



# 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 .GSTIN:-24AABCA8189N1Z6

Aec/sec/BSE/2022-23/33

BSE Code : AUSTENG | 522005 | INE759F01012

Date : 28<sup>th</sup> September, 2022

To,

**BSE Limited**

Phiroze Jeejeebhoy Tower,  
Dalal Street, Fort,  
MUMBAI 400 023

**Sub: - 44th Annual General Meeting held on 28<sup>th</sup> September, 2022**  
**Voting Results & Scrutinizers Report**

Dear Sir,

We submit herewith the following with respect 44th Annual General Meeting of the Company held on 28<sup>th</sup> September, 2022 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 28<sup>th</sup> September, 2022 pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules 2014.

All the resolutions placed for approval at the 44th Annual General Meeting as set out in the Notice dated 30<sup>th</sup> May, 2022 have been passed by the Members with requisite majority.

Kindly take the same on your record.

Thanking you,

Yours Faithfully

For Austin Engineering Company Limited,

*R Bambhania*

Rajan R Bambhania  
Managing Director  
DIN: 00146211



Manufacturers of:  
ALL KINDS OF  
BEARINGS



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

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305, Hrishikesh-II, Opp. Municipal School, Nr. Navrangpura Bus Stand, Navrangpura, Ahmedabad-380 009  
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**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 44<sup>th</sup> Annual General Meeting of the Austin Engineering Company Limited held on Wednesday, 28<sup>th</sup> September, 2022 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 resolution passed by Board of Directors at their meeting held on 30<sup>th</sup> May, 2022 pursuant to the Section 108 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 and also pursuant to regulations 44 of the SEBI ( Listing and Obligation and Disclosure Requirement ) Regulations , 2015 to carry out the scrutiny if the Remote E-voting and voting through Ballot at the aforesaid Annual General Meeting in respect of 3 resolutions as mentioned herein below and as contained to the notice of the said Annual General meeting (herein after called as **the said AGM**).
- B. Pursuant to the provision of section 108 of the Companies Act, 2013 read with relevant rules thereof and also in pursuant to the Regulation 44 of the 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 resolution number 01 to 03, 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 the relevant notice dated 30<sup>th</sup> May, 2022 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, inter alia, 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 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 "The Indian Express" (English) and "The Financial Express" (Gujarati) published on 2<sup>nd</sup> September, 2022 respectively containing the following information.



**K. J. SHAH & CO.**

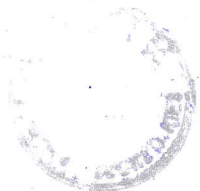
- a. Statement that the Business may be transacted by Remote E-Voting.
  - b. Statement that dispatched of notices the said Annual General Meeting was completed.
  - c. Statement that period of Remote E-Voting would commence on **Sunday, 25<sup>th</sup> September, 2022 9.00 am and ends on Tuesday, 27<sup>th</sup> September, 2022 5.00 pm.**
  - 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 disabled by Central Depository Service 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 the 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 i.e., **Sunday, 25<sup>th</sup> September, 2022 9.00 am and ends on Tuesday, 27<sup>th</sup> September, 2022 5.00 pm.**
- (v) That to the best of my understanding the portal i.e., <http://www.evotingindia.com>, where Remote E-voting process was provided, was blocked on **Tuesday, 27<sup>th</sup> September, 2022 at 5.00 p.m.**
- (vi) That after discussion on the above 3 (Three) resolutions 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 <http://www.evotingindia.com> was unblocked by me at 11.41 A.M. on 28<sup>th</sup> September, 2022 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 the following persons.

A. Mr. Jagrut Vasavada

J. K. Vasavada

B. Mr. Hemendra Chhaya

H. Chhaya





**K. J. SHAH & CO.**

Who are not in the employment of the company and who have put their signature along with their names as above,

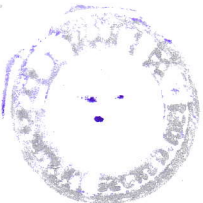
- (viii) The results containing the details of the votes cast by Remote E-voting mode has been provided to me by CDSL, the agency which was appointed by the company to provide and maintain and which provided and maintained the Remote E-voting platform for the aforesaid remote e-voting, in respect of aforesaid **3(THREE) resolutions.**
  - (ix) The relevant details of the aforesaid Remote E-voting Process in respect of aforesaid resolution have been entered in to registers, electronically as per the provision of the Rule20(3)(xii) of the Companies (management and Administration) Rules,2014 read with the section 108 of Companies Act,2013 and are available as on this day at the website <http://www.evotingindia.com>.
  - (x) The cut –off date for determining the eligibility to cast vote was **21<sup>st</sup>September,2022** 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 3 (Three) 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: 28<sup>th</sup> September,2022

