

August 5, 2014

To,

The Bombay Stock Exchange Limited,
First Floor, New Trading Ring,
Street, Rotunda Building,
Fort, Mumbai - 400 001
General Manager, Listing
Corporate Relations Department

✓ The National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor, Plot No. C/1, G Dalal
Block, Bandra Kurla Complex, Bandra
(East) Mumbai - 400 051
Vice President, Listing
Corporate Relations Department

Dear Sir/ Madam,

Sub: Proceedings of the Eighteenth Annual General Meeting for FY 2013-14.

Ref. - Scrip Code: BSE - 532797

: NSE - AUTOIND

Pursuant to Clause 31 of the Listing Agreement please find enclosed herewith proceedings of the Eighteenth Annual General Meeting for FY 2013-14 of the Company.

This may please be treated as a further compliance of Clause 31 (d) of the Listing Agreement(s).

Kindly acknowledge the receipt.

Thanking you,

Yours faithfully,

For Autoline Industries Limited


(Ashutosh Kulkarni)
Company Secretary



Proceedings of the Eighteenth Annual General Meeting held on July 31, 2014

The Eighteenth Annual General Meeting of the Members of the Company was held on Thursday, July 31, 2014 at 2-30 p.m. at Survey Nos. 291 to 295 Nanekarwadi, Chakan, Taluka - Khed, District - Pune 410501.

As per Clause 31 of the Listing Agreement we forward herewith the brief proceedings of the 18th Annual General Meeting for your record.

Mr. Prakash Nimbalkar chaired the proceedings of the Meeting. Mr. M. Radhakrishnan, Non-Executive Director, chaired the proceedings in respect of the items of business where Mr. Prakash Nimbalkar was deemed to be interested.

Total 38 Members (including proxies) attended the Meeting as per the records of attendance.

The Chairman informed the Members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had extended the e-voting facility to the Members of the Company in respect of businesses to be transacted at the Annual General Meeting. The e-voting commenced at 09.00 a. m. on July 23, 2014 and ended at 06.00 p.m. on July 25, 2014. Mr. Sunil Nanal, Partner M/s. KANJ and Associates, Practicing Company Secretaries was appointed as the Scrutinizer to scrutinize the e-voting process.

The Chairman informed the Members that the Company has arranged for a poll on all the 9 resolutions to be passed at the Meeting and appointed Mr. Sunil Nanal, Partner, M/s. KANJ and Associates, Practicing Company Secretaries as the Scrutinizer for poll process. The Chairman ordered for a poll to be taken at the meeting. The Chairman announced that the combined result of e-voting and the poll will be put on the Company's website.

The resolutions passed by the Members, briefly, related to:

ORDINARY BUSINESS:

Item No 1: Adoption of :

- a) The Audited Financial Statements of the Company for the financial year ended March 31, 2014, the reports of the Board of Directors and Auditors thereon;
- b) The audited consolidated financial statements of the Company for the financial year ended March 31, 2014. **(Ordinary Resolution)**



Item No. 2: Appointment of Mr. M. Radhakrishnan (DIN: 00006752), Director, retiring by rotation. **(Ordinary Resolution)**

Item No.3: Appointment of M/s. A.R. Sulakhe and Co, Chartered Accountants (Registration No. 110540) as Auditors in place of retiring Auditors M/s. KVMDS & Associates, Chartered Accountants, Pune (Registration No. 121347W), and fixing their remuneration. **(Ordinary Resolution)**

SPECIAL BUSINESS

Item No.4: Appointment of Mr. Prakash B. Nimbalkar (DIN: 00109947) as an Independent Director to hold office upto conclusion of 23rd Annual General Meeting of the Company in the calendar year 2019. **(Special Resolution)**

Item No.5: Appointment of CA Vijay K. Thanawala (DIN: 00001974) as an Independent Director to hold office upto conclusion of 23rd Annual General Meeting of the Company in the calendar year 2019. **(Special Resolution)**

Item No.6: Appointment of Mr. Umesh N. Chavan (DIN: 06908966) as a Director liable to retire by rotation. **(Ordinary Resolution)**

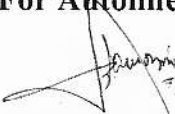
Item No.7: Appointment of Mr. Umesh N Chavan (DIN: 06908966), as an Executive Director and Chief Executive Officer. **(Special Resolution)**

Item No.8: Ratification of the remuneration of the Cost Auditors for the financial year ending March 31, 2015. **(Ordinary Resolution)**

Item No.9: Authorization to the Board of Directors for borrowing money including deposits upto Rs.500 Crores over and above the aggregate of paid-up share capital and free reserves of the Company. **(Special Resolution)**

The poll results were notified to the Stock Exchanges in the format prescribed under Clause 35A of the Listing Agreement and the details of the said results were also uploaded on the Company's website.

For Autoline Industries Limited


(Ashutosh B. Kulkarni)
Company Secretary



CIN-L34300PN1996PLC104510