

GUJARAT APOLLO INDUSTRIES LIMITED

"Parishram", Cellar, 5-B, Rashmi Society, Nr. Mithakhali Circle, Navrangpura, Ahmedabad-380 009, Gujarat, India. Tel. +91-79- 26444597/98, 26564705

1st October, 2018

Dy. General Manager BSE Limited

Corporate Relation Department, P.J. Towers, Dalal Street, Fort,

<u> Mumbai - 400 001</u>

Scrip ID: GUJAPOIND; Scrip Code: 522217

The Manager

National Stock Exchange of India Limited

Exchange Plaza, Bandra Kurla Complex, Bandra (E),

Mumbai – 400 051

Scrip Symbol: GUJAPOLLO

Dear Sir,

Subject: Disclosure of Voting Results of the 31ST Annual General Meeting of GUJARAT APOLLO INDUSTRIES Limited held on SATURDAY, 29TH SEPTEMBER, 2018.

The details of voting results of the 31st Annual General Meeting of Gujarat Apollo Industries Limited held on Saturday, 29th September, 2018 are enclosed in the format prescribed under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly take the same on record.

Thanking you

Yours faithfully,

FOR GUJARAT APOLLO INDUSTRIES LIMITED

CS NEHA CHIKANI SHAH

COMPANY SECRETARY [M'SHIP NO:A25420]



Voting Results for 31st Annual General Meeting of Gujarat Apollo Industries Limited

Date of the AGM /EGM	
2	29/09/2018
otal number of shareholders on record date (i.e., 22 nd September, 2018 7340 – Cut – off date for voting purpose)	7340
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	2
	29
No. of Shareholders attended the meeting through Video Conferencing Ni Promoters and Promoter Group: Public	Nil



Agenda- wise disclosure

The mode for voting for all resolutions was remote e-voting and e-voting at the Meeting (Ballot)

Resolution 1. Adoption of Financial Statements of Company including consolidated accounts as on 31st March, 2018.

Recollition rev	O'merger ()	1			ĺ			
	resolution: (Olullaly, Special)	eciai)	Ordinary					
Whether pron interested in I	Whether promoter/ promoter group are interested in the agenda/resolution?	o are	N _O					
Category	Mode of Voting	No of	NO OF	0, of 1/0±00				
		ě	SS	Polled on	<u> </u>	No. of Votes -	% of Votes in favour	% of Votes
			- bolled	outstanding	in favour	against	votes polled	against on votes
	·	(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*	polled (7)=[(5) /(2)1*10
Promoter and	E-Voting		6042739	74 44%	6047730		3000	0
Promoter		8117971			66 17100	}	300T	1
Group	Poli	1	89700	1.10%	89700	;	100%	•
	Total		6132439	75.50%	6132439	1	100%	
Public-	E-Voting				· ;			
Institutions	= 0	2189				!	!	ı
	roll		1	;	1	1	-	1
	Total			1	1			
Public- Non	E-Voting		395685	8.71%	395685		100%	
Suchanis	Poll	4541755	1550	0000	L		2/001	1
			2	0.00.0	1550	t i	100%	1
7	Total		397235	8.74%	397235		100%	
ıotal		12661915	6529674	51.56%	6529674		100%	

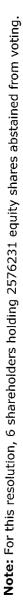
Resolution 2. To declare dividend on equity shares,

Resolution red	Resolution required: (Ordinary/ Special)	ecial)	Ordina					
	do //	(1010)	Signal y					
Whether prom interested in t	Whether promoter/ promoter group are interested in the agenda/resolution?	o are	0 <u>N</u>		-			
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Vote – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* (7)=[(5) 100 /(2)]*10	polled (7)=[(5) /(2)]*10
Promoter and Promoter	E-Voting		6042739	74.44%	6042739	1	100%)
Group	Poli	1/6/119	89700	1.10%	89700	!	100%	ı
	Total		6132439	75.50%	6132439	1	100%	ı
Public- Institutions	E-Voting	00+0	1	1	!		1	1
	Poll	7189	!	1	1	-	B T	1
į	Total		1	-	[!	1 1	1
Public- Non Institutions	E-Voting		395685	8.71%	395685	1	100%	ı
511251145113	Poll	4541755	1550	0.03%	1550	1	100%	ı
	Total	•	397235	8.74%	397235	1	100%	ı
Total		12661915	6529674	51.56%	6529674		100%	·



Resolution 3. To appoint Mr. Asit A. Patel [DIN:00093332] as a Director liable to retire by rotation.

