



G.G. AUTOMOTIVE GEARS LTD.

REGD. OFF. & WORKS : 2-A, I.S. GAJRA INDUSTRIAL AREA-1, A.B. ROAD, DEWAS - 455 001 (M.P.) INDIA

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CIN : L29130MP1974PLC035049

Date: 30th June, 2017

To,
The Shareholder,

Sub: Intimation of the voting results of the 43rd Annual General Meeting of G. G. Automotive Gears Limited ('the Company')

Pursuant to the Companies Act, 2013 and the rules made thereunder, please find enclosed herewith the details of voting of the 43rd Annual General Meeting ('AGM') of the Company announced today, regarding the approvals sought from the members for the resolutions set forth in the notice convening the AGM dated 30th June 2017.

The resolutions set forth in the above mentioned notice have been passed with requisite majority.

Further, please find enclosed Scrutinizer's Report issued by Mr. Nitin Sarfare Partner of HS Associates, Practising Company Secretaries, Mumbai.

Thanking you,

Yours Faithfully,

For G. G. Automotive Gears Limited

Kennedy Ram Gajra
Chairman and Managing Director



ISO 9001 : 2008
Reg. No. : QM 02 00037

Please visit our web site at www.ggautomotive.com

**COMBINED SCRUTINIZER'S REPORT ON REMOTE E-VOTING & PHYSICAL BALLOT
FORM**

To,
The Chairman,

G. G. Automotive Gears Limited
2-A, I.S. Gajra Industrial Area-1, A. B. Road,
Dewas, MP-455001

Sub.: Consolidated Scrutinizer's Report for remote e-voting/Physical ballot forms 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 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting at the Forty-Third Annual General Meeting of G. G. Automotive Gears Limited held on Friday the 30th June, 2017 at 11.30 a.m.

Dear Sir,

I, Nitin Sarfare, Partner of HS Associates, Practicing Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of G. G. Automotive Gears Limited in their meeting held on 26th May, 2017, pursuant to section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the remote e-voting process and to scrutinize the Physical Ballot forms received from the shareholders in respect of the below mentioned resolutions passed at Forty-Third Annual General Meeting of the Company on 30th June, 2017 at 11.30 a.m.

The voting rights were reckoned as on Friday the 23rd June, 2017 being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting at the meeting.

The Company had availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for extending the facility of remote e-voting to the members of the Company from Tuesday 27th June, 2017 (9.00 a.m. IST) to Thursday the 29th June, 2017 (5.00 p.m. IST) at the said Annual General Meeting held on Friday the 30th June, 2017.

The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the company and after the conclusion of the voting the votes cast there under were counted.

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The Company had also provided voting facility to the shareholder's present at the Annual General Meeting and who had not cast their vote earlier through remote e-voting facility.

The particulars of all Physical Ballots and Electronic votes received from/cast by the equity shareholders have been entered in the electronic register separately maintained for the purpose.

The Physical Ballot Forms were scrutinized and the shareholding was matched/confirmed with the Register of Members of the company as on 30th June, 2017.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the Central Depository Services (India) Limited (CDSL) e-voting system and the Physical ballot forms received respectively.

I now submit my consolidated Report as under on the results of the remote e-voting/Physical Ballot forms and voting in respect of the said Resolutions.

- Date of the AGM : June 30, 2017
- Total Number of shareholders on Record Date : 5373

No of Shareholders present in the meeting either in person or through proxy: 31

Promoter and Promoter Group	6
Public	25

No. of Shareholders attended the meeting through Video Conferencing:

Promoter and Promoter Group	NA
Public	NA



Mode of voting: E-voting and Ballot:

Resolution 1: To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended on 31st March, 2017 together with the Reports of the Board of Directors and Auditors thereon.

