

29<sup>th</sup> September, 2022

To,  
General Manager-Listing  
BSE Limited,  
1<sup>st</sup> Floor, New Trading Ring,  
P. J. Towers, Dalal Street,  
Mumbai – 400 001

**Scrip Code – 532933; ISIN – INE386101018**

**Sub: Declaration of Results of Remote e-voting and e-voting at the AGM in compliance with the Regulation 44 (3) of SEBI (LODR) Regulation, 2015 and Scrutinizer's Report in relation to the 30<sup>th</sup> Annual General Meeting held on 28<sup>th</sup> September, 2022.**

Dear Sir/Madam,

With reference to the captioned subject, we are enclosing herewith following in relation to the 30<sup>th</sup> Annual General Meeting (AGM) of the Company held on **Wednesday, 28<sup>th</sup> September, 2022 at 01:00 P.M. (IST)** through Video Conferencing (VC) and other Audio Visual Means (OAVM) for which purpose the Registered office of the Company situated at **"Plot No 209, Sector 1, Industrial Area, Pithampur, Dist. Dhar (MP) 454775"** was deemed as the venue for the Meeting:

- (i) Voting results (remote e-voting and e-voting at the AGM) pursuant to the provisions of Regulation 44 of SEBI (LODR) Regulations, 2015 in the specified format.
- (ii) Scrutinizer's Report pursuant to the provision of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time.

Please take the same on your records for reference and further needful.

Thanking You  
Yours faithfully

**For PORWAL AUTO COMPONENTS LTD**

*for Porwal Auto Components Ltd*



Authorised Signatory

**HANSIKA MITTAL**  
COMPANY SECRETARY

Enclosure: a/a

## DETAILS OF VOTING RESULTS IN RESPECT OF THE 30<sup>TH</sup> ANNUAL GENERAL MEETING OF COMPANY

1.	Date of the Annual General Meeting	28 <sup>th</sup> September, 2022
2.	Total Number of shareholders on Record date	8457
3.	Book closure date	September 22, 2022 to September 28, 2022
4.	No. of shareholders present in the meeting either in person or through proxy	Not Applicable
	i. Promoters and promoter group	
	ii. Public	
5.	No. of shareholders attending the meeting through video conferencing	
	i. Promoters and promoter group	14
	ii. Public	22

  
 For Porwal Auto Components Ltd  
 Authorised Signatory

**Regd. Office & Works:**

Plot No. 209 & 215, Sector-1, Industrial Area, Pithampur - 454 775. (M.P) - INDIA

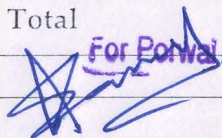
+91 7292 403608, 421300    +91 7292 405120

admin@porwalauto.com    www.porwalauto.com

**CIN-L34300MP1992PLC006912**

### Agenda wise disclosures

Resolution No. 1		Consideration and Adoption of the Audited Financial Statements for the Financial Year ended on 31st March, 2022, together with the Reports of the Board of Directors and the Auditors thereon.						
Resolution		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 favor	No. of votes in against	% of votes in favor on votes polled	% of votes in 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	5610784	5132555	91.4766	5132555	0	100%	0%
	Poll		0	0.00	0	0	0%	0%
	Postal Ballot (if applicable)		0	0.00	0	0	0%	0%
	Total	5610784	5132555	91.4766	5132555	0	100%	0%
Public- Institutions	E- Voting	0	0	0.00	0	0	0%	0%
	Poll		0	0.00	0	0	0%	0%
	Postal Ballot (if applicable)		0	0.00	0	0	0%	0%
	Total	0	0	0.00	0	0	0%	0%
Public- Non Institutions	E- Voting	9489216	3550583	37.4170	3550583	0	100%	0%
	Poll		0	0.00	0	0	0%	0%
	Postal Ballot (if applicable)		0	0.00	0	0	0%	0%
	Total	9489216	3550583	37.4170	3550583	0	100%	0%
TOTAL		15100000	8683138	57.5042	8683138	0	100%	0%

