



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/2023-24/38

30th September, 2024

BSE Code: AUSTENG | 522005 | INE759F01012

To,

BSE Limited

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

Sub: - 45th Annual General Meeting held on 30th September, 2024
Voting Results & Scrutinizers Report.

Dear Sir,

We submit herewith the following with respect 46th Annual General Meeting of the Company held on 30th September, 2024 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 Ballot Voting for the resolutions carried out at the Annual General Meeting held on Monday, 30th September, 2024 at 11.00 a.m. 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 46th Annual General Meeting as set out in the Notice dated 30th May, 2024 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,


Hiren N Vadgama

Chairman

DIN: 00145992



Manufacturers of :
ALL KINDS OF
BEARINGS

Junagadh off.: 101. G.I.D.C: Estate, Vadad Road, Junagadh - 362 003. (India) Tel.: (91-285) 2660069
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305, Hrishikesh-II, Opp. Municipal School, Nr. Navrangpura Bus Stand, Navrangpura, Ahmedabad-380 009
Email : kjshahco@yahoo.com ✦ Ph:+91-79-26423700/40040708 ✦ M:+91-9426016200

SCRUTINIZER REPORT

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

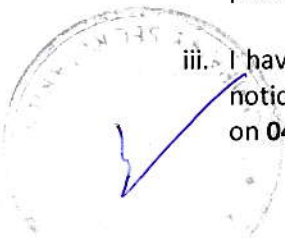
To,

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 46th Annual General Meeting of the Austin Engineering Company Limited held on Monday, 30th September, 2024 at 11.00 am.

Dear Sir,

- A. I, **Mr. Kaushik Jayantilal 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 **30th May, 2024** 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 **4 nos.** of 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 04, I submit my report hereunder:
- 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 **30th May, 2024** 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 that the said relevant notice of the aforesaid Annual General Meeting has been placed on the Website of the Company.
 - That 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.
 - 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 **04th September, 2024** respectively containing the following information.



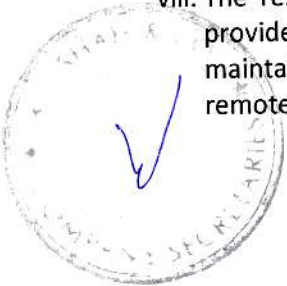
- a. Statement that the Business may be transacted by Remote E-Voting.
 - b. Statement that dispatched of notices the said Annual General Meeting was completed.
 - c. Statement that period of Remote E-Voting would commence on **Friday, 27th September, 2024, 9.00 am and ends on Sunday, 29th September, 2024 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 disable 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., **Friday, 27th September, 2024 at 9.00 am and ends on Sunday, 29th September, 2024 at 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 **Sunday, 29th September, 2024 at 5.00 pm.**
 - vi. That after discussion on the above **4 (Four)** 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 **11.42 a.m. on 30th September, 2024** 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. Mehul K. Vaishnav

B. Megh M. Vaishnav

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 **4 (Four) resolutions.**





K. J. SHAH & CO.

- 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 **20th September, 2024** 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 4 (Four) 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: 30th September, 2024

For, K J Shah & Company
Company Secretary
For K. J. SHAH & Co

Proprietor
(Kaushik Shah)
Proprietor
FCS 2420 CP 1414
UDIN: F002420F001361228

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, 2024** 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 **31st March, 2024** together with report of Auditors thereon- **Ordinary Resolution**

Particulars	Remote e-votes		Ballot Voting		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	11	29554	53	1186174	64	1215728	99.884
Dissent	3	1410	0	0	3	1410	0.115
Total Valid Votes	14	30964	53	1186174	67	1217138	100
Abstain	0	0	0	0	0	0	0
Total Votes	14	30964	53	1186174	67	1217138	100

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. JIGNESH SHASHIKANT THANKI (DIN 00146168)** who, retires by rotation and being eligible offers himself for re- appointment -**Ordinary Resolution**

