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Dated : July 14, 2025

Department of Corporate Services BSE Limited 25 <sup>th</sup> Floor Rotunda Building, P J Towers Dalal Street, Fort MUMBAI 400001  <b>SCRIP CODE : 540124</b>	The National Stock Exchange of India Limited "Exchange Plaza" Plot No C-1, G Block Bandra Kurla Complex Bandra (East) MUMBAI – 400051  <b>SCRIP CODE : GNA</b>
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**SUB: SUBMISSION OF MINUTES OF 32<sup>nd</sup> AGM**

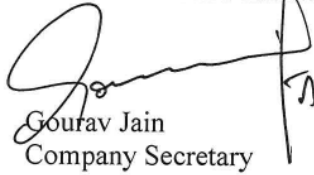
Sir,

Please find attached herewith the minutes of the 32<sup>nd</sup> Annual General Meeting of the Company held on 30<sup>th</sup> June, 2025.

This is for your information and record.

Thanking You

Yours Truly  
For GNA AXLES LIMITED

  
Gourav Jain  
Company Secretary



**MINUTES OF 32<sup>nd</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF GNA AXLES LIMITED HELD ON MONDAY 30<sup>TH</sup> JUNE, 2025 AT 12:30 PM AND CONCLUDED AT 2:04 PM THROUGH VIDEO CONFERENCING.**

**P R E S E N T:**

**Directors through Video Conferencing**

1. Mr. Ranbir Singh - Managing Director, CEO and Chairman of the 32<sup>ND</sup> Annual General Meeting and Member.
2. Mr. Ajit Singh - Independent Director & Chairman of stakeholder relationship Committee
3. Mr. Saravjit Singh Hothi - Independent Director, Chairman of the Audit & CSR Committee and Member .
4. Mr. Ashwani Malhotra - Independent Director & Chairman Nomination and Remuneration Committee
5. Mr. Praveen Bakshi - Independent Director
6. Mr. Maninder Singh - Wholetime Director
7. Mr. Harwinder Singh - Wholetime Director

**In attendance through Video Conferencing**

1. Mr. Rakesh Kumar - Chief Financial Officer
2. Mr. Gourav Jain - Company Secretary
3. Ms. Harsimran Kaur - Secretarial Auditor and Scrutinizer.

As per the attendance registered for the meeting, 43 members were present through Video Conferencing ("VC") including representative of Bodies Corporates. Pursuant to Circular No. 14/2020 issued by the Ministry of Corporate Affairs (MCA), the facility for appointment of proxy for the AGM was not provided to the Members. Accordingly, there was no proxy present at the meeting. The quorum was present throughout the meeting.

The Secretary welcomed the members attending the AGM. He than introduced the Board members present and informed the members that as Chairman of the Company S. Gursaran Singh is not present today, the Directors present have elected Mr. Ranbir Singh as Chairman for the 32<sup>nd</sup> AGM.

After ascertaining the quorum the Chairman called the meeting to order. The Notice convening the 32<sup>nd</sup> Annual General Meeting, with the permission of the members, was taken as read. The Chairman informed the members that as per the provisions of the section 145 of the Companies Act, 2013, only the qualifications, observations and comments on financial transactions and other matters which have adverse effect of the working of the Company and mentioned in the Auditors Report are required to be read out in the Annual General Meeting. As the Auditors had issued an unqualified report, with the permission of the members present it was taken as read. Similarly, there were



no qualifications in the Secretarial Auditors Report and hence it was also taken as read with the permission of the members.

Mr. Ranbir Singh, the Chairman of the 32<sup>nd</sup> Annual General Meeting than appraised the members on the working and performance of the Company and he than delivered his speech on the performance and future outlook of the business of the Company.

After the speech, the Chairman asked the members present to ask any queries which they might have on the working of the Company. Some members asked questions on the financial performance of the Company, the current and future business outlook of the business of Company. All the queries were satisfactorily replied to the satisfaction of the members by the Chairman.

Mr. Gourav Jain, Company secretary, briefed the members that since the AGM is being held virtually, the option for physical voting at the AGM was is provided. However, the Company had enabled the e-voting facility during the AGM for members who had not voted through remote e-voting and who were present at the AGM and were otherwise not barred from doing so. The icon for e-voting was available on top of the screen under the e-voting tab, which would re-direct the members to the e-voting platform of the MUFG Intime India Private Limited. The e-voting facility would close after 15 minutes from conclusion of the AGM. There was no proposing and seconding of the resolutions as the meeting was held virtually.

The resolutions set forth in the Notice of the 32<sup>nd</sup> AGM were then read out by the Secretary.

