

30th September, 2016

To,
General Manager-Listing
BSE Limited.
1st Floor, New Trading Ring,
P. J. Towers, Dalal Street,
MUMBAI - 400 001

**Sub: Proceedings of the 24th Annual General Meeting along with Voting Results
and Scrutiniser's Report**

Dear Sir/Madam,

We are enclosing herewith following in relation to the 24th Annual General Meeting (AGM) of the Company held on Wednesday, 28th day of September, 2016 at 1.30 PM at Registered office of the Company at "Plot No. 209, Sector No.1, Industrial Area, Pithampur, Distt Dhar, (M.P.) 454775":

- (i) Proceedings of the 24th AGM pursuant to the provisions of Regulation 30 read with Para A of Part A of Schedule III of the SEBI (LODR) Regulations, 2015;
- (ii) Voting results pursuant to the provisions of Regulation 44 of SEBI (LODR) Regulations, 2015 in the specified format.
- (iii) Scrutiniser's Report pursuant to the provision of Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015.

For Porwal Auto Components Ltd.


Authorised Signatory

Regd. Off. & Works :

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

+91 7292 405101, 421300 +91 7292 405120
admin@porwalauto.com www.porwalauto.com

CIN-L34300MP1992PLC006912

- (iv) Annual Report for the Financial Year 2015-16 pursuant to the provisions of Regulation 34 of SEBI (LODR) Regulations, 2015 duly approved and adopted by Members of the Company as per the provisions of Companies Act, 2013.

This is for your information and records.

Thanking you,
Yours Sincerely
For Porwal Auto Components Limited

For Porwal Auto Components Ltd.

CHAIRMAN OF THE MEETING
SURENDRA JAIN

Authorised Signatory

Regd. Off. & Works :

Plot No. 203 & 215, Sector-1, Industrial Area, Pithampur - 454 775. (M.P.) - INDIA

+91 7292 405101, 421300 +91 7292 405120
admin@porwalauto.com www.porwalauto.com

CIN-L34300MP1992PLC006912

Proceedings of the 24th Annual General Meeting of the Company

The 24th Annual General Meeting (AGM) of the Equity Shareholders (Members) of **Porwal Auto Components Limited** ('the Company') was held on Wednesday, 28th day of September, 2016 at 1.30 PM at Registered office of the Company at "Plot No. 209, Sector No.1, Industrial Area, Pithampur, Distt Dhar, (M.P.) 454775".

Mr. Surendra Jain- Executive Chairman of the Meeting, chaired the meeting. Thereafter, he introduced the Board Members who were present in the Meeting. Mr. Devendra Jain- Managing Director, Mr. Mukesh Jain- Whole Time Director, Mr. Nitin Dafria- Independent Director and Chairman of the Audit Committee, Mr. Shailesh Jain - Chief Financial Officer, Ms. Arwa Saifee - Company Secretary were also present at the meeting.

Ms. Arwa Saifee, Company Secretary of the Company has introduced all the people on the dais. Thereafter, she requested the Chairman to begin the proceedings of the meeting.

The Chairman called the meeting to order as the requisite quorum being present. The Chairman delivered his speech.

The Chairman informed that the Company had provided the Members the facility to cast their vote electronically, on all resolutions set forth in the Notice. Members who were present at the AGM and had not cast their votes electronically were provided an opportunity to cast their votes at Poll. It was further informed that there would be no voting by show of hands.

For Porwal Auto Components Ltd.



Authorized Signatory

Regd. Off. & Works :

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

+91 7292 405101, 421300 +91 7292 405120
admin@porwalauto.com www.porwalauto.com

CIN-L34300MP1992PLC006912

The following items of business, as per the Notice of AGM dated 06th August, 2016 were transacted at the meeting:

1. Received, considered and adopted the audited Financial Statements for the financial year ended March 31, 2016 and the Reports of the Board of Directors and Auditors thereon.
2. Declaration of Dividend on Equity Shares.
3. Re-appointment of Mr. Surendra Jain who retires by rotation.
4. Ratified of Appointment of Auditors and fixing their remuneration.
5. Increased in remuneration of Mr. Surendra Jain, Chairman of the company.
6. Increased in remuneration of Mr. Devendra Jain, Managing Director of the company.
7. Increased in remuneration of Mr. Mukesh Jain, Whole Time Director of the company.
8. Investments under Section 186 of the Companies Act, 2013. **For Porwal Auto Components Ltd.**
9. Adopted of New Set of Articles of Association.



