



Date: 01.10.2015

To,

Department of Corporate Services,
Bombay Stock Exchange Limited,
Floor 25, Phiroze Jeejeebhoy Towers,
Dalal Street, Fort
MUMBAI-400001

SUB: COMPLIANCE OF CLAUSE 35 A OF THE LISTING AGREEMENT

Dear Sir,

Pursuant to the provisions of Clause 35A of the Listing Agreement, we hereby inform you that the members of the Company at the 41st Annual General Meeting held on 30th September, 2015 at 11.00 a.m. at the Registered Office of the Company transacted the following business:

Details of Voting Results

Date of Annual General Meeting (AGM)	30 th September, 2015
Total number of Shareholders on record date (Book Closure date- 25 th September, 2015 to 30 th September, 2015)	10188
No. of Shareholders present in the meeting either in person or through proxy:	
a) Promoter and Promoter group:	5
b) Public:	30
No. of Shareholders attended the meeting through video conferencing:	
a) Promoter and Promoter group:	Not Arranged
b) Public:	



Agenda-Wise Report:

Item No.	Details of Agenda	Resolution Required	Mode of Voting	Remarks
1	Adoption of the Audited Financial Statement of the Company for the financial year ended March 31, 2015, together with the Report of the Board of Directors and Auditors thereon.	Ordinary	E-Voting and Poll conducted at the meeting.	The resolution was passed with requisite majority
2	Re-appointment of Ms. Dalvinder Kaur Ryaith (DIN: 00572812), who retires by rotation and being eligible offers herself for re-appointment.	Ordinary	E-Voting and Poll conducted at the meeting.	The resolution was passed with requisite majority
3	Appointment of M/s Nanda & Bhatia, Chartered Accountants (Registration No. 004342N) as Statutory Auditors of the Company.	Ordinary	E-Voting and Poll conducted at the meeting.	The resolution was passed with requisite majority
4	To approve the remuneration of the Cost Auditors for the Financial Year ending March 31, 2016.	Ordinary	E-Voting and Poll conducted at the meeting.	The resolution was passed with requisite majority

The voting details are annexed herewith in the prescribed format.

Kindly take the same on your records.

Thanking You,

Yours Faithfully,

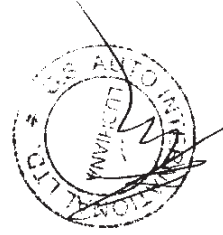
For G.S. Auto International Limited,


(Aminder Kaur)
Company Secretary

ANNEXURE									
Details of Voting as per Clause 35A of the Listing Agreement based on result of voting at the 41st Annual General Meeting held on 30th September, 2015.									
RESOLUTION NO.1									
	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		
Promoter/ Public	[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$		
Promoter and Promoter Group	6053540	5872000	97.00	5872000	0	100.00	0.00		
Public-Institutional Holders	0	0	0.00	0	0	0.00	0.00		
Public- Others	8461040	13182	0.16	12522	660	94.99	5.01		
Total	14514580	5885182	40.55	5884522	660	99.99	0.01		
RESOLUTION NO.2									
	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		
Promoter/ Public	[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$		
Promoter and Promoter Group	6053540	5872000	97.00	5872000	0	100.00	0.00		
Public-Institutional Holders	0	0	0.00	0	0	0.00	0.00		
Public- Others	8461040	13182	0.16	12222	960	92.72	7.28		
Total	14514580	5885182	40.55	5884222	960	99.98	0.02		



RESOLUTION NO.3									
	No. of Shares held	No. of Votes Polled	% of Votes Polled Shares	No. of Votes- In favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled		
Promoter/ Public	[1]	[2]	[3]=[2]/(1)*100	[4]	[5]	[6]=[4]/(2)*100	[7]=[5]/(2)*100		
Promoter and Promoter Group	6053540	5872000	97.00	5872000	0	100.00	0.00		
Public-Institutional Holders	0	0	0.00	0	0	0.00	0.00		
Public- Others	8461040	13182	0.16	12522	660	94.99	5.01		
Total	14514580	5885182	40.55	5884522	660	99.99	0.01		
RESOLUTION NO.4									
	No. of Shares held	No. of Votes Polled	% of Votes Polled Shares	No. of Votes- In favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled		
Promoter/ Public	[1]	[2]	[3]=[2]/(1)*100	[4]	[5]	[6]=[4]/(2)*100	[7]=[5]/(2)*100		
Promoter and Promoter Group	6053540	5872000	97.00	5872000	0	100.00	0.00		
Public-Institutional Holders	0	0	0.00	0	0	0.00	0.00		
Public- Others	8461040	13182	0.16	13022	160	98.79	1.21		
Total	14514580	5885182	40.55	5885022	160	99.99	0.01		