  
 For Ponal Auto Components Ltd.  
 Authorised Signatory

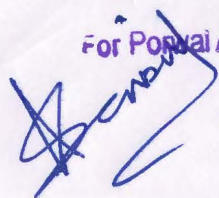


Resolution No. 2		Appointment of Mr. Surendra Utsavlal Jain (DIN: 00245154), as Whole Time Director, liable to retire by rotation.						
Resolution		Ordinary Resolution						
Whether promoter/promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding	No. of votes in favor	No. of votes in against	% of votes in favor on votes polled	% of votes in 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	5610784	5132555	91.4766	5132555	0	100%	0%
	Poll		0	0.00	0	0	0%	0%
	Postal Ballot (if applicable)		0	0.00	0	0	0%	0%
	Total	5610784	5132555	91.4766	5132555	0	100%	0%
Public- Institutions	E- Voting	0	0	0.00	0	0	0%	0%
	Poll		0	0.00	0	0	0%	0%
	Postal Ballot (if applicable)		0	0.00	0	0	0%	0%
	Total	0	0	0.00	0	0	0%	0%
Public- Non Institutions	E- Voting	9489216	3550583	37.4170	3549483	1100	99.97%	0.03%
	Poll		0	0.00	0	0	0%	0%
	Postal Ballot (if applicable)		0	0.00	0	0	0%	0%
	Total	9489216	3550583	37.4170	3549483	1100	99.97%	0.03%
TOTAL		15100000	8683138	57.5042	8682038	1100	99.99%	0.01%

For Porwal Auto Components Ltd  
  
 Authorised Signatory

Resolution No. 3		To Appoint M/S. HN Jhavar and Co., Chartered Accountants, Indore (FRN: 000544C) as Statutory Auditor of the Company.						
Resolution		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	No. of votes in favor	No. of votes in against	% of votes in favor on votes polled	% of votes in 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	5610784	5132555	91.4766	5132555	0	100%	0%
	Poll		0	0.00	0	0	0%	0%
	Postal Ballot (if applicable)		0	0.00	0	0	0%	0%
	Total	5610784	5132555	91.4766	5132555	0	100%	0%
Public- Institutions	E- Voting	0	0	0.00	0	0	0%	0%
	Poll		0	0.00	0	0	0%	0%
	Postal Ballot (if applicable)		0	0.00	0	0	0%	0%
	Total	0	0	0.00	0	0	0%	0%
Public- Non Institutions	E- Voting	9489216	3550583	37.4170	3550283	300	100%	0%
	Poll		0	0.00	0	0	0%	0%
	Postal Ballot (if applicable)		0	0.00	0	0	0%	0%
	Total	9489216	3550583	37.4170	3550283	300	100%	0%
TOTAL		15100000	8683138	57.5042	8682838	300	100%	0%

For Porwal Auto Components Ltd.




Authorised Signatory



Resolution No. 4		Ratification of the remuneration payable to M/S. A. K. Jain & Associates, Cost Accountants, Indore (FRN: 101472) for the Financial Year ending March 31, 2023.						
Resolution		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	No. of votes in favor	No. of votes in against	% of votes in favor on votes polled	% of votes in 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	5610784	5132555	91.4766	5132555	0	100%	0%
	Poll		0	0.00	0	0	0%	0%
	Postal Ballot (if applicable)		0	0.00	0	0	0%	0%
	<b>Total</b>	<b>5610784</b>	<b>5132555</b>	<b>91.4766</b>	<b>5132555</b>	<b>0</b>	<b>100%</b>	<b>0%</b>
Public- Institutions	E- Voting	0	0	0.00	0	0	0%	0%
	Poll		0	0.00	0	0	0%	0%
	Postal Ballot (if applicable)		0	0.00	0	0	0%	0%
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0%</b>	<b>0%</b>
Public- Non Institutions	E- Voting	9489216	3550583	37.4170	3550283	300	100%	0%
	Poll		0	0.00	0	0	0%	0%
	Postal Ballot (if applicable)		0	0.00	0	0	0%	0%
	<b>Total</b>	<b>9489216</b>	<b>3550583</b>	<b>37.4170</b>	<b>3550283</b>	<b>300</b>	<b>100%</b>	<b>0%</b>
<b>TOTAL</b>		<b>15100000</b>	<b>8683138</b>	<b>57.5042</b>	<b>8682838</b>	<b>300</b>	<b>100%</b>	<b>0%</b>

