

Monday, 1st October, 2018

To,

Corporate Relationship Department,
BSE Limited.
1st Floor, New Trading Ring,
P. J. Towers, Dalal Street,
MUMBAI - 400 001

Sub: Voting Results and Scrutinizer's Report of 26th Annual General Meeting.

Dear Sir/Madam,

We are enclosing herewith following in relation to the 26th Annual General Meeting (AGM) of the Company held on Saturday, 29th September, 2018 at 01:30 PM at Registered office of the Company at Plot No.209, Sector-No.1, Industrial Area, Pithampur, Distt. Dhar, (M.P.)-454775.

- (i) Voting results 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 & 109 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.

This is for your information and records.

Thanking you,
Yours Sincerely

For Porwal Auto Components Ltd.

Hansika Mittal
Company Secretary

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

DETAILS OF VOTING RESULTS IN RESPECT OF THE 26TH ANNUAL GENERAL MEETING OF COMPANY

1.	Date of the Annual General Meeting	29 th September, 2018
2.	Total Number of shareholders on Record date	9842
3.	Book closure date	September 22 , 2018 to September 29 , 2018
4.	No. of shareholders present in the meeting either in person or through proxy	
	i. Promoters and promoter group	23
	ii. Public	11
5.	No. of shareholders attending the meeting through video conferencing	Not Applicable
	i. Promoters and promoter group	
	ii. Public	

For Porwal Auto Components Ltd.



Authorised Signatory

Regd. Off. & Works :

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

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Agenda wise disclosures

Resolution No. 1		Receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2018 and the Reports of the Board of Directors and 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	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	5559442	4241473	76.2931	4241473	0	100%	0%
	Poll		949800	17.0844	949800	0	0%	0%
	Total		5191273	93.3776	5191273	0	100%	0%
Public- Institutions	E- Voting	0	0	0%	0	0	0%	0%
	Poll		0	0%	0	0	0%	0%
	Total		0	0%	0	0	0%	0%
Public- Non Institutions	E- Voting	9540558	2000	0.0210	2000	0	100%	0%
	Poll		17480	0.1823	17480	0	100%	0%
	Total		19480	0.2042	19480	0	100%	0%
TOTAL		15100000	5210753	34.5083	5210753	0	100%	0%

For Ponwal Auto Components Ltd.


Authorised Signatory

Resolution No. 2		Declaration of Dividend on Equity Shares for the year ended March 31, 2018.						
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	5559442	4241473	76.2931	4241473	0	100%	0%
	Poll		949800	17.0844	949800	0	0%	0%
	Total		5191273	93.3776	5191273	0	100%	0%
Public- Institutions	E- Voting	0	0	0%	0	0	0%	0%
	Poll		0	0%	0	0	0%	0%
	Total		0	0%	0	0	0%	0%
Public- Non Institutions	E- Voting	9540558	2000	0.0210	2000	0	100%	0%
	Poll		17480	0.1823	17480	0	100%	0%
	Total		19480	0.2042	19480	0	100%	0%
TOTAL		15100000	5210753	34.5083	5210753	0	100%	0%

for Porwal Auto Components Ltd


Authorised Signatory

Resolution No. 3		Appointed a Director in place of Mr. Surendra Jain (DIN: 00245154), Whole Time Director who retires by rotation and being eligible offers himself for re-appointment.						
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	5559442	4241473	76.2931	4241473	0	100%	0%
	Poll		949800	17.0844	949800	0	0%	0%
	Total		5191273	93.3776	5191273	0	100%	0%
Public- Institutions	E- Voting	0	0	0%	0	0	0%	0%
	Poll		0	0%	0	0	0%	0%
	Total		0	0%	0	0	0%	0%
Public- Non Institutions	E- Voting	9540558	2000	0.0210	2000	0	100%	0%
	Poll		17480	0.1823	17480	0	100%	0%
	Total		19480	0.2042	19480	0	100%	0%
TOTAL		15100000	5210753	34.5083	5210753	0	100%	0%

For Porwal Auto Components Ltd.


Authorised Signatory

Resolution No. 4		Re-appointment of Mr. Nitin Dafria (DIN- 01560804) as the Independent Director of 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 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	5559442	4241473	76.2931	4241473	0	100%	0%
	Poll		949800	17.0844	949800	0	0%	0%
	Total		5191273	93.3776	5191273	0	100%	0%
Public- Institutions	E- Voting	0	0	0%	0	0	0%	0%
	Poll		0	0%	0	0	0%	0%
	Total		0	0%	0	0	0%	0%
Public- Non Institutions	E- Voting	9540558	2000	0.0210	2000	0	100%	0%
	Poll		17480	0.1823	17480	0	100%	0%
	Total		19480	0.2042	19480	0	100%	0%
TOTAL		15100000	5210753	34.5083	5210753	0	100%	0%

For Porwal Auto Components Ltd.

 Authorised Signatory

Resolution No. 5		Re-appointment of Mr. Surajmal B Kucheria (DIN- 00027661) as the Independent Director of 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 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	5559442	4241473	76.2931	4241473	0	100%	0%
	Poll		949800	17.0844	949800	0	0%	0%
	Total		5191273	93.3776	5191273	0	100%	0%
Public- Institutions	E- Voting	0	0	0%	0	0	0%	0%
	Poll		0	0%	0	0	0%	0%
	Total		0	0%	0	0	0%	0%
Public- Non Institutions	E- Voting	9540558	2000	0.0210	2000	0	100%	0%
	Poll		17480	0.1823	17480	0	100%	0%
	Total		19480	0.2042	19480	0	100%	0%
TOTAL		15100000	5210753	34.5083	5210753	0	100%	0%

For Porwal Auto Components Ltd.