Resolution (Ordinary or Special)		Required: Ordinary						
Whether Promoter/ Promoter group are interested in the agenda / resolution		No						
Category	Mode of Voting	No of Shares Held	No of Votes Polled	% of Votes Polled on outstanding shares	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 & Promoter Group	E-voting		Nil	Nil	Nil	Nil	Nil	Nil
	Poll	2081268	Nil	Nil	Nil	Nil	Nil	Nil
	Physical Ballot		2068246	99.37%	2068246	Nil	100%	Nil
	Total	2081268	2068246	99.37%	2068246	Nil	100%	Nil
Public Institution	E-voting		Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Physical Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public Non-Institution	E-voting		Nil	Nil	Nil	Nil	Nil	Nil
	Poll	5834899	Nil	Nil	Nil	Nil	Nil	Nil
	Physical Ballot		461328	7.91%	461328	Nil	100%	Nil
	Total	5834899	461328	7.91%	461328	Nil	100%	Nil
Total		7916167	2529574	31.95%	2529574	Nil	100%	Nil

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Resolution 2: To appoint Director in place of Mr. Shri. Kennedy Gajra (DIN 02092206), who retires by rotation and being eligible offers himself for re-appointment.

Resolution Required: (Ordinary or Special)		Ordinary							
Whether Promoter/ Promoter group are interested in the agenda / resolution		No							
Category	Mode of Voting	No of Shares Held	No of Votes Polled	% of Votes Polled on outstanding shares	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 & Promoter Group	E-voting	2081268	Nil	Nil	Nil	Nil	Nil	Nil	
	Poll		Nil	Nil	Nil	Nil	Nil	Nil	
	Physical Ballot		2068246	99.37%	2068246	Nil	100%	Nil	
	Total	2081268	2068246	99.37%	2068246	Nil	100%	Nil	
Public Institution	E-voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil*	
	Poll		Nil	Nil	Nil	Nil	Nil	Nil	
	Physical Ballot		Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public Non-Institution	E-voting	5834899	Nil	Nil	Nil	Nil	Nil	Nil	
	Poll		Nil	Nil	Nil	Nil	Nil	Nil	
	Physical Ballot		461328	7.91%	461328	Nil	100%	Nil	
	Total	5834899	461328	7.91%	461328	Nil	100%	Nil	
Total		7916167	2529574	31.95%	2529574	Nil	100%	Nil	



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Resolution 3: Appointment of Statutory Auditors of the Company.								
Resolution Required: (Ordinary or Special)		Ordinary						
Whether Promoter/ Promoter group are interested in the agenda / resolution		No						
Category	Mode of Voting	No of Shares Held	No of Votes Polled	% of Votes Polled on outstanding shares	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 & Promoter Group	E-voting		Nil	Nil	Nil	Nil	Nil	Nil
	Poll	2081268	Nil	Nil	Nil	Nil	Nil	Nil
	Physical Ballot		2068246	99.37%	2068246	Nil	100%	Nil
	Total	2081268	2068246	99.37%	2068246	Nil	100%	Nil
Public Institution	E-voting		Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Physical Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil
Public Non-Institution	E-voting		Nil	Nil	Nil	Nil	Nil	Nil
	Poll	5834899	Nil	Nil	Nil	Nil	Nil	Nil
	Physical Ballot		461328	7.91%	461328	Nil	100%	Nil
	Total	5834899	461328	7.91%	461328	Nil	100%	Nil
Total		7916167	2529574	31.95%	2529574	Nil	100%	Nil



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Resolution 4: Service of Documents by particular mode of Delivery.								
Resolution Required: (Ordinary or Special)			Ordinary					
Whether Promoter/ Promoter group are interested in the agenda / resolution			No					
Category	Mode of Voting	No of Shares Held	No of Votes Polled	% of Votes Polled on outstanding shares	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 & Promoter Group	E-voting Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Physical Ballot	2081268	2068246	99.37%	2068246	Nil	100%	Nil
	Total	2081268	2068246	99.37%	2068246	Nil	100%	Nil
Public Institution	E-voting Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Physical Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public Non-Institution	E-voting Poll	5834899	Nil	Nil	Nil	Nil	Nil	Nil
	Physical Ballot		461328	7.91%	461328	Nil	100%	Nil
	Total	5834899	461328	7.91%	461328	Nil	100%	Nil
Total		7916167	2529574	31.95%	2529574	Nil	100%	Nil