For Rohini Auto Components Ltd

 Authorised Signatory

Resolution No. 5		To re-appoint Mr. Devendra Jain (DIN- 00232920) as the Managing Director of the Company.						
Resolution		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 polled on outstanding	No. of votes in favor	No. of votes in against	% of votes in favor on votes polled	% of votes in 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	5610784	5132555	91.4766	5132555	0	100%	0%
	Poll		0	0.00	0	0	0%	0%
	Postal Ballot (if applicable)		0	0.00	0	0	0%	0%
	Total	5610784	5132555	91.4766	5132555	0	100%	0%
Public- Institutions	E- Voting	0	0	0.00	0	0	0%	0%
	Poll		0	0.00	0	0	0%	0%
	Postal Ballot (if applicable)		0	0.00	0	0	0%	0%
	Total	0	0	0.00	0	0	0%	0%
Public- Non Institutions	E- Voting	9489216	3550583	37.4170	3549483	1100	99.97%	0.03%
	Poll		0	0.00	0	0	0%	0%
	Postal Ballot (if applicable)		0	0.00	0	0	0%	0%
	Total	9489216	3550583	37.4170	3549483	1100	99.97%	0.03%
TOTAL		15100000	8683138	57.5042	8682038	1100	99.99%	0.01%

For Porwal Auto Components Ltd  
  
 Authorised Signatory



Resolution No. 6		To re-appoint Mr. Mukesh Utsavlal Jain (DIN- 00245111) as the Whole-Time Director of the Company.						
Resolution		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 polled on outstanding	No. of votes in favor	No. of votes in against	% of votes in favor on votes polled	% of votes in 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	5610784	5132555	91.4766	5132555	0	100%	0%
	Poll		0	0.00	0	0	0%	0%
	Postal Ballot (if applicable)		0	0.00	0	0	0%	0%
	Total	5610784	5132555	91.4766	5132555	0	100%	0%
Public- Institutions	E- Voting	0	0	0.00	0	0	0%	0%
	Poll		0	0.00	0	0	0%	0%
	Postal Ballot (if applicable)		0	0.00	0	0	0%	0%
	Total	0	0	0.00	0	0	0%	0%
Public- Non Institutions	E- Voting	9489216	3550583	37.4170	3549483	1100	99.97%	0.03%
	Poll		0	0.00	0	0	0%	0%
	Postal Ballot (if applicable)		0	0.00	0	0	0%	0%
	Total	9489216	3550583	37.4170	3549483	1100	99.97%	0.03%
TOTAL		15100000	8683138	57.5042	8682038	1100	99.99%	0.01%

For Porwal Auto Components Ltd

Authorised Signatory



Resolution No. 7		To re-appoint Mr. Surendra Utsavlal Jain (DIN- 00245154) as the Chairman and Whole Time Director of the Company.						
Resolution		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 polled on outstanding	No. of votes in favor	No. of votes in against	% of votes in favor on votes polled	% of votes in 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	5610784	5132555	91.4766	5132555	0	100%	0%
	Poll		0	0.00	0	0	0%	0%
	Postal Ballot (if applicable)		0	0.00	0	0	0%	0%
	Total	5610784	5132555	91.4766	5132555	0	100%	0%
Public- Institutions	E- Voting	0	0	0.00	0	0	0%	0%
	Poll		0	0.00	0	0	0%	0%
	Postal Ballot (if applicable)		0	0.00	0	0	0%	0%
	Total	0	0	0.00	0	0	0%	0%
Public- Non Institutions	E- Voting	9489216	3550583	37.4170	3549483	1100	99.97%	0.03%
	Poll		0	0.00	0	0	0%	0%
	Postal Ballot (if applicable)		0	0.00	0	0	0%	0%
	Total	9489216	3550583	37.4170	3549483	1100	99.97%	0.03%
TOTAL		15100000	8683138	57.5042	8682038	1100	99.99%	0.01%