Authorised Signatory

Clarifications were provided to the queries raised by the members.

The Board of Directors had appointed Ms. Shraddha Jain, as the Scrutiniser to supervise the e-voting and Poll voting process.

Based on the Scrutiniser's Report all the resolutions as set out in the notice of AGM have been duly approved by the Members with requisite majority.

Regd. Off. & Works :

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

+91 7797 405101, 421300 +91 7292 405120
admin@porwalauto.com www.porwalauto.com

CIN-L34300MP1992PLC006912

Details of Voting Results in respect of the 24th Annual General Meeting of Company

1.	Date of the Annual General Meeting:	28 th September, 2016
2.	Total Number of shareholders on Record date	9233
3.	Book closure date	22/09/2016 to 28/09/2016
4.	No. of shareholders present in the meeting either in person or through proxy	34
5.	Category	Nos.
	• Promoters and promoter group	
	- In person	25
	- Proxy	--
	• Public	
	- In person	9
	- Proxy	--
6.	No. of shareholders attending the meeting through video conferencing	No Video Conferencing

For Porwal Auto Components Ltd.


 Authorised Signatory

Regd. Off. & Works :

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

+91 7292 405101, 421300 +91 7292 405120
 admin@porwalauto.com www.porwalauto.com

CIN-L34300MP1992PLC006912

Agenda wise

In case of poll/ E-voting:

The mode of voting for all resolutions was E-voting and poll conducted at the Meeting:

Resolution No. 1 (Ordinary Resolution) :

Receive, consider and adopt the audited Financial Statements for the financial year ended March 31, 2016 and the Reports of the Board of Directors and Auditors thereon.

Whether promoter/promoter group are interested in the agenda/resolution? NO

Resolution ID	Category	No. of Shares Held	Votes Polled	% of Votes Polled on outstanding shares (3) = $\frac{(2)}{(1)} \times 100$	No. of Votes- in favour	No. of Votes- in against	% of Votes in favour on votes polled (6) = $\frac{(4)}{(2)} \times 100$	% of Votes against on votes polled (7) = $\frac{(5)}{(2)} \times 100$
1	Promoter and Promoter Group	56,11,773	53,88,273	96.02%	53,88,273	0	100%	0
1	Public- Institutional Holders	0	0	0	0	0	0	0
1	Public Others	94,88,227	32,41,876	34.17%	32,41,876	0	100%	0
1	Total	1,51,00,000	86,30,149	57.15%	86,30,149	0	100%	0

Resolution No. 2 (Ordinary Resolution) :

Declaration of Dividend on Equity Shares.

Whether promoter/promoter group are interested in the agenda/resolution?

NO

Resolution ID	Category	No. of Shares Held	Votes Polled	% of Votes Polled on outstanding shares (3) = $\frac{(2)}{(1)} \times 100$	No. of Votes- in favour	No. of Votes- in against	% of Votes in favour on votes polled (6) = $\frac{(4)}{(2)} \times 100$	% of Votes against on votes polled (7) = $\frac{(5)}{(2)} \times 100$
2	Promoter and Promoter Group	56,11,773	53,88,273	96.02%	53,88,273	0	100%	0
2	Public- Institutional Holders	0	0	0	0	0	0	0
2	Public Others	94,88,227	32,41,876	34.17%	32,41,876	0	100%	0
2	Total	1,51,00,000	86,30,149	57.15%	86,30,149	0	100%	0

For Porwal Auto Components Ltd.

(Signature)
Authorized Signatory

Resolution No. 3 (Ordinary Resolution) :

Re-appointment of Mr. Surendra Jain who retires by rotation.

