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Dated : October 26, 2023

Department of Corporate Services BSE Limited 25 th Floor Rotunda Building, P J Towers Dalal Street, Fort MUMBAI 400001 SCRIP CODE : 540124	The National Stock Exchange of India Limited "Exchange Plaza" Plot No C-1, G Block Bandra Kurla Complex Bandra (East) MUMBAI – 400051 SCRIP CODE : GNA
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SUB: SUBMISSION OF MINUTES OF 30TH AGM

Sir,

Please find attached herewith the minutes of the 30th Annual General Meeting of the Company held on 29th September 2023.

This is for your information and record.

Thanking You

Yours Truly
For GNA AXLES LIMITED

Gourav Jain
Company Secretary

MINUTES OF 30th ANNUAL GENERAL MEETING OF THE MEMBERS OF GNA AXLES LIMITED HELD ON FRIDAY 29TH SEPTEMBER, 2023 AT 12:30 PM AND CONCLUDED AT 1:10 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 30th Annual General Meeting and Member.
2. Mr. Jasvinder Singh - Exec. Vice Chairman and Member
3. Mr. Saravjit Singh Hothi - Independent Director, Chairman of the Audit & CSR Committee and Member .
4. Mr. Gurdeep Singh - Director
5. Mr. Harwinder Singh - Executive Director
6. Mr. Kulwin Seehra - Executive Director
7. Mr. Ashwani Malhotra - Independent Director & Chairman Nomination and Remuneration Committee
8. Mr. Rajan Wadhera - Director & Member Audit Committee

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, 45 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. Mr. Ajit Singh Walia chairman of the Stakeholders’ Relationship Committee was not present as he was out of the country.

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 30TH AGM.

After ascertaining the quorum the Secretary called the meeting to order and requested the Chairman of the meeting to deliver his speech. The Notice convening the 30th 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 30th 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 Linkintime 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 30th AGM were than read out by the Secretary and all the resolutions as set forth in the notice were duly approved by the members with requisite majority, are recorded hereunder as part of the proceedings of the AGM.

Results of the remote E-Voting and Voting at the AGM on the ordinary and Special business at the 30th Annual General Meeting held on, 29th September 2023.

On the basis of the report of the scrutinizer on the E-voting at the Annual General Meeting held on September 29, 2023, summary of which is mentioned hereunder, the Company announced the results of the voting on October 1, 2023 that all the resolutions for the ordinary and Special Businesses as set out in the item nos 1 to 6 of the Notice convening 30th Annual General Meeting of the company have been duly passed with overwhelming majority. The summary of the scrutinizers report is as follows:-

S.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 st March, 2023, both standalone and consolidated, alongwith the Reports and Auditors and Directors thereon	33705470	33705220 99.9993 %	250 0.0007 %	Ordinary Resolution passed with requisite majority
2.	To Declare Dividend on Equity	33716880	33716630	250	Ordinary

	Shares		99.9993%	0.0007	Resolution passed with requisite majority
3.	Reappointment of Mr. Gursaran Singh	33716880	33663309 99.8411 %	53571 0.1589 %	Ordinary Resolution passed with requisite majority
4.	Reappointment of Mr. Jasvinder Singh	33716880	33301051 98.7667 %	415829 1.2333 %	Ordinary Resolution passed with requisite majority
5.	Reappointment of Mr. Kulwin Sehra	33716880	33663309 99.8411 %	53571 0.1589 %	Ordinary Resolution passed with requisite majority
6.	Reappointment of Lt. Gen Praveen Bakshi (retd.)	33716880	33716568 99.9991 %	312 0.0009	Special Resolution passed with requisite majority

All the resolutions for special and ordinary businesses as set out in item numbers 1 to 6 in the notice of 30th Annual General Meeting, duly approved by the members with overwhelming majority are accorded hereunder as part of the proceedings of the 30th Annual General meeting of the Company held on 29th September 2023.

Ordinary Business :

- 1. To receive, consider and adopt the Audited Balance Sheet as at March 31st 2023, 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 31st March 2023, 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. 6.00 per Equity share be and is hereby declared to be paid to the Equity Shareholders of the Company.

- 3. 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.”

4. Reappointment of Mr. Jasvinder Singh (DIN 01831572) as Director liable to retire by rotation.

“Resolved that Mr. Jasvinder Singh (DIN 01572748), 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.”

5. Reappointment of Mr. Kulwin Seehra (DIN 03522812) as Director liable to retire by rotation.

“Resolved that Mr. Kulwin Seehra (DIN 03522812), 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.”

6. Reappointment of Lt. General Praveen Bakshi (DIN 08261443) as Director liable to retire by rotation.

“RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013, the Companies (Appointment and qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and SEBI (Listing Obligation and Disclosure Requirements), Regulations 2015, Lt. Gen Praveen Bakshi (Retd.), who was appointed as an Independent Director not liable to retire by rotation for a period of 5 years and in respect of whom the Company has received a notice in writing from a member proposing his candidature as an Independent Director of the Company not liable to retire by rotation and who is eligible for reappointment, be and is hereby reappointed as an Independent Director of the Company, for a term of five (5) consecutive years w.e.f. October 23, 2023 to October 22, 2028”.

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

Ranbir
Singh
Seehra
Digitally signed
by Ranbir Singh
Seehra
Date: 2023.10.26
16:10:20 +05'30'

Ranbir Singh
Chairman for 30th Annual General Meeting
Place : Jalandhar
Date : 26th October 2023