Whether promoter/ promoter group are interested in the agenda/resolution? Category Mode of Voting Shares Promoter and E-Voting Promoter Group Total Public- Public- F-Voting Poll Institutions Poll Total Public- Non E-Voting Poll Total Total Total Total Public- Non E-Voting Poll Total	Resolution required: (Ordinary/ Special)	Ordinary					
ter and E-Voting ter and E-Voting Total Total Non E-Voting Iions Poll Total Total Total Total		yes					
ter and E-Voting ter Poll Total F-Voting tions Non E-Voting Total Total Total Total	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Vote – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes
ter and E-Voting ter Poll Total F-Voting Non E-Voting Ions Poll Total Total Total	(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	polled $(7)=[(5)/(2)]*10$
tions Poll Total Total Non E-Voting Lions Poll Total	1001	3466508	42,70%	3398958	;	100%	,
Total Poll Total E-Voting Poll Total Total	1/6/110	89700	1.10%	89700	1	100%	1
E-Voting Poll Total E-Voting Poll Total	.1.	3556208	43.80%	3488658	;	100%	ı
Poll Total Poll Total	0010	1	1		1 1	[1
Total Foll Total	6017	:	1	!	1	1	ı
E-Voting Poll Total	J	1	1 1	[1 1	F	•
Poll Total		395685	8.71%	395685	1	100%	1
Total	4541755	1550	0.03%	1550	1	100%	ı
	ı	397235	8.74%	397235	1	100%	-
Total 1266	12661915	3953443	31.22%	3953443	1	100%	t





Resolution 4. To appoint Mr. Anand A. Patel [DIN:00002277] as a Director liable to retire by rotation.

Resolution requ	Resolution required: (Ordinary/ Special)	ecial)	Ordinary					
Whether promo	Whether promoter/ promoter group are interested in the agenda/resolution?	are ?	yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Vote – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* (7)=[(5) 100 /(2)]*10	polled (7)=[(5) /(2)]*10
Promoter and Promoter	E-Voting	+ L OC + +0	6037739	74,38%	6037739	-	100%	1
Group	Poll	811/9/1	89700	1.10%	89700		100%	1
	Total		6127439	75.48%	6127439	-	100%	ı
Public- Institutions	E-Voting	2180	!	1		1	•	1
	Poll	6017	11 2	I r	1	1	1	1
	Total			1	-	;	-	,
Public- Non	E-Voting		395685	8.71%	395685	-	100%	1
TIISHITATIONIS	Poll	4541755	1550	0.03%	1550	1	100%	ı
	Total		397235	8.74%	397235	1	100%	ı
Total		12661915	6524674	51.53%	6524674	ľ	100%	1

Note: For this resolution, 1 shareholder holding 5000 equity shares abstained from voting.



Resolution 5. Transactions with Related parties under Section 188 of the Companies Act, 2013.

