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/2022-23/51
BSE Code : AUSTENG | 522005 | INE759F01012

Date : 17th December,2022

To,
BSE Limited
Phiroze Jeejeebhoy Tower,
Dalal Street, Fort,
MUMBAI 400 023

Sub: - Voting Results & Scrutinizers Report.

Dear Sir,

We submit herewith the following reports on postal ballot voting by way of remote voting by electronic means in respect of passing the resolution set out in the notice dated 22nd October,2022 through postal ballot.

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 remote E-voting pursuant to Section 108 of the Companies Act, 2013 and Rule 20(xi) of the Companies (Management and Administration) Rules 2014.

Kindly take the same on your record.

Thanking you,

Yours truly,
For AUSTIN ENGINEERING CO. LTD.

Kiran Shah
Executive Officer (Secretarial)

Encl : a/a

Manufacturers of :
ALL KINDS OF
BEARINGS

TÜV Rheinland CERTIFIED
ISO 9001 : 2008
ISO / TS 16949 : 2009
ISO 14001 : 2004
OHSAS 18001 : 2007
www.tuv.com

K. J. SHAH & CO.

Company Secretaries
Insolvency Professional

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's Report on postal ballot voting by way of remote voting by electronic means in respect of passing of the resolution set-out in the notice dated 22nd October, 2022 through Postal Ballot

I, **KAUSHIK JAYANTILAL SHAH**, Proprietor of **M/s K J SHAH & COMPANY**, Practicing Company Secretaries, Ahmedabad, C.P. No. 1414, Unique Code Number: **I1988GJ026100**have been appointed as Scrutinizer by the Board of Directors of **AUSTIN ENGINEERING COMPANY LIMITEDCIN L27259GJ1978PLC003179** ("the Company") for the purpose of scrutinizing the Postal Ballot voting conducted by way of remote e-voting process ("e-voting") in a fair and transparent manner on the resolution(s) contained in the postal ballot notice dated **22nd October, 2022** ("Notice") issued in accordance with the provisions of Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act"), Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s} or re-enactment thereof for the time being in force), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR Regulations), Secretarial Standard on General Meetings (55-2) to the extent applicable read with General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No.10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 08, 2021 and Circular No. 03/2022 dated May OS, 2022 issued by the Ministry of Corporate Affairs, Government of India ("MCA Circulars") (including any statutory modification or re-enactment thereof for the time being in force, and as amended from time to time), and pursuant to other applicable laws and regulations that the Ordinary as well as Special Resolution(s) set out in the Postal Ballot Notice dated 22.10.2022 are proposed to be passed by Shareholders/Members through Postal Ballot by voting through electronic means (remote e-voting).

1. The said appointment as Scrutinizer is under the provisions of Section 110 of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer, I have to scrutinize the process of e-voting conducted for the postal ballot, using an electronic voting system on the dates referred to in the Notice.

K J SHAH & CO. 301 SAMPANNA BEHIND NAVRANGPURA BUS STAND AHMEDABAD 380 009 COMPANY SECRETARIES

2. Management's Responsibility:

The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolution contained in the Notice. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

3. Scrutinizer's Responsibility:

My responsibility as a scrutinizer for e-voting process is restricted to making a Scrutinizer's report of the votes cast "in favour" or "against" by the members in respect of the resolutions contained in the Notice. My report is based on verification of data and reports generated from the voting system provided by Central Depository Services (India) Limited (CDSL), the Depository Participant of the Company and the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and papers/ documents furnished to me electronically till the time fixed for closing of the e-voting process i.e., **till 5 p.m. on 15th December, 2022**.

4. Cut -off date:

The Members of the Company as on the "cut-off" date as set out in the Notice i.e.,**Friday, 11thOctober, 2022** were entitled to vote on the resolution set out in the Notice and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date, subject to the provisions of Articles of Association of the Company.