Whether promoter/promoter group are interested in the agenda/resolution?

Please refer note no.1

Resolution ID	Category	No. of Shares Held (1)	Votes Polled (2)	% of Votes Polled on outstanding shares (3) = $[(2)/(1)] \times 100$	No. of Votes- in favour (4)	No. of Votes- in against (5)	% of Votes in favour on votes polled (6) = $[(4)/(2)] \times 100$	% of Votes against on votes polled (7) = $[(5)/(2)] \times 100$
3	Promoter and Promoter Group	56,11,773	53,88,273	96.02%	53,88,273	0	100%	0
3	Public- Institutional Holders	0	0	0	0	0	0	0
3	Public Others	94,88,227	32,41,876	34.17%	32,41,876	0	100%	0
3	Total	1,51,00,000	86,30,149	57.15%	86,30,149	0	100%	0

Resolution No. 4 (Ordinary Resolution) :

Ratification of Appointment of Auditors and fixing their remuneration.

Whether promoter/promoter group are interested in the agenda/resolution?

NO

Resolution ID	Category	No. of Shares Held (1)	Votes Polled (2)	% of Votes Polled on outstanding shares (3) = $[(2)/(1)] \times 100$	No. of Votes- in favour (4)	No. of Votes- in against (5)	% of Votes in favour on votes polled (6) = $[(4)/(2)] \times 100$	% of Votes against on votes polled (7) = $[(5)/(2)] \times 100$
4	Promoter and Promoter Group	56,11,773	53,88,273	96.02%	53,88,273	0	100%	0
4	Public- Institutional Holders	0	0	0	0	0	0	0
4	Public Others	94,88,227	32,41,876	34.17%	32,41,876	0	100%	0
4	Total	1,51,00,000	86,30,149	57.15%	86,30,149	0	100%	0

For Porwal Auto Components Ltd.


Authorised Signatory

Resolution No. 5 (Ordinary Resolution) :

Whether promoter/promoter group are interested in the agenda/resolution?

Please refer note no. 2

Increase in remuneration of Mr. Surendra Jain, Chairman of the company.

Resolution ID	Category	No. of Shares Held	Votes Polled	% of Votes Polled on outstanding shares (3) = $[(2)/(1)] \times 100$	No. of Votes- in favour	No. of Votes- in against	% of Votes in favour on votes polled (6) = $[(4)/(2)] \times 100$	% of Votes against on votes polled (7) = $[(5)/(2)] \times 100$
5	Promoter and Promoter Group	(1) 56,11,773	(2) 5388273	96.02%	(4) 5388273	(5) 0	100%	0
5	Public- Institutional Holders	0	0	0	0	0	0	0
5	Public Others	94,88,227	3241876	34.17%	3241776	100	100%	0
5	Total	1,51,00,000	8630149	57.15%	8630049	100	100%	0

Resolution No. 6 (Ordinary Resolution) :

Whether promoter/promoter group are interested in the agenda/resolution?

Please refer note no. 2

Increase in remuneration of Mr. Devendra Jain, Managing Director of the company.

Resolution ID	Category	No. of Shares Held	Votes Polled	% of Votes Polled on outstanding shares (3) = $[(2)/(1)] \times 100$	No. of Votes- in favour	No. of Votes- in against	% of Votes in favour on votes polled (6) = $[(4)/(2)] \times 100$	% of Votes against on votes polled (7) = $[(5)/(2)] \times 100$
6	Promoter and Promoter Group	(1) 56,11,773	(2) 5388273	96.02%	(4) 5388273	(5) 0	100%	0
6	Public- Institutional Holders	0	0	0	0	0	0	0
6	Public Others	94,88,227	3241876	34.17%	3241776	100	100%	0
6	Total	1,51,00,000	8630149	57.15%	8630049	100	100%	0

For Porwal Auto Components Ltd.

Authorized Signatory

Resolution No. 7 (Ordinary Resolution) :

Whether promoter/promoter group are interested in the agenda/resolution?