Resolution requ	Resolution required: (Ordinary/ Special)	scial)	Ordinary					
Whether prominterested in the	Whether promoter/ promoter group are interested in the agenda/resolution?	are	yes					
Category	Mode of Voting	No. of	No. of	% of Votes	No. of	No. of	% of Votes in	% of
- 1000-1		noi coming	polled	ğ	in favour	votes – against	lavour on votes polled	votes against on votes
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	$\begin{array}{c c} (6) = [(4)/(2)] * & (7) = [(5) \\ 100 & /(2)] * 10 \\ & 0 & \end{array}$	polled (7)=[(5) /(2)]*10
Promoter and Promoter	E-Voting	0117071	1140846	14.05%	1140846	t	100%	1
Group	Poll	1/6/110	89700	1.10%	89700	1	100%	•
20,4344	Total		1230546	15.15%	1230546	t r	100%	1
Public- Institutions	E-Voting	2180	B I	1	1]	1	ı
	Poll	6017	1	1	1	1	1 1	ı
. ,	Total		1	1	1	1	1	P
Public- Non	E-Voting		395685	8.71%	395685	1.	100%	ı
דווארוניתרוסווא	Poll	4541755	1550	0.03%	1550	1	100%	I
	Total		397235	8.74%	397235	1	100%	1
Total		12661915	4274146	33.76%	6529674	1	100%	t

Note: For this resolution, 2 shareholders holding 2255528 equity shares abstained from voting and 7 shareholders holding 2646365 equity shares were invalid.



Resolution 6. To re-appoint of Mr. Asit A. Patel [DIN:00093332] as a Managing Director of the Company for the period of 5 (five) years w.e.f. 01.07.2019.

Resolution requ	Resolution required: (Ordinary/ Special)	ecial)	Ordinary					
Whether prominterested in the	Whether promoter/ promoter group are interested in the agenda/resolution?	o are	yes					
Category	Mode of Voting	No. of shares held	No of votes polied	% of Votes Polled on outstanding shares	No. of Vote – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	polled (7)=[(5) /(2)]*10
Promoter and Promoter	E-Voting	1707+	3466508	42.70%	3466508	ı	100%	
Group	Poll	1/6/110	89700	1.10%	89700	-	100%	1
	Total		3556208	43.80%	3556208	!	100%	ı
Public- Institutions	E-Voting	7180	-	-		1	I I	r
	Poll	6017			1 1		1	ı
	Total		1	1		1	1	1
Public- Non	E-Voting		395685	8.71%	395685	1	100%	1
Silonman	Poll	4541755	1550	0.03%	1550	1	100%	
	Total		397235	8.74%	397235	1	100%	1
Total		12661915	3953443	31.22%	3953443	-	100%	ž.





Resolution 7. To re-classify promoter and promoters group.

Resolution req	Resolution required: (Ordinary/ Special)	ecial)	Special					
Whether prom interested in th	Whether promoter/ promoter group are interested in the agenda/resolution?	are ?	yes				The state of the s	
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Vote – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* (7) =[(5)] 100 $/(2)$]*10	polled $(7)=[(5)](2)]*10$
Promoter and	E-Voting	0	5838123	71.92%	5838123	1	100%	,
Group	Poll	811/9/1	89700	1.10%	89700	!	100%	1
	Total		5927823	73.02%	5927823	1	100%	ı
Public- Inctitutions	E-Voting	(ļ	1	l -	1		•
TIPSCIENCIOLIS	Poll	7189		!	1	1	!	
	Total		1	1	1	1	E I	•
Public- Non	E-Voting		394650	8.69%	394650	I I	100%	1
Institutions	Poll	4541755	1550	0.03%	1550	-	100%	1
	Total		396200	8.72%	396200	1	100%	1
Total		12661915	6324023	49.95%	6324023	1	100%	1
Note: For this res	Note: For this resolution 4 shareholders holding 205651 equity shares abstained from voting	holding 205651	aduity chares	ahetained from vot	20			

Note: For this resolution, 4 shareholders holding 205651 equity shares abstained from voting.

Thanking you Yours faithfully,

FOR GUJARAT APOLLO INDUSTRIES LIMITED

CS NEHA CHIKANI SHAH - COMPANY SECRETARY [M'SHIP NO:A25420]



COMPANY SECRETARY

4th Floor, Shaival Plaza, Near Gujarat College, Ellisbridge, AHMEDABAD-380006

Tel.: 079-26420336/7/9 Fax: 079-26424100 Mobile: 9825940391 E-mail: ashish@ravics.com

SCRUTINIZER'S REPORT

To,
The Chairman
Gujarat Apollo Industries Limited
Block No. 486, 487, 488 Mouje Dholasan,
Taluka and District: Mehsana – 382732