For Porwal Auto Components Ltd

Authorised Signatory

Resolution No. 8		To approve Material Related Party Transaction(s) to be entered into during the Financial Year 2021-22, 2022-23 and 2023-24						
Resolution		Ordinary Resolution						
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	No. of votes in favor	No. of votes in against	% of votes in favor on votes polled	% of votes in 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	5610784	0	0.00	0	0	0%	0%
	Poll		0	0.00	0	0	0%	0%
	Postal Ballot (if applicable)		0	0.00	0	0	0%	0%
	Total	5610784	0	0.00	0	0	0%	0%
Public- Institutions	E- Voting	0	0	0.00	0	0	0%	0%
	Poll		0	0.00	0	0	0%	0%
	Postal Ballot (if applicable)		0	0.00	0	0	0%	0%
	Total	0	0	0.00	0	0	0%	0%
Public- Non Institutions	E- Voting	9489216	3550583	37.4170	3549683	900	99.97%	0.03%
	Poll		0	0.00	0	0	0%	0%
	Postal Ballot (if applicable)		0	0.00	0	0	0%	0%
	Total	9489216	3550583	37.4170	3549683	900	99.97%	0.03%
TOTAL		15100000	3550583	23.5138	3549683	900	99.97%	0.03%

For, PORWAL AUTO COMPONENTS LTD.

For Porwal Auto Components Ltd.

  
**Authorised Signatory**  
**HANSIKA MITTAL**  
**COMPANY SECRETARY**

Place: PITHAMPUR  
Date: 29/09/2022



**Shraddha Jain**  
Practicing Company Secretary

107, Gold Arcade,  
3 /1, New Palasia,  
Indore (MP), India - 452003  
Phone : (0731) 2535841  
E-mail [shraddhajain2204@gmail.com](mailto:shraddhajain2204@gmail.com)

**Scrutinizer's Report-Combined**

(Pursuant to Section 108 of the Companies Act 2013 read with rule 20 of the Companies  
(Management and Administrations) Rules, 2014 as amended)

To,

**The Chairman of 30<sup>th</sup> Annual General Meeting/**

Authorized Person.

**PORWAL AUTO COMPONENTS LTD.**

Plot No. 209, Sector No. 1, Industrial Area,  
Pithampur, (M.P.) 454775.

Dear Sir,

**Sub: Combined Report on Resolutions passing through remote e-voting and e-voting at the 30<sup>th</sup> Annual General Meeting (AGM) pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 for the 30<sup>th</sup> AGM of Porwal Auto Components Limited held through Video Conference ("VC") or Other Audio Visual Means ("OAVM") on 28<sup>th</sup> September 2022 at 01:00 PM (IST).**

I, Shraddha Jain, Practicing Company Secretary, have been appointed as the Scrutinizer on 10<sup>th</sup> August, 2022 at the meeting of the Board of Directors of Porwal Auto Components Limited (hereinafter referred to as "**the Company**"), for the purpose of scrutinizing the remote e-voting process and e-voting at the Annual General Meeting ("**AGM**"), pursuant to Section 108 of the Companies Act, 2013 ("**Act**") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**") read along with MCA General Circular No. 2/2022 dated 05.05.2022, Circular No. 21/2021 dated 14.12.2021, 19/2021 dated 08.12.2021, 02/2021 dated 13.01.2021, and MCA General Circular No. 20/2020 dated 05.05.2020, read together with MCA General Circular Nos. 14/2020 & 17/2020 dated 08.04.2020 and 13.04.2020 respectively, and Securities and Exchange Board of India ("SEBI") Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13.05.2022, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15.01.2021 and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12.05.2020 issued by the Securities and Exchange Board of India ("SEBI") commonly referred to as ["**MCA & SEBI circulars**"], providing relaxation for the manner in which the AGM will be held and conducted. The MCA & SEBI Circulars provide for relaxation in the manner in which the AGM will be held including the manner of sending the Notices and Annual Reports to the shareholders and the manner of voting at the meeting.