Increase in remuneration of Mr. Mukesh Jain, Whole Time Director of the company.

Please refer note no. 2

Resolution ID	Category	No. of Shares Held	Votes Polled	% of Votes Polled on outstanding shares (3) = $\frac{(2)}{(1)} \times 100$	No. of Votes- in favour	No. of Votes- in against	% of Votes in favour on votes polled (6) = $\frac{(4)}{(2)} \times 100$	% of Votes against on votes polled (7) = $\frac{(5)}{(2)} \times 100$
7	Promoter and Promoter Group	(1) 56,11,773	(2) 5388273	96.02%	(4) 5388273	(5) 0	100%	0
7	Public- Institutional Holders	0	0	0	0	0	0	0
7	Public Others	94,88,227	3241876	34.17%	3241776	100	100%	0
7	Total	1,51,00,000	8630149	57.15%	8630049	100	100%	0

Resolution No. 8 (Special Resolution) :

Investments under Section 186 of the Companies Act, 2013.

Whether promoter/promoter group are interested in the agenda/resolution?

NO

Resolution ID	Category	No. of Shares Held	Votes Polled	% of Votes Polled on outstanding shares (3) = $\frac{(2)}{(1)} \times 100$	No. of Votes- in favour	No. of Votes- in against	% of Votes in favour on votes polled (6) = $\frac{(4)}{(2)} \times 100$	% of Votes against on votes polled (7) = $\frac{(5)}{(2)} \times 100$
8	Promoter and Promoter Group	(1) 56,11,773	(2) 5388273	96.02%	(4) 5388273	(5) 0	100%	0
8	Public- Institutional Holders	0	0	0	0	0	0	0
8	Public Others	94,88,227	3241876	34.17%	3241776	100	100%	0
8	Total	1,51,00,000	8630149	57.15%	8630049	100	100%	0

For Porwal Auto Components Ltd.

Authorised Signatory

Resolution No. 9 (Special Resolution) :

Adoption of New Set of Articles of Association.

Whether promoter/promoter group are interested in the agenda/resolution?

NO

Resolution ID	Category	No. of Shares Held (1)	Votes Polled (2)	% of Votes Polled on outstanding shares (3) = $[(2)/(1)] \times 100$	No. of Votes- in favour (4)	No. of Votes- in against (5)	% of Votes in favour on votes polled (6) = $[(4)/(2)] \times 100$	% of Votes against on votes polled (7) = $[(5)/(2)] \times 100$
9	Promoter and Promoter Group	56,11,773	5388273	96.02%	5388273	0	100%	0
9	Public- Institutional Holders	0	0	0	0	0	0	0
9	Public Others	94,88,227	3241876	34.17%	3241776	100	100%	0
9	Total	1,51,00,000	8630149	57.15%	8630049	100	100%	0

Note 1: In Resolution No. 3 Mr. Surendra Jain was interested i.e. promoter/promoter group are interested

Note 2: In Resolution No. 5, 6, 7 all the Directors were interested i.e. promoter/promoter group are interested

For PORWAL AUTO COMPONENTS LIMITED

For Porwal Auto Components Ltd.

Authorised Signatory

CHAIRMAN OF THE MEETING
SURENDRA JAIN

Place: Indore
Date: 30.09.2016

Shraddha Jain
Practicing Company Secretary

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

Scrutinizer's Report-Combined

(Pursuant to section 108 and 109 of the Companies Act 2013 read with rule 20 & 21 of the
Companies (Management and Administrations) Rules, 2014 as amended)

To,
The Chairman of 24th Annual General Meeting
PORWAL AUTO COMPONENTS LIMITED
" Plot No. 209, Sector No. 1,
Industrial Area, Pithampur, (M. P.) 454775"

Dear Sir,

**Sub: Passing of Resolution(s) through Poll conducted at 24th Annual General Meeting
and remote e-voting, of Porwal Auto Components Limited**