Dear Sir,

Subject:

Consolidated Scrutinizer's Report on Remote E-voting pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Poll at the AGM venue pursuant to Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 at the 31st Annual General Meeting of M/s. Gujarat Apollo Industries Limited held on Saturday, the 29th day of September, 2018 at 4:00 p.m. at Block No. 486, 487, 488, Mouje Dholasan, Taluka and District: Mehsana- 382732

I, Ashish Shah, a Company Secretary in practice, have been appointed by the Board of Directors of M/s. Gujarat Apollo Industries Limited (the Company) as a Scrutinizer for the purpose of scrutinizing the remote e-voting and poll at the Annual General Meeting (AGM) venue and ascertaining the requisite majority, on the resolutions contained in the notice to the 31st Annual General Meeting (AGM) of the members of the Company, held on the 29th day of September, 2018 at 4:00 p.m. at Block No. 486, 487, 488, Mouje Dholasan, Taluka and District: Mehsana–382732.

The Notice dated 11th August, 2018 along with the statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions passed at the Annual General Meeting of the Company.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to voting on the resolutions contained in the Notice of 31st Annual General Meeting (AGM) of the members of the Company. My responsibility as a Scrutinizer for the voting process is restricted to presenting a Scrutinizer's Report of the votes cast "in favour" or "against" or "abstained", in respect of the resolutions stated below, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency to provide e-voting facilities, engaged by the Company.

The Company had also provided poll at the AGM venue facility to the Shareholders present at the Annual General Meeting and who had not cast their vote earlier through remote e-voting facility.

Further to the above, I submit my report as under:-

E-Voting:

- (i) The e-voting period remained open from Wednesday, 26th September, 2018 (09:00 a.m.) to Friday, 28th September, 2018 (05:00 p.m.)
- (ii) The members of the Company as on the "cut-off" date i.e. 22nd September, 2018 were entitled to vote on the resolutions (items no. 1 to 7 as set out in the notice of the 31st Annual General Meeting of the Company).



COMPANY SECRETARY

4th Floor, Shaival Plaza, Near Gujarat College, Ellisbridge, AHMEDABAD-380006

Tel.: 079-26420336/7/9 Fax: 079-26424100 Mobile: 9825940391 E-mail: ashish@ravics.com

(iii) The votes cast under remote e-voting facility were thereafter unblocked in presence of two witnesses, who were not in employment of the Company.

Poll:

- (i) The Company had provided the facility for voting through ballot or polling paper at the AGM and members, who have not cast their vote by remote e- voting, was allowed to exercise their right to vote at the meeting.
- (ii) The polling papers in Form MGT-12 as per the Companies (Management and Administration) Rules, 2014 were distributed to the Shareholders present. The shareholders cast their votes in one ballot box kept at convenient places at the venue.
- (iii) The locked ballot box was subsequently opened before me, in presence of two witnesses, who were not in employment of the Company and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorizations / proxies lodged with the Company.

Item No. 1- Ordinary Resolution

Adoption of the audited financial statement of the Company for the financial year ended March 31, 2018, the reports of the Board of Directors and Auditors thereon; and the audited consolidated financial statement of the Company for the financial year ended March 31, 2018.

	Total	Votes Resoluti	in favour on	of the	Votes aga	inst the R	esolution	Invalid	Votes
Voting Method	Valid Votes	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of shares
Remote E- Voting	6438424	96	6438424	100	Nil	Nil	Nil	Nil	Nil
Poll at the AGM	91250	4	91250	100	Nil	Nil	Nil	Nil	Nil
Total	6529674	100	6529674	100	Nil	Nil	Nil	Nil	Nil

Item No. 2- Ordinary Resolution

Declaration of dividend on equity shares.