5. Remote e-voting process:

i. I assumed the office of **Scrutinizer** with effect from **22nd October, 2022**.

ii. It has been confirmed that the **EVSN** generated by the Service Provider is **221102003**

iii. It has been confirmed that the Company has through its service provider has completed the dispatch/ sending Notice of Postal ballot together with the explanatory statement setting out material facts etc. to **3186**equity shareholders whose email IDs are available. Further, the Company has informed that it has given opportunity to all its members to register their email IDs with the Company/ RTA/ DP so as to participate in Postal Ballot through E-voting.

iv. The Company has published the public notice under Rule 22(3) of the **Companies (Management & Administration Rules) 2014** by way of advertisement published on 15/11/2022 in "The Indian Express" and "Financial Express" Ahmedabad Edition in English and Gujarati Languagerespectively.

v. The remote e-voting period remained open from **Wednesday, 16th November, 2022 (9:00 a.m.) (IST} to Thursday, 15th December, 2022 (5:00 p.m.) (IST).**

vi. The votes cast during the remote e-voting were unblocked on **Thursday, 15th December, 2022**after the conclusion of e-voting period for Postal Ballot and was witnessed by two witnesses, **Mr. Dhaval K Shrotriya**and **Mr. Prakash Suchak**, who are not in the employment of the Company and / or Central Depository Services (India) Limited (CDSL). They have signed below inconfirmation of the same.

Mr. Dhaval K Shrotriya D.K.S. **Mr. Prakash Suchak** P.K. Suchak

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6. I submit herewith the Scrutinizer's Report on the results of the remote e- voting for postal ballot, based on the report generated by Central Depository Services (India) Limited, scrutinized on test-check basis, and relied upon by me as under:

(1) ***APPOINTMENT OF SHRUTI KAUSHAL BHADESHIYA DIN 0009762048 AS DIRECTOR NOT LIABLE TO RETIRE BY ROTATION AS NON- EXECUTIVE WOMAN INDEPENDENT DIRECTOR AS SPECIAL RESOLUTION***

Valid Votes:

Particulars	No. of E-Voters	Nos of E-Votes Contained In	Percentage
Received	36	892935	100.00%
Assent	32	892345	99.93%
Dissent	4	590	00.07%
Total	36	892935	100.00%

Invalid Votes: NIL

Thus, the Special Resolution as contained in Item no. 1 is passed **with Requisite Majority.**

(2) ***REGULARISING THE APPOINTMENT OF MR. JIGNESH SHASHIKANT THANKI DIN 00146168 AS DIRECTOR LIABLE TO RETIRE BY ROTATION AS ORDINARY RESOLUTION***

Valid Votes:

Particulars	No. of E-Voters	Nos of E-Votes Contained In	Percentage
Received	30	657581	100.00%
Assent	26	656991	99.91%
Dissent	4	590	00.09%
Total	30	657581	100.00%

Note: 6 Nos of equity shareholders holding 235354 shares remained absent from voting being related party.

Invalid Votes: NIL

Thus, the Ordinary Resolution as contained in Item no. 2 is passed **with Requisite Majority.**

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(3) ***APPOINTMENT/ REMUNERATION TO MR. JIGNESH THANKI AS WHOLE TIME OF DIRECTOR DESIGNATED AS DIRECTOR (TECHNICAL) AS SPECIAL RESOLUTION***

Valid Votes:

Particulars	No. of E-Voters	Nos of E-Votes Contained In	Percentage
Received	29	657181	100.00%
Assent	26	656991	99.97%
Dissent	3	190	00.03%
Total	29	657181	100.00%

Note: 7 Nos of equity shareholders holding 235754 shares remained absent from voting being related party.