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Resolution 5: Regularisation of Mr. Anmol Gajra (DIN: 07835836) as a Director								
Resolution Required: (Ordinary or Special)			Ordinary					
Whether Promoter/ Promoter group are interested in the agenda / resolution			Yes					
Category	Mode of Voting	No of Shares Held	No of Votes Polled	% of Votes Polled on outstan- ding 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
Pro mot er & Pro mot er Gro up	E- voting Poll	2081268	Nil	Nil	Nil	Nil	Nil	Nil
	Physica l Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total	2081268	Nil	Nil	Nil	Nil	Nil	Nil
Publ ic Insti tuti on	E- voting Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Physica l Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil
Publ ic Non- Insti tuti on	E- voting Poll	5834899	Nil	Nil	Nil	Nil	Nil	Nil
	Physica l Ballot		461328	7.91%	461328	Nil	100%	Nil
	Total	5834899	461328	7.91%	461328	Nil	100%	Nil
Total		7916167	461328	5.83%	461328	Nil	100%	Nil

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Resolution 6: Appointment of Mr. Anmol Gajra (DIN: 07835836) as an Executive Director of the Company.								
Resolution Required: (Ordinary or Special)			Special					
Whether Promoter/ Promoter group are interested in the agenda / resolution			Yes					
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 & Promoter Group	E-voting		Nil	Nil	Nil	Nil	Nil	Nil
	Poll	2081268	Nil	Nil	Nil	Nil	Nil	Nil
	Physical Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total	2081268	Nil	Nil	Nil	Nil	Nil	Nil
Public Institution	E-voting		Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Physical Ballot	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public Non-Institution	E-voting		Nil	Nil	Nil	Nil	Nil	Nil
	Poll	5834899	Nil	Nil	Nil	Nil	Nil	Nil
	Physical Ballot		461328	7.91%	461328	Nil	100%	Nil
	Total	5834899	461328	7.91%	461328	Nil	100%	Nil
Total		7916167	461328	5.83%	461328	Nil	100%	Nil



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Resolution 7: Final Call Money of Rs. 3/- Per Shares on Re-issued of Forfeited Shares.								
Resolution Required: (Ordinary or Special)			Special					
Whether Promoter/ Promoter group are interested in the agenda / resolution			Yes					
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)	$(3) = \frac{(2)}{(1)} * 100$	(4)	(5)	$(6) = \frac{(4)}{(2)} * 100$	$(7) = \frac{(5)}{(2)} * 100$
Promoter & Promoter Group	E-voting Poll	2081268	Nil	Nil	Nil	Nil	Nil	Nil
	Physical Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total	2081268	Nil	Nil	Nil	Nil	Nil	Nil
Public Institution	E-voting Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Physical Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil
Public Non-Institution	E-voting Poll	5834899	Nil	Nil	Nil	Nil	Nil	Nil
	Physical Ballot		461328	7.91%	461328	Nil	100%	Nil
	Total	5834899	461328	7.91%	461328	Nil	100%	Nil
Total		7916167	461328	5.83%	461328	Nil	100%	Nil



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I have handed over the postal ballot forms and other related papers/registers and records for safe custody to Mr. Kennedy Ram Gujra, Managing Director of the Company authorised by the Company to supervise the postal ballot process.

Thanking you,
Yours truly,




Nitin Sarfare
Partner- HS Associates
Practicing Company Secretaries
Scrutiniser

Date: 30th June, 2017.
Place: Dewas.





Note: All the aforesaid resolutions were passed with requisite majority.