	Total	Votes Resoluti	in favour on	of the	Votes aga	inst the R	esolution	Invalid	Votes
Voting Method	Valid Votes	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	of valid	No. of Folios	No. of shares
Remote E- Voting	6438424	96	6438424	100	Nil	Nil	votes cast Nil	Nil	Nil



COMPANY SECRETARY

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Fax: 079-26424100 Mobile: 9825940391 E-mail: ashish@ravics.com

Poll at the AGM	91250	4	91250	100	Nil	Nil	Nil	Nil	Nil
Total	6529674	100	6529674	100	Nil	Nil	Nil	Nil	Nil

Item No. 3 - Ordinary Resolution

Appointment of Director in place of Mr. Asit A. Patel (DIN: 00093332), who retires by rotation and being eligible offers himself for re- appointment.

	Total	Votes Resoluti	in favour on	of the	Votes aga	inst the R	esolution	Invalid	Votes
Voting Method	Valid Votes	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of shares
Remote E- Voting	3862193	90	3862193	100	Nil	Nil	Nil	Nil	Nil
Poll at the AGM	91250	4	91250	100	Nil	Nil	Nil	Nil	Nil
Total	3953443	94	3953443	100	Nil	Nil	Nil	Nil	Nil

For this resolution, 6 shareholders holding 2576231 equity shares abstained from voting.

Item No. 4 - Ordinary Resolution

Appointment of Director in place of Mr. Anand A. Patel (DIN: 00002277), who retires by rotation and being eligible offers himself for re-appointment.

	Total	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
Voting Method	Valid Votes	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	Folios	No. of shares
Remote E- Voting	6433424	95	6433424	100	Nil	Nil	Nil	Nil	Nil
Poll at the AGM	91250	4	91250	100	Nil	Nil	Nil	Nil	Nil
Total	6524674	99	6524674	100	Nil	Nil	Nil	Nil	Nil

For this resolution, 1 shareholder holding 5000 equity shares abstained from voting.



COMPANY SECRETARY

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Tel.: 079-26420336/7/9 Fax: 079-26424100 Mobile: 9825940391 E-mail: ashish@ravics.com

Item No. 5 - Ordinary Resolution

Approval of related party transaction(s) during the financial year 2018-19 with Ammann Apollo India Private Limited.

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folio	No. of shares
Remote E- Voting	1536531	87	1536531	100	Nil	Nil	Nil	7	2646365
Poll at the AGM	91250	4	91250	100	Nil	Nil	Nil	Nil	Nil
Total	4274146	98	4274146	100	Nil	Nil	Nil	Nil	Nil

For this resolution, 2 shareholders holding 2255528 equity shares abstained from voting.
 Item No. 6 - Ordinary Resolution

Re-appointment of Mr. Asit A Patel (DIN: 00093332) as the Managing Director of the Company for a period of 5 (Five) years w.e.f. 1st July, 2019.

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of shares
Remote E- Voting	3862193	90	3862193	100	Nil	Nil	Nil	Nil	Nil
Poll at the AGM	91250	4	91250	100	Nil	Nil	Nil	Nil	Nil
Total	3953443	94	3953443	100	Nil	Nil	Nil	Nil	Nil

For this resolution, 6 shareholders holding 2576231 equity shares abstained from voting.



COMPANY SECRETARY

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Item No. 7 - Special Resolution

Reclassification of Promoter and Promoter's Group.

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid	No. of Folios	No. of shares
Remote E- Voting	6232773	92	6232773	100	Nil	Nil	votes cast Nil	Nil	Nil
Poll at the AGM	91250	4	91250	100	Nil	Nil	Nil	Nil	Nil
Total	6324023	96	6324023	100	Nil	Nil	Nil	Nil	Nil

For this resolution, 4 shareholders holding 205651 equity shares abstained from voting.

The data sheet relating to e-voting/Poll at the AGM venue and other related papers/registers, records are handed over to the Chairman/Secretary of the Company.

Thanking you

Yours faithfully

Name: Ashish Shah

Practicing Company Secretary- Scrutinizer

h Shah & Ass

COP No.

npany Secretaries

FCS: 5974; COP: 4178

Date: 01.10.2018 Place: Ahmedabad

Mr. Manibhai V. Patel Chairman of the Meeting