I, Shraddha Jain, Practicing Company Secretary having been appointed as the Scrutinizer by the Board of Directors of **Porwal Auto Components Limited** (hereinafter referred to as "the Company") for the purpose of scrutinizing remote e-voting process and the poll to be conducted at the venue of the Annual General Meeting ("AGM"), pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, do hereby submit my Report as under:-

- (i) The Company had appointed Central Depository Services (India) Limited ("CDSL") as the Agency for providing the remote e-voting platform to the Members of the Company in connection with the voting at the AGM.
- (ii) 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 21st September 2016.
- (iii) The remote e-voting facility was open from 25th September 2016 (9.00 am) to 27th September 2016 (5.00 pm).
- (iv) The Company completed the dispatch of the notices to the members by Monday, 5th September, 2016.




(v) 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 (having country-wide circulation) and in Hindi Language in Chautha Sansar on 5th September, 2016.

(vi) At the end of the voting period on 27th September, 2016 at 5.00 P.M., the voting portal of CDSL was blocked.

(vii) As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014 as amended for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again at the AGM. I had access after closure of period of remote e-voting and before the start of AGM, to only such details relating to Members who have cast their votes through remote e-voting, such as their names, folios, number of shares held but not the manner in which they have voted.

(viii) Accordingly, CDSL provided me the names, DP ID/ folio numbers and shareholding of Members who had cast their votes through remote e-voting.

(ix) At the venue of the AGM, at the end of discussion the Chairman ordered voting for those members present but had not cast their vote either through remote e-voting.

(x) On Wednesday, the 28th day of September, 2016 after the conclusion of voting at the AGM first counted the votes cast at the meeting thereafter unblocked the votes cast through remote e-voting in the presence of Ms. Anusha Singi and Ms. Priyanka Choubey who acted as the witnesses.

(xi) The voting done through poll at the meeting and remote e-voting were reconciled with the records maintained by the Company and the authorizations /proxies lodged with the Company.

Thereafter, I as a Scrutinizer duly compiled the details of voting through poll done at the venue of the AGM and the remote e-voting carried out by the Members, the details of which are as follows:

Shain


Item No.1: Ordinary Resolution

Receive, consider and adopt the audited financial statement of the Company for the Year ended March 31, 2016 and the Reports of the Board of Directors and Auditors thereon.

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes		No. of Members	No. of Votes
1	2	3	$4 = \frac{3}{8} \times 100$	5	6	$7 = \frac{6}{8} \times 100$	$8 = (3+6)$	9	10
Poll at AGM	27	1150695	100%	0	0	0	1150695	-	-
Remote E-voting	13	7479454	100%	0	0	0	7479454	-	-
Total	40	8630149	100%	0	0	0	8630149	-	-

Item No.2: Ordinary Resolution

Declaration of Dividend on Equity Shares.

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes		No. of Members	No. of Votes
1	2	3	$4 = \frac{3}{8} \times 100$	5	6	$7 = \frac{6}{8} \times 100$	$8 = (3+6)$	9	10
Poll at AGM	27	1150695	100%	0	0	0	1150695	-	-
Remote E-voting	13	7479454	100%	0	0	0	7479454	-	-
Total	40	8630149	100%	0	0	0	8630149	-	-

Item No. 3: Ordinary Resolution

Re-appointment of Mr. Surendra Jain who retires by rotation.

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes		No. of Members	No. of Votes
1	2	3	$4 = \frac{3}{8} \times 100$	5	6	$7 = \frac{6}{8} \times 100$	$8 = (3+6)$	9	10
Poll at AGM	27	1150695	100%	0	0	0	1150695	-	-
Remote E-voting	13	7479454	100%	0	0	0	7479454	-	-
Total	40	8630149	100%	0	0	0	8630149	-	-

Sicun

SHRADDHA JAIN
ACS39488
C.P.14717
Company Secretary

Item No.4: Ordinary Resolution**Ratification of Appointment of Auditors and fixing their remuneration.**

