699248	

Invalid Votes

Particulars	No. of			No. of Votes contained In		
	Ballot Papers	E-Voting	Total	Ballot Papers	E-Voting	Total
Total	4	0	0	220	0	0

Thus, the Special Resolution as contained in Item no.10 is **passed with Requisite Majority.**

Item no 11: To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution, pursuant to section 188(1) and other applicable provisions, to enter into the transactions with **Accumax Engineering Company** (A partnership firm) for getting job work done and sale of scrap for the value not exceeding Rs. 100 Lakhs and Rs. 15 Lakhs per annum respectively, for the period of 5 years – **Special Resolution**



Valid Votes

Particulars	No. of			No. of votes contained in			Percentage
	Ballot papers	E- votes	Total	Ballot papers	E-Votes	Total	
Received	49	26	75	265010	734292	999302	
Assent	49	26	75	265010	734292	999302	100%
Dissent	0	0	0	0	0	0	0%
Total	49	26	75	265010	734292	999302	

Invalid Votes

Particulars	No. of			No. of Votes contained In		
	Ballot Papers	E-Voting	Total	Ballot Papers	E-Voting	Total
Total	4	0	0	220	0	0

Thus, the Special Resolution as contained in Item no.11 is **passed with Requisite Majority**.

Item no 12: To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution, pursuant to section 188(1) and other applicable provisions, to enter into the transactions with **Eminent Trading (India) LLP** (Limited Liability Partnership firm) for sale of Bearings and/or Components for the value not exceeding Rs. 500 Lakhs per annum for the period of 5 years – **Special Resolution**

Valid Votes

Particulars	No. of			No. of votes contained in			Percentage
	Ballot papers	E- votes	Total	Ballot papers	E-Votes	Total	
Received	49	20	69	265010	434238	699248	
Assent	49	20	69	265010	434238	699248	100%
Dissent	0	0	0	0	0	0	0%
Total	49	20	69	265010	434238	699248	

Invalid Votes

Particulars	No. of			No. of Votes contained In		
	Ballot Papers	E-Voting	Total	Ballot Papers	E-Voting	Total
Total	4	0	0	220	0	0

Thus, the Special Resolution as contained in Item no.12 is **passed with Requisite Majority**.

Item no 13: To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution, pursuant to section 188(1) and other applicable provisions, to enter into the with transactions **United Trading Company** (A Partnership firm) for sale of Bearings and/or Components for the value not exceeding Rs. 500 Lakhs per annum for the period of 5 years – **Special Resolution**



Particulars	No. of			No. of votes contained in			Percentage
	Ballot papers	E- votes	Total	Ballot papers	E-Votes	Total	
Received	49	20	69	265010	434238	699248	
Assent	49	20	69	265010	434238	699248	100%
Dissent	0	0	0	0	0	0	0%
Total	49	20	69	265010	434238	699248	

Invalid Votes

Particulars	No. of			No. of Votes contained In		
	Ballot Papers	E-Voting	Total	Ballot Papers	E-Voting	Total
Total	4	0	0	220	0	0

Thus, the Special Resolution as contained in Item no.13 is **passed with Requisite Majority.**



"ANNEXURE B"

AUSTIN ENGINEERING COMPANY LIMITED

"Voting by Ballot" at the Annual General Meeting held on 19/09/2017 AND "Remote E-Voting" during the period 16/09/2017 to 18/09/2017

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

Resolution	Number of votes (folio valid)	No. of shares/ votes held	No .of shares / votes exercised	No. of shares/votes exercised in favour	No. of Shares / votes exercised in against	Total % of votes cast in Favour (valid votes) 5/4*100	Total % of votes cast against (valid votes) 6/4*100
1	2	3	4	5	6	7	8
1(a)	81	1199607	1199607	1199607	0	100	0
1(b)	81	1199607	1199607	1199607	0	100	0
2	80	1139307	1139307	1139307	0	100	0
3	81	1199607	1199607	1199607	0	100	0
4	81	1199607	1199607	1199607	0	100	0
5	70	719248	719248	719248	0	100	0
6	75	819091	819091	819091	0	100	0
7	79	1020791	1020791	1020791	0	100	0
8	69	699248	699248	699248	0	100	0
9	69	699248	699248	699248	0	100	0
10	69	699248	699248	699248	0	100	0
11	75	999302	999302	999302	0	100	0
12	69	699248	699248	699248	0	100	0
13	69	699248	699248	699248	0	100	0




Statement of Invalid Votes		
Resolution no.	No.of Voters (folios) Declared Invalid	No. of votes contained
1(a)	4	220
1(b)	4	220
2	4	220
3	4	220
4	4	220
5	4	220
6	4	220
7	4	220
8	4	220
9	4	220
10	4	220
11	4	220
12	4	220
13	4	220
Total	56	3080

Place : Junagadh
Date : 19.09.2017



For, K J Shah & Company
Company Secretary


(Kaushik Shah)

Proprietor
FCS 2420 CP 1414