Invalid Votes: NIL

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

(4) ***REVISIQN IN REMUNERATION TO MR. RAJAN RAMNIKLAL BAMBHANIA DIN 00146211 AS MANAGING DIRECTOR AS SPECIAL RESOLUTION***

Valid Votes:

Particulars	No. of E-Voters	Nos of E-Votes Contained In	Percentage
Received	32	701835	100.00%
Assent	28	701245	99.92%
Dissent	4	590	00.08%
Total	32	701835	100.00%

Note: 4 Nos of equity shareholders holding 191100 shares remained absent from voting being related party.

Invalid Votes: NIL

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

K.J. SHAH & CO. 301 SAMPANNA NAVRANGPURA BUS STAND AHMEDABAD 380 009 COMPANY SECRETARIES

(5) ***REVISION IN REMUNERATION TO MR. HIREN NAROTTAM VADGAMA DIN 00145992 AS CHAIRMAN & EXECUTIVE DIRECTOR AS SPECIAL RESOLUTION***

Valid Votes

Particulars	**No. of E-Voters**	**Nos of E-Votes Contained In**	**Percentage**
Received	28	562435	100.00%
Assent	24	561845	99.90%
Dissent	4	590	00.10%
Total	28	562435	100.00%

Note: 8 Nos of equity shareholders holding 330500 shares remained absent from voting being related party.

Invalid Votes: NIL

Thus, the Special Resolution as contained in Item no. 5 is passed **with Requisite Majority.**

Notes:

i. Aforesaid resolutions contained in the Notice are passed with requisite majority by the Members of the Company.

ii. The figures in percentage have been rounded off to 2 decimal points.

7. The electronic data and all other relevant records relating to remote e-voting were handed over to Mr. **HIREN NAROTTAM VADGAMA Chairman & Executive Director of the Company.**

Thanking you,

Place: Junagadh
Date: 16th December, 2022

K. J. SHAH & CO. 301 SAMPANNA BEHIND NAVRANGPURA BUS STAND AHMEDABAD 380 009 COMPANY SECRETARIES

For, KJ Shah & Company
Company Secretary

(Kaushik Shah)
Proprietor
FCS 2420 CP 1414
UDIN: F002420D002728374

Encl: Annexure "A"

Austin Engineering Company Limited

"ANNEXURE A"

Resolution Required : (Special)			1 - APPOINTMENT OF SHRUTI KAUSHAL BHADESHIYA DIN 0009762048 AS DIRECTOR NOT LIABLE TO RETIRE BY ROTATION AS NON- EXECUTIVE WOMAN INDEPENDENT DIRECTOR					
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	**Mode of Voting**	**No. of shares held**	**No. of votes polled**	**% of Votes Polled on outstanding shares**	**No. of Votes – in favour**	**No. of Votes –Against**	**% of Votes in favour on votes polled**	**% of Votes 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	1182915	878816	74.2924	878816	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**878816**	**74.2924**	**878816**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	2900	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**0**	**0.0000**	**0**	**0**	**0.0000**	**0.0000**
Public Non Institutions	E-Voting	2291985	14119	0.6160	13529	590	95.8212	4.1788
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**14119**	**0.6160**	**13529**	**590**	**95.8212**	**4.1788**
Total		**3477800**	**892935**	**25.6753**	**892345**	**590**	**99.9339**	**0.0661**

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Austin Engineering Company Limited

Resolution Required : (Ordinary)		2 - REGULARISING THE APPOINTMENT OF MR. JIGNESH SHASHIKANT THANKI DIN 00146168 AS DIRECTOR LIABLE TO RETIRE BY ROTATION						
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={[2]/[1]}*100	No. of Votes – in favour [4]	No. of Votes –Against [5]	% of Votes in favour on votes polled [6]={[4]/[2]}*100	% of Votes against on votes polled [7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	1182915	649000	54.8645	649000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**649000**	**54.8645**	**649000**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	2900	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**0**	**0.0000**	**0**	**0**	**0.0000**	**0.0000**
Public Non Institutions	E-Voting	2291985	8581	0.3744	7991	590	93.1243	6.8757
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**8581**	**0.3744**	**7991**	**590**	**93.1243**	**6.8757**
Total		**3477800**	**657581**	**18.9080**	**656991**	**590**	**99.9103**	**0.0897**

