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# S Dhanapal & Associates LLP

## Practising Company Secretaries

LLPIN ACB - 0368  
(Regd. with Limited Liability Under the LLP Act, 2008)

**Designated Partners :**

S. Dhanapal, B.Com., B.A.B.L., F.C.S  
N. Ramanathan, B.Com., F.C.S  
Smita Chirimar, M.Com., F.C.S, DCG(ICSI)

### REPORT OF SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To

The Chairman,  
**M/s. Axles India Limited**  
21, Patullos Road,  
Chennai 600 002

Dear Sir,

I, N. Ramanathan, Designated Partner of M/s. S Dhanapal & Associates LLP, a firm of Practising Company Secretaries, appointed as Scrutinizer by the Board of Directors of M/s. Axles India Limited ("the Company") for the purpose of scrutinizing the e-voting process taken in connection with the 42<sup>nd</sup> Annual General Meeting pursuant to Section 108 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned resolutions proposed at the said Annual General meeting of the Equity Shareholders of M/s. Axles India Limited, held on **Monday, the 24<sup>th</sup> Day of June, 2024 at 11:00 A.M.** by video Conferencing / Other Audio Visual means (VC / OAVM), submit the results of voting by electronic means.

The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means by the shareholders on the resolutions proposed in the Notice of the 42<sup>nd</sup> Annual General Meeting of the Company is the responsibility of the Company. My responsibility as a Scrutinizer is to ensure that the voting process, through electronic means is conducted in a fair and transparent manner and render Scrutinizer's Report of the total votes cast in favour or against if any to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by Central Depository Services (India) Limited (CDSL).



*N. Ramanathan*

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The consolidated results of the voting are as under:

**A) RESOLUTION NO. 1 - TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024 AND THE REPORT OF THE DIRECTORS AND THE AUDITORS THEREON (ORDINARY RESOLUTION)**

	No. of Shares	No. of Members
Total Votes Cast	2,46,37,751	11
Less: Invalid votes	-	-
Net Valid votes cast	2,46,37,751	11
Votes cast in favour	2,46,37,751	11
Votes Cast against	0	0

**% of total valid votes cast in favour of the resolution: 100%**

**% of total valid votes cast against the resolution: 0.00%**

**B) RESOLUTION NO.2 - TO DECLARE DIVIDEND FOR THE FINANCIAL YEAR 2023-24 (ORDINARY RESOLUTION)**

	No. of Shares	No. of Members
Total Votes Cast	2,46,37,751	11
Less: Invalid votes	-	-
Net Valid votes cast	2,46,37,751	11
Votes cast in favour	2,46,37,751	11
Votes Cast against	0	0

**% of total valid votes cast in favour of the resolution: 100%**

**% of total valid votes cast against the resolution: 0.00%**




*N. Dhanapal*

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**C) RESOLUTION NO.3 - TO ELECT A DIRECTOR IN THE PLACE OF MR. RAM S (DIN 00018309) WHO RETIRES BY ROTATION AND BEING ELIGIBLE OFFERS HIMSELF FOR RE-ELECTION (ORDINARY RESOLUTION)**

	No. of Shares	No. of Members
Total Votes Cast	2,46,37,751	11
Less: Invalid votes	-	-
Net Valid votes cast	2,46,37,751	11
Votes cast in favour	2,46,37,751	11
Votes Cast against	0	0

**% of total valid votes cast in favour of the resolution: 100%**

**% of total valid votes cast against the resolution: 0.00%**

**D) RESOLUTION NO.4 - TO REVISE THE REMUNERATION OF MR.MADHAVAN V (DIN: 07548156), MANAGING DIRECTOR OF THE COMPANY (ORDINARY RESOLUTION)**

	No. of Shares	No. of Members
Total Votes Cast	2,46,37,751	11
Less: Invalid votes	-	-
Net Valid votes cast	2,46,37,751	11
Votes cast in favour	2,46,37,730	09
Votes Cast against	21	02

**% of total valid votes cast in favour of the resolution: 99.999%**

**% of total valid votes cast against the resolution: 0.001%**

*N. Dhanapal*

**SD**



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E) RESOLUTION NO.5 - TO APPOINT MR. SANDEEP BHIM KHULLAR (DIN: 08071943) AS DIRECTOR OF THE COMPANY (ORDINARY RESOLUTION):

	No. of Shares	No. of Members
Total Votes Cast	2,46,37,751	11
Less: Invalid votes	-	-
Net Valid votes cast	2,46,37,751	11
Votes cast in favour	2,46,37,750	10
Votes Cast against	01	01

% of total valid votes cast in favour of the resolution: 99.999%

% of total valid votes cast against the resolution: 0.001%

All relevant records related to the Meeting were handed over to the Chairman of the meeting for safe keeping.

Thanking you,

Place: Chennai

Date: 24.06.2024

Yours faithfully,  
For S DHANAPAL & ASSOCIATES LLP  
(Practising Company Secretaries)  
LLPIN -ACB-0368  
Peer Review No.1107/2021



*N. Ramathan*

**N.RAMANATHAN**  
DESIGNATED PARTNER  
M. No.F6665  
C.P. No.11084  
UDIN: F006665F000607364