**SHRADDHA JAIN**

PRACTISING COMPANY SECRETARY

ACS: 39488 CP: 14717

107, GOLD ARCADE

OPP. CUREWELL HOSPITAL

NEW PALASIA, INDORE (M.P.)

As mentioned in the Notice the proceedings of the AGM were deemed to be conducted at the Registered Office of the Company and the same was deemed to be the venue of AGM.

I do hereby submit my Report as under:-

- i. The Company had appointed Central Depository Services Limited (CDSL) as the **Service Provider** for the purpose of extending the facility of remote e-voting and e-voting at the AGM to the Members of the Company.
- ii. Link Intime India Private Limited is the Registrar and Transfer Agent ("RTA") of the Company.
- iii. The Service Provider had provided a system for recording the votes of the Members electronically through remote e-voting as well as at the meeting on all the items of the business sought to be transacted at the 30<sup>th</sup> AGM of the Company, which was held on **Wednesday, 28<sup>th</sup> September 2022**.
- iv. The Service Provider had set up remote e-voting facility on their website, [www.evotingindia.com](http://www.evotingindia.com). The Company had uploaded all the items of the business to be transacted at the AGM on the website of its Service Provider and also on the websites of Stock Exchanges viz BSE Limited to facilitate their Members to cast their vote through remote e-voting.
- v. The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules made there under and SEBI Listing Regulations.
- vi. My responsibility as the Scrutinizer of the voting process (through remote e-voting and e-voting at AGM), was restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in **favour** or **against** the resolutions stated in the Notice, based on the reports generated from the e-voting system provided by Central Depository Services Limited (CDSL), the service provider.
- vii. As prescribed in clause IV of the Circular dated 05<sup>th</sup> May, 2020 issued by MCA, which is forming part of the MCA & SEBI Circulars, the Company had released an advertisement prior to sending Notice of AGM to the Members which was published in English language in Free Press Journal and in Hindi language in Choutha Sansar both on **Tuesday, 30<sup>th</sup> August, 2022**. The Notice of AGM contained the required information as provided under clause IV (a) to (f) of the said circular.
- viii. As provided in the MCA & SEBI Circulars, the Company had advertised in the newspapers, asking members who have not registered their email ids with the Company or Registrar and Transfer Agent or with the respective Depository Participant(s) viz. National Securities Depository Limited ("NSDL") and the Central Depository Services (India) Limited ("CDSL") to do so and to the extent, details were provided by the shareholders were considered for sending the Notice of the AGM and Annual Report 2021-2022.
- ix. The Company completed the dispatch of the Notice of AGM along with Annual Report for the Financial Year 2021-2022 by email to those members whose email IDs are registered with the Company/ Depository Participant(s) by **Friday, 02<sup>nd</sup> September 2022**. For those Members whose email ids were not available / registered, the Notice of the AGM along with Annual Report 2021-2022 could not be sent. The Notices sent through email contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and as provided in the MCA & SEBI Circulars.

**SHRADDHA JAIN**  
PRACTISING COMPANY SECRETARY  
ACS: 39488 CP: 14717  
107, GOLD ARCADE  
OPP. CUREWELL HOSPITAL  
NEW PALASIA INDORE (M.P.)