Particulars	Remote e-votes		Ballot Voting		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	11	29554	53	1186174	64	1215728	99.884
Dissent	3	1410	0	0	3	1410	0.115
Total Valid Votes	14	30964	53	1186174	67	1217138	100
Abstain	0	0	0	0	0	0	0
Total Votes	14	30964	53	1186174	67	1217138	100

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, **MS. ISHA KIRAG THANKI, DIN 10738916** who was appointed as an Additional Independent Director of the Company, under Section 161 of the Companies Act, 2013 and the Articles of Association of the Company on **14th August, 2024**, and who holds office up to the conclusion of the ensuing Annual General meeting and who has submitted a declaration that she meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(l)(b) of the Securities 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, proposing the candidature of, **MS. ISHA KIRAG THANKI, DIN 10738916** for the office of Director, be and is hereby appointed as an Independent Director (Non-Executive) of the Company, not liable to retire by rotation, for a term of five (5) consecutive years with effect from the date of this Annual General meeting or till such earlier date to conform with the policy on retirement and as may be determined by any applicable statutes, rules, regulations or guideline."

"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	Remote e-votes		Ballot Voting		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	11	29554	53	1186174	64	1215728	99.884
Dissent	3	1410	0	0	3	1410	0.115
Total Valid Votes	14	30964	53	1186174	67	1217138	100
Abstain	0	0	0	0	0	0	0
Total Votes	14	30964	53	1186174	67	1217138	100

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

Item No 4: To consider, and, if thought fit, to pass the following resolution with or without modification(s), as an **Ordinary Resolution:**

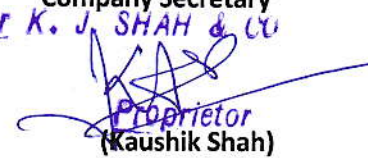
"RESOLVED THAT in accordance with the provisions of Section 148 (3) of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration of Rs 40,000/- (Rupees Forty Thousands only) per annum plus tax as may be applicable excluding reimbursement of out of pocket expenses to be paid to M/s. SAGAR M. KAPADIYA & COMPANY, Cost Accountant, Rajkot (Registration No. 103615) being the Cost Auditors Appointed by the Board of Directors to conduct audit of the cost records of the Company for the Financial Year 2024-25 be and hereby ratified."

"RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof), be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Particulars	Remote e-votes		Ballot Voting		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	10	29504	53	1186174	63	1215678	99.880
Dissent	4	1460	0	0	4	1460	0.119
Total Valid Votes	14	30964	53	1186174	67	1217138	100
Abstain	0	0	0	0	0	0	0
Total Votes	14	30964	53	1186174	67	1217138	100

Thus, the Special Resolution as contained in Item no. 4 is passed with Requisite Majority.



For, K J Shah & Company
 Company Secretary
 For K. J. SHAH & CO

 Proprietor
 (Kaushik Shah)
 Proprietor
 FCS 2420 CP 1414
 UDIN: F002420F001361228

"ANNEXURE B"

AUSTIN ENGINEERING COMPANY LIMITED

"Remote E-Voting" during the period 27/09/2024 to 29/09/2024 AND "Ballot Voting" for the resolutions carried out at Annual General Meeting held on Monday, 30th September, 2024 @ 11.00 a.m.

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)	67	1217138	1217138	1215728	1410	99.884	0.115
1(b)	67	1217138	1217138	1215728	1410	99.884	0.115
2	67	1217138	1217138	1215728	1410	99.884	0.115
3	67	1217138	1217138	1215728	1410	99.884	0.115
4	67	1217138	1217138	1215678	1460	99.880	0.119

Statement of Invalid Votes		
Resolution no.	No. of Voters (folios) Declared Invalid	No. of votes contained
1(a)	NIL	NIL
1(b)	NIL	NIL
2	NIL	NIL
3	NIL	NIL
4	NIL	NIL
Total	NIL	NIL



For, K J Shah & Company
Company Secretary

(Kaushik Shah)
Proprietor
FCS 2420 CP 1414
UDIN: F002420F001361228