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NAVRANGPURA
BUS STAND
AHMEDABAD
380 009.
COMPANY SECRETARIES

Austin Engineering Company Limited

Resolution Required : (Special)			**3 - APPOINTMENT/ REMUNERATION TO MR. JIGNESH THANKI AS WHOLE TIME OF DIRECTOR DESIGNATED AS DIRECTOR (TECHNICAL)**					
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	**Mode of Voting**	**No. of shares held**	**No. of votes polled**	**% of Votes Polled on outstanding shares**	**No. of Votes – in favour**	**No. of Votes –Against**	**% of Votes in favour on votes polled**	**% of Votes 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	1182915	649000	54.8645	649000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**649000**	**54.8645**	**649000**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	2900	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**0**	**0.0000**	**0**	**0**	**0.0000**	**0.0000**
Public Non Institutions	E-Voting	2291985	8181	0.3569	7991	190	97.6775	2.3225
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**8181**	**0.3569**	**7991**	**190**	**97.6775**	**2.3225**
Total		**3477800**	**657181**	**18.8965**	**656991**	**190**	**99.9711**	**0.0289**

K. J. SHAH & CO. COMPANY SECRETARIES 301, SA[illegible]A BEHIND NAVRANGPURA BUS STAND AHMEDABAD 380 009

Austin Engineering Company Limited

Resolution Required : (Special)			**4 - REVISION IN REMUNERATION TO MR. RAJAN RAMNIKLAL BAMBHANIA DIN 00146211 AS MANAGING DIRECTOR**					
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	**Mode of Voting**	**No. of shares held**	**No. of votes polled**	**% of Votes Polled on outstanding shares**	**No. of Votes – in favour**	**No. of Votes –Against**	**% of Votes in favour on votes polled**	**% of Votes 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	1182915	687716	58.1374	687716	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**687716**	**58.1374**	**687716**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	2900	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**0**	**0.0000**	**0**	**0**	**0.0000**	**0.0000**
Public Non Institutions	E-Voting	2291985	14119	0.6160	13529	590	95.8212	4.1788
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**14119**	**0.6160**	**13529**	**590**	**95.8212**	**4.1788**
Total		**3477800**	**701835**	**20.1804**	**701245**	**590**	**99.9159**	**0.0841**

K. J. SHAH & CO. COMPANY SECRETARIES 301, SAPANA BEHIND NAVRANGPURA BUS STAND AHMEDABAD 380 009.

Austin Engineering Company Limited

Resolution Required : (Special)			**5 - REVISION IN REMUNERATION TO MR. HIREN NAROTTAM VADGAMA DIN 00145992 AS CHAIRMAN & EXECUTIVE DIRECTOR**					
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	**Mode of Voting**	**No. of shares held [1]**	**No. of votes polled [2]**	**% of Votes Polled on outstanding shares [3]={[2]/[1]}*100**	**No. of Votes – in favour [4]**	**No. of Votes –Against [5]**	**% of Votes in favour on votes polled [6]={[4]/[2]}*100**	**% of Votes against on votes polled [7]={[5]/[2]}*100**
Promoter and Promoter Group	E-Voting	1182915	548316	46.3530	548316	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**548316**	**46.3530**	**548316**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	2900	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**0**	**0.0000**	**0**	**0**	**0.0000**	**0.0000**
Public Non Institutions	E-Voting	2291985	14119	0.6160	13529	590	95.8212	4.1788
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**14119**	**0.6160**	**13529**	**590**	**95.8212**	**4.1788**
Total		**3477800**	**562435**	**16.1721**	**561845**	**590**	**99.8951**	**0.1049**

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AHMEDABAD 380 009.
COMPANY SECRETARIES