- x. As prescribed in clause (v) of sub rule 4 of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the Company also released an advertisement, which was published in English language in Free Press Journal and in Hindi Language in Choutha Sansar both on **Saturday, 03<sup>rd</sup> September, 2022.**
- xi. The **Cut-off date** for the purposes of identifying the Members who were entitled to vote on the resolutions placed for approval of the Members was **Wednesday, 21<sup>st</sup> September, 2022.**
- xii. The remote e-voting facility was open from **Sunday, 25<sup>th</sup> September 2022, 09:00 AM (IST)** and ended on **Tuesday, 27<sup>th</sup> September 2022, 05:00 P.M. (IST).**
- xiii. At the end of the voting period on **Tuesday, 27<sup>th</sup> September, 2022 at 05:00 P.M.,** the voting portal of CDSL was blocked.
- xiv. At the 30<sup>th</sup> AGM of the Company held through VC/OAVM, on **Wednesday, 28<sup>th</sup> September 2022,** after considering all the items of the business the facility to vote electronically at AGM was provided to facilitate those members who are attending the meeting through VC/OAVM but did not participate in the remote e-voting to cast their votes electronically. On 28<sup>th</sup> September 2022, after tabulating the votes cast electronically by the system provided by Central Depository Services Limited (CDSL), the votes cast through remote e-voting facility was duly unblocked by me as a Scrutinizer in the presence of Ms. Riya Jain and Ms. Darshita Taretiya who acted as the witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20. After the voting by electronic means the votes cast through remote e-voting process was tabulated for the purpose of considering the total votes cast by the shareholders through both ways.

I hereby submit my consolidated Report on the result(s) of the remote e-voting and e- voting conducted at the AGM in respect of the said items; details of the voting and result(s) for individual item(s) are attached herewith and forming part of the Report, as mentioned hereunder:

#### Item No.1: Ordinary Resolution

**Consideration and Adoption of the Audited Financial Statements for the Financial Year ended on 31<sup>st</sup> March, 2022, together with the Reports of the Board of Directors and the Auditors thereon.**

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Total invalid votes	Total Abstained/ Less voted votes
	No. of Members*	No. of Shares	%	No. of Members*	No. of Shares	%			
Remote e-voting	59	8683138	100%	0	0	0%	8683138	0	0
e-voting at AGM	0	0	0%	0	0	0%	0	0	0
Total	59	8683138	100%	0	0	0%	8683138	0	0

**SHRADDHA JAIN**  
PRACTISING COMPANY SECRETARY  
ACS: 39488 CP: 14717,  
107, GOLD ARCADE  
OPP. CUREWELL HOSPITAL  
NEW PALASIA, INDORE (M.P.)



**Item No. 2: Ordinary Resolution**

**Appointment of Mr. Surendra Utsavlal Jain (DIN: 00245154), as Whole Time Director, liable to retire by rotation.**

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Total invalid votes	Total Abstained/ Less voted votes
	No. of Members*	No. of Shares	%	No. of Members*	No. of Shares	%			
Remote e-voting	57	8682038	99.99%	2	1100	0.01%	8683138	0	0
e-voting at AGM	0	0	0%	0	0	0%	0	0	0
Total	57	8682038	99.99%	2	1100	0.01%	8683138	0	0

**Item No. 3: Ordinary Resolution**

**To Appoint M/S. HN Jhavar and Co., Chartered Accountants, Indore (FRN: 000544C) as Statutory Auditor of the Company.**

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Total invalid votes	Total Abstained/ Less voted votes
	No. of Members*	No. of Shares	%	No. of Members*	No. of Shares	%			
Remote e-voting	58	8682838	100%	1	300	0%	8683138	0	0
e-voting at AGM	0	0	0%	0	0	0%	0	0	0
Total	58	8682838	100%	1	300	0%	8683138	0	0

**Item No. 4: Ordinary Resolution**

**Ratification of the remuneration payable to M/S. A. K. Jain & Associates, Cost Accountants, Indore (FRN: 101472) for the Financial Year ending March 31, 2023.**

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Total invalid votes	Total Abstained/ Less voted votes
	No. of Members*	No. of Shares	%	No. of Members*	No. of Shares	%			
Remote e-voting	58	8682838	100%	1	300	0%	8683138	0	0
e-voting at AGM	0	0	0%	0	0	0%	0	0	0
Total	58	8682838	100%	1	300	0%	8683138	0	0

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**Item No. 5: Special Resolution****To re-appoint Mr. Devendra Jain (DIN- 00232920) as the Managing Director of the Company.**

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Total invalid votes	Total Abstained/ Less voted votes
	No. of Members*	No. of Shares	%	No. of Members*	No. of Shares	%			
Remote e-voting	57	8682038	99.99%	2	1100	0.01%	8683138	0	0
e-voting at AGM	0	0	0%	0	0	0%	0	0	0
Total	57	8682038	99.99%	2	1100	0.01%	8683138	0	0