**Results of the remote E-Voting and Voting at the AGM on the ordinary and Special business at the 32<sup>nd</sup> Annual General Meeting held on, 30<sup>th</sup> June 2025.**

On the basis of the report of the scrutinizer on the E-voting at the Annual General Meeting held on June 30, 2025, summary of which is mentioned hereunder, the Company announced the results of the voting on July 1, 2025 that all the resolutions for the ordinary and Special Businesses as set out in the item nos 1 to 5 of the Notice convening 32<sup>nd</sup> Annual General Meeting of the company have been duly passed with overwhelming majority. The summary of the scrutinizers report is as follows:-

Item No.	Resolution	No. of valid votes	Votes cast in favour of resolution (Nos and %)	Votes cast against the resolution (Nos and %)	Remarks
1	Adoption of the Balance Sheet as at 31 <sup>st</sup> March, 2025, both standalone and consolidated, alongwith the Reports and Auditors and Directors thereon	31759147	31759072 99.99 %	75 0.00 %	Ordinary Resolution passed with requisite majority
2.	To Declare Dividend on Equity Shares	31759559	31759073 99.99 %	483 0.00 %	Ordinary Resolution passed with requisite majority

3.	Reappointment of Mr. Harwinder Singh (DIN 03522842)	31759557	31759480 99.99%	77 0.00 %	Ordinary Resolution passed with requisite majority
4.	Reappointment of Mr. Gursaran Singh (DIN 00805558)	31759558	31750477 99.97%	9081 0.03 %	Ordinary Resolution passed with requisite majority
5.	Appointment of M/s H K & Associates, Company Secretaries as Secretarial Auditors	31759559	31750276 99.97%	9283 0.03 %	Ordinary Resolution passed with requisite majority

All the resolutions for towards the businesses as set out in item numbers 1 to 5, of the notice of 32<sup>nd</sup> Annual General Meeting, duly approved by the members with overwhelming majority are accorded hereunder as part of the proceedings of the 32<sup>nd</sup> Annual General meeting of the Company held on 30<sup>th</sup> June 2025.

#### Ordinary Business :

- 1. To receive, consider and adopt the Audited Balance Sheet as at March 31<sup>st</sup> 2025, statement of Profit and Loss for the year ended on that date, together with the reports of Auditors and Directors thereon.**

“Resolved that the standalone and consolidated Audited Balance Sheet and Profit & Loss Account as on 31<sup>st</sup> March 2025, including the reports of the Auditors and Directors thereon, be and are hereby received, considered and adopted”

- 2. To declare Dividend on Equity Shares.**

“Resolved that Equity Dividend @ Rs. 3.00 per Equity share be and is hereby declared to be paid to the Equity Shareholders of the Company.

- 3. Reappointment of Mr. Harwinder Singh (DIN 03522842) as Director liable to retire by rotation.**

“Resolved that Mr. Harwinder Singh (DIN 03522842), who retires by rotation and being eligible offers himself for reappointment, be and is hereby reappointed as a Director of the Company liable to retire by rotation.”

- 4. Reappointment of Mr. Gursaran Singh (DIN 00805558) as Director liable to retire by rotation.**

“Resolved that Mr. Gursaran Singh (DIN 00805558), who retires by rotation and being eligible offers himself for reappointment, be and is hereby reappointed as a Director of the Company liable to retire by rotation.”



**Special Business:**

**5. Appointment of M/s H K & Associates, Company Secretaries Jalandhar as Secretarial Auditors.**

“RESOLVED THAT pursuant to the section 204 and other provisions of the of the Companies Act 2013 and Regulation 24A of the SEBI (listing Obligations and Disclosure Requirements) Regulations 2015 and other applicable regulations and provisions , if any, of the Companies Act, 2013 and SEBI (LODR) Regulations, the consent of the members be and is hereby accorded to appoint Ms. Harsimran Kaur of H K & Associates, Company Secretaries Jalandhar as Secretarial Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of 37<sup>th</sup> Annual General Meeting to be held in the year 2030 on such remuneration as decided by the Managing Director in consultation with the Secretarial Auditor.”

RESOLVED FURTHER THAT that Mr. Ranbir Singh – Managing Director & CEO of the Company be and is hereby authorized to do all other acts, deeds and things as are necessary and expedient in this regard”

There being no other item do deliberate, the meeting ended with a vote of thanks to the Chairman.



Ranbir Singh  
Chairman for 32<sup>nd</sup> Annual General Meeting  
Place : Jalandhar  
Date : 14<sup>th</sup> July, 2025