Authorised Signatory

Resolution No. 6		Re-appointment of Mr. Ramesh C Kashyap (DIN- 06593723) as the Independent Director of 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 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	5559442	4241473	76.2931	4241473	0	100%	0%
	Poll		949800	17.0844	949800	0	0%	0%
	Total		5191273	93.3776	5191273	0	100%	0%
Public- Institutions	E- Voting	0	0	0%	0	0	0%	0%
	Poll		0	0%	0	0	0%	0%
	Total		0	0%	0	0	0%	0%
Public- Non Institutions	E- Voting	9540558	2000	0.0210	2000	0	100%	0%
	Poll		17480	0.1823	17480	0	100%	0%
	Total		19480	0.2042	19480	0	100%	0%
TOTAL		15100000	5210753	34.5083	5210753	0	100%	0%

For PORWAL AUTO COMPONENTS LTD.

For Porwal Auto Components Ltd.

Hansika Mittal
Company Secretary

Place: Pithampur
Date: 01/10/2018

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 26th Annual General Meeting
Authorized Person
PORWAL AUTO COMPONENTS LTD.
Plot No. 209, Sector No.-I, Industrial Area,
Pithampur, (M.P.) 454775.

Dear Sir,

Sub: Passing of Resolution(s) through Poll conducted at 26th Annual General Meeting and remote e-voting of Porwal Auto Components Ltd.

I, Shraddha Jain, Practicing Company Secretary have been appointed as the Scrutinizer by the Board of Directors of **Porwal Auto Components Ltd.** (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 and Section 109 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 Saturday, 22nd September, 2018.


SHRADDHA JAIN
C.S.30483
C.P.14717
Company Secretary

- iii. The remote e-voting facility was open from Wednesday, 26th September 2018 (09:00 AM) to Friday, 28th September 2018 (05:00 PM).
- iv. The Company completed the dispatch of the notices to the members by Tuesday, 04th September, 2018.
- 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 Choutha Sansar on 04th September, 2018.
- vi. At the end of the voting period on 28th September, 2018 at 05:00 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 only 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 earlier through remote e-voting.
- ix. At the venue of the AGM, at the end of discussion the Chairman ordered voting for those members who were present but had not cast their vote through remote e-voting.
- x. On Saturday, the 29th day of September, 2018 after the conclusion of voting at the AGM, I first counted the votes cast at the meeting and thereafter unblocked the votes cast through remote e-voting in the presence of Ms. Neha Jain and Ms. Geetika Bansal 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:

Item No.1: Ordinary Resolution

Adoption of the Audited Standalone Financial Statement of the Company for the financial year ended March 31st, 2018, 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	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= (3/8)*100	5	6	7=(6/8)*100	8=(3+6)	9	10
Poll at AGM	28	967280	100	0	0	0	967280	0	0
Remote E-voting	7	4243473	100	0	0	0	4243473	0	0
Total	35	5210753	100	0	0	0	5210753	0	0

Item No.2: Ordinary Resolution

Declaration of Dividend on Equity Shares for the year ended March 31, 2018.

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= (3/8)*100	5	6	7=(6/8)*100	8=(3+6)	9	10
Poll at AGM	28	967280	100	0	0	0	967280	0	0
Remote E-voting	7	4243473	100	0	0	0	4243473	0	0
Total	35	5210753	100	0	0	0	5210753	0	0



Item No. 3: Ordinary Resolution

To appoint a Director in place of Mr. Surendra Jain (DIN- 00245154), who retires by rotation and being eligible, offers himself for re-appointment.

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= (3/8)*100	5	6	7=(6/8)*100	8=(3+6)	9	10
Poll at AGM	28	967280	100	0	0	0	967280	0	0
Remote E-voting	7	4243473	100	0	0	0	4243473	0	0
Total	35	5210753	100	0	0	0	5210753	0	0

Item No. 4: Special Resolution

Re-appointment of Mr. Nitin Dafria (DIN- 01560804) as the Independent Director of 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= (3/8)*100	5	6	7=(6/8)*100	8=(3+6)	9	10
Poll at AGM	28	967280	100	0	0	0	967280	0	0
Remote E-voting	7	4243473	100	0	0	0	4243473	0	0
Total	35	5210753	100	0	0	0	5210753	0	0



Item No. 5: Special Resolution

Re-appointment of Mr. Surajmal B Kucheria (DIN- 00027661) as the Independent Director of 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= (3/8)*100	5	6	7=(6/8)*100	8=(3+6)	9	10
Poll at AGM	28	967280	100	0	0	0	967280	0	0
Remote E-voting	7	4243473	100	0	0	0	4243473	0	0
Total	35	5210753	100	0	0	0	5210753	0	0

Item No. 6: Special Resolution

Re-appointment of Mr. Ramesh C Kashyap (DIN- 06593723) as the Independent Director of 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= (3/8)*100	5	6	7=(6/8)*100	8=(3+6)	9	10
Poll at AGM	28	967280	100	0	0	0	967280	0	0
Remote E-voting	7	4243473	100	0	0	0	4243473	0	0
Total	35	5210753	100	0	0	0	5210753	0	0



- 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. Hansika Mittal , Company Secretary of the Company for records.
- xiii. 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 26th 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




Counter signed by
For, Porwal Auto Components Ltd.


For Porwal Auto Components Ltd.
Hansika Mittal
Company Secretary

Place: Indore
Date: 29.09.2018

WITNESSES

1. Mr/Ms: Neha Jain
Signature: 

2. Mr/Ms: Geetika Bansal
Signature: 