For, KJ Shah & Company  
Company Secretary

  
(Kaushik Shah)  
Proprietor

FCS 2420 CP 1414  
UDIN:F002420D001062369





**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<sup>st</sup> March, 2022** together with report of the Board of Directors and Auditors thereon- **Ordinary Resolution**

**Item No.1 (B):** To receive, consider, and adopt the Audited Consolidated Financial Statement of the Company for the financial year ended on **31<sup>st</sup> March, 2022** 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	41	32	73	83546	1095244	1178790	
Assent	41	30	71	83546	1089259	1172805	99.49%
Dissent	0	2	2	0	5985	5985	0.51%
<b>Total</b>	<b>41</b>	<b>32</b>	<b>73</b>	<b>83546</b>	<b>1095244</b>	<b>1178790</b>	<b>100.00%</b>

**Invalid Votes**

Particulars	No. of			No. of Votes contained In		
	Ballot Papers	E-Voting	Total	Ballot Papers	E-Voting	Total
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

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 **Mrs. Anila Shashikant Thanki (DIN No.: 00403759)** who, retires by rotation and being eligible offers himself to 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	41	31	72	83546	928428	1011974	
Assent	41	28	69	83546	918910	1002456	99.06%
Dissent	0	3	3	0	9518	9518	0.94%
<b>Total</b>	<b>41</b>	<b>31</b>	<b>72</b>	<b>83546</b>	<b>928428</b>	<b>1011974</b>	<b>100.00%</b>

**Invalid Votes**

Particulars	No. of			No. of Votes contained In		
	Ballot Papers	E-Voting	Total	Ballot Papers	E-Voting	Total
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

**Note:** One holder holding 166816 No. of Shares remains absent from voting being interested party.

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 the following resolution with or without modification(s), as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Schedule IV to the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors, **Mr. Jagdishchandra B. Jagani (DIN 07645671)**, who holds office of an Independent Director up to this Annual General Meeting and who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a member, signifying his intention to propose candidature of, **Mr. Jagdishchandra B. Jagani (DIN 07645671)** for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for a second term of five consecutive years commencing from 25th October, 2021.”

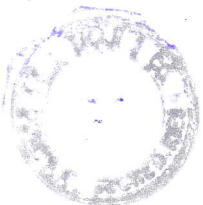
“RESOLVED FURTHER THAT the Board of Directors of the Company (including its committee thereof) and / or Company Secretary of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this Resolution “

Particulars	No. of			No. of votes contained in			Percentage
	Ballot papers	E- votes	Total	Ballot papers	E-Votes	Total	
Received	41	32	73	83546	1095244	1178790	
Assent	41	29	70	83546	1085726	1169272	99.19%
Dissent	0	3	3	0	9518	9518	0.81%
Total	41	32	73	83546	1095244	1178790	100.00%

#### Invalid Votes

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

Thus, the Special Resolution as contained in Item no. 3 is passed with **Requisite Majority**.





**"ANNEXURE B"**

**AUSTIN ENGINEERING COMPANY LIMITED**

**"Voting by Ballot" at the Annual General Meeting held on 28/09/2022 AND "Remote E-Voting" during the period 25/09/2022 to 27/09/2022**

**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)	73	1178790	1178790	1172805	5985	99.49	0.51
1(b)	73	1178790	1178790	1172805	5985	99.49	0.51
2	72	1011974	1011974	1002456	9518	99.06	0.94
3	73	1178790	1178790	1169272	9518	99.19	0.81

Statement of Invalid Votes		
Resolution no.	No. of Voters (folios) Declared Invalid	No. of votes
1(a)	0	0
1(b)	0	0
2	0	0
3	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

Place: Junagadh  
Date: 28.09.2022

For, K J Shah & Company  
Company Secretary

(Kaushik Shah)  
Proprietor

FCS 2420 CP 1414  
UDIN:F002420D001062369