**Item No. 6: Special Resolution****To re-appoint Mr. Mukesh Utsavlal Jain (DIN- 00245111) as the Whole-Time Director of the Company.**

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Total invalid votes	Total Abstained/ Less voted votes
	No. of Members*	No. of Shares	%	No. of Members*	No. of Shares	%			
Remote e-voting	57	8682038	99.99%	2	1100	0.01%	8683138	0	0
e-voting at AGM	0	0	0%	0	0	0%	0	0	0
Total	57	8682038	99.99%	2	1100	0.01%	8683138	0	0

**Item No. 7: Special Resolution****To re-appoint Mr. Surendra Utsavlal Jain (DIN- 00245154) as the Chairman and Whole Time Director of the Company.**

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Total invalid votes	Total Abstained/ Less voted votes
	No. of Members*	No. of Shares	%	No. of Members*	No. of Shares	%			
Remote e-voting	57	8682038	99.99%	2	1100	0.01%	8683138	0	0
e-voting at AGM	0	0	0%	0	0	0%	0	0	0
Total	57	8682038	99.99%	2	1100	0.01%	8683138	0	0

**SHRADDHA JAIN**  
PRACTISING COMPANY SECRETARY  
ACS: 39488 CP: 14717,  
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OPP. CUREWELL HOSPITAL  
NEW PALASIA, INDORE (M.P.)



## Item No. 8: Ordinary Resolution

To approve Material Related Party Transaction(s) to be entered into during the Financial Year 2021-22, 2022-23 and 2023-24

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Total invalid votes	Total Abstained/ Less voted votes
	No. of Members*	No. of Shares	%	No. of Members*	No. of Shares	%			
Remote e-voting	39	3549683	99.97%	2	900	0.03%	3550583	0	5132555
e-voting at AGM	0	0	0%	0	0	0%	0	0	0
Total	39	3549683	99.97%	2	900	0.03%	3550583	0	5132555

\*No. of Members is equivalent to No. of folios/Accounts.

Percentage of votes cast in favour or against the resolutions is calculated based on the Valid Votes cast through Remote E-Voting and through e-voting at the AGM.

I hereby report that the Ordinary and Special Business(es) as set out in Notice of Annual General Meeting dated 10th August, 2022 has been passed by the shareholders with requisite majority.

- xv. The list of Equity shareholders who voted "FOR"/"AGAINST" for each resolution through remote e-voting process and e-voting at the AGM is sent to Ms. Hansika Mittal, Company Secretary of the Company for records.
- xvi. All relevant records of electronic voting will remain in my safe custody until the Chairman of the meeting considers, approves and signs the Minutes of 30<sup>th</sup> Annual General Meeting and the same shall be handed over thereafter to the Chairman of the Meeting and the Company Secretary of the company for safe keeping.

You may accordingly declare the results of the electronic voting conducted in the AGM & voting done by the equity shareholders through remote e-voting.

Thanking you,

Yours Faithfully,

**SHRADDHA JAIN**  
PRACTISING COMPANY SECRETARY  
ACS: 39488 CP: 14717,  
107, GOLD ARCADE  
OPP. CUREWELL HOSPITAL  
NEW DELHI-110028 (M.P.)  
Practicing Company Secretary

Membership No: ACS: 39488; CP: 14717

PR.: 1765/2022

UDIN: A039488D001086138

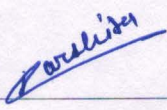
Place: Indore

Date: 29<sup>th</sup> September, 2022

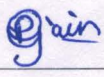


**WITNESSES**

1. Ms. Darshita Taretiya

Signature: 

2. Ms. Riya Jain

Signature: 

**Counter signed**

**For PORWAL AUTO COMPONENTS LTD**

**For Porwal Auto Components Ltd**

  
**HANSIKA MITTAL**

**Company Secretary**

**Place:** Pithampur

**Date:** 29<sup>th</sup> September, 2022