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes		No. of Members	No. of Votes
1	2	3	$4 = \frac{3}{8} \times 100$	5	6	$7 = \frac{6}{8} \times 100$	$8 = (3+6)$	9	10
Poll at AGM	27	1150695	100%	0	0	0	1150695	-	-
Remote Evoting	13	7479454	100%	0	0	0	7479454	-	-
Total	40	8630149	100%	0	0	0	8630149	-	-

Item No.5: Ordinary Resolution**Increase in remuneration of Mr. Surendra Jain, Chairman of the company.**

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes		No. of Members	No. of Votes
1	2	3	$4 = \frac{3}{8} \times 100$	5	6	$7 = \frac{6}{8} \times 100$	$8 = (3+6)$	9	10
Poll at AGM	27	1150695	100%	0	0	0	1150695	-	-
Remote Evoting	12	7479354	99.99%	1	100	0.01	7479454	-	-
Total	39	8630049	99.99%	1	100	0.01	8630149	-	-

Item No.6: Ordinary Resolution**Increase in remuneration of Mr. Devendra Jain, Managing Director of the company.**

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes		No. of Members	No. of Votes
1	2	3	$4 = \frac{3}{8} \times 100$	5	6	$7 = \frac{6}{8} \times 100$	$8 = (3+6)$	9	10
Poll at AGM	27	1150695	100%	0	0	0	1150695	-	-
Remote Evoting	12	7479354	99.99%	1	100	0.01	7479454	-	-
Total	39	8630049	99.99%	1	100	0.01	8630149	-	-



Item No.7: Ordinary Resolution**Increase in remuneration of Mr. Mukesh Jain, Whole Time Director of the company.**

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes		No. of Members	No. of Votes
1	2	3	$4 = \frac{3}{8} \times 100$	5	6	$7 = \frac{6}{8} \times 100$	$8 = (3+6)$	9	10
Poll at AGM	27	1150695	100%	0	0	0	1150695	-	-
Remote Evoting	12	7479354	99.99%	1	100	0.01	7479454	-	-
Total	39	8630049	99.99%	1	100	0.01	8630149	-	-

Item No.8: Special Resolution**Investments under Section 186 of the Companies Act, 2013.**

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes		No. of Members	No. of Votes
1	2	3	$4 = \frac{3}{8} \times 100$	5	6	$7 = \frac{6}{8} \times 100$	$8 = (3+6)$	9	10
Poll at AGM	27	1150695	100%	0	0	0	1150695	-	-
Remote Evoting	12	7479354	99.99%	1	100	0.01	7479454	-	-
Total	39	8630049	99.99%	1	100	0.01	8630149	-	-

Item No.9: Special Resolution**Adoption of New Set of Articles of Association**

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes		No. of Members	No. of Votes
1	2	3	$4 = \frac{3}{8} \times 100$	5	6	$7 = \frac{6}{8} \times 100$	$8 = (3+6)$	9	10
Poll at AGM	27	1150695	100%	0	0	0	1150695	-	-
Remote Evoting	12	7479354	99.99%	1	100	0.01	7479454	-	-
Total	39	8630049	99.99%	1	100	0.01	8630149	-	-



(xii) The list of Equity shareholders who voted "FOR"/"AGAINST" for each resolution through remote e-voting process and at the Poll in AGM is sent to Ms. Arwa Saifee, Company Secretary of the Company for records.

(xiii) All relevant record of electronic voting will remain in my safe custody until the chairman of the meeting considers, approves and signs the Minutes of 24th 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.

Based on the above information, you may kindly announce the result of voting by Poll at AGM and remote e-voting.

Thanking you,
Yours Faithfully,

Scrutinizer

Name: SHRADDHA JAIN

Practicing Company Secretary

ACS: 39488; CP: 14717

WITNESSES

1. Ms. Anusha Singi

2. Ms. Priyanka Choubey

Counter signed by

For PORWAL AUTO COMPONENTS LIMITED

For Porwal Auto Components Ltd.


Authorized Signatory

CHAIRMAN OF THE MEETING

SURENDRA JAIN

Place: Indore

Date: 30.09.2016