CONSOLIDATED SCRUTINIZER REPORT

(Pursuant to Section 108 & 109 of the Companies Act, 2013 and amended Rule 20 & 21 of the Companies (Management And Administration) Rules, 2014.

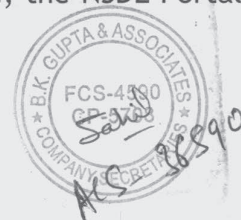
To,

The Chairman
G S Auto International Limited

41st Annual General Meeting of the Equity Shareholders of **G S Auto International Limited** held on 30.09.2015 at 11:00 a.m. at the Registered Office of the Company at G S Estate, G T Road, Ludhiana-141010.

Dear Sir,

1. I, **Sahil**, Partner, **B.K. Gupta & Associates**, Practicing Company Secretaries at 49/65, Harpal Nagar, Near Gulmor Hotel, Ferozepur Road, Ludhiana, was appointed as Scrutinizer by the Board of Directors of **G S Auto International Limited** for the purpose of scrutinizing e-voting process (remote e-voting) and voting by the use of ballot at the meeting pursuant to Section 108 & 109 of the Companies Act, 2013 read with Amended Rule 20 & 21 of the Companies (Management And Administration) Rules, 2014 in respect of the below mentioned resolutions proposed at the 41st Annual General Meeting of the Equity Shareholders of the Company held on 30.09.2015 at 11:00 a.m. at the Registered Office of the Company at G S Estate, G T Road, Ludhiana-141010, submit our report as under.
2. The Public Advertisement with respect to dispatch of the notices and conducting of voting through electronic means was published in an English Newspaper "**Business Standard**" of wide circulation on **07.09.2015** and a Vernacular Newspaper "**Desh Sewak**" on **07.09.2015**.
3. The remote e-voting period commenced on **27th September, 2015** at **09:00 a.m.** and ended on **29th September, 2015** at **05:00 p.m.**, the NSDL Portal was blocked for voting thereafter.



4. The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and voting by ballots by the Shareholders on the resolutions proposed in the Notice of the 41st Annual General Meeting of the Company is the responsibility of the Management. My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means and by use of the ballot at the meeting are conducted in a fair and transparent manner and render consolidate Scrutinizer Report of the total votes cast in the favour or against, if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by National Securities Depository Limited (NSDL) and the report prepared on the basis of votes casted through ballot process.
5. I, hereby submit Consolidated Scrutinizer's Report pursuant to Rule 20(4)(xii) on all the resolutions contained in the Notice of the aforesaid Annual General Meeting.
6. The results of the voting is as under:

A. Resolution-1: Ordinary Resolution

Adoption of Balance Sheet, Statement of Profit and Loss, Report of the Board of Directors and Auditors for the Financial Year ended March 31, 2015.

i. Voting through Electronic Means

a) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
15	15,07,242	99.956

b) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
3	660	0.044



c) Abstain votes:

Total Number of members who abstained from voting	Total number of shares held by them
0	0

ii. Voting through Ballot

a) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
17	43,77,280	100.00

b) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
0	0	0.00

c) Abstain votes:

Total Number of members who abstained from voting	Total number of shares held by them
0	0

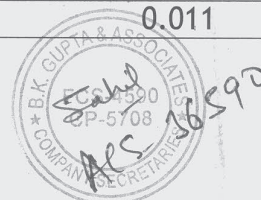
iii. Consolidated E-Voting And Ballot

a) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
32	58,84,522	99.989

b) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
3	660	0.011



c) Abstain votes:

Total Number of members who abstained from voting	Total number of shares held by them
0	0

Breakup of voting through e-voting and ballot

Promoter /Public	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	60,53,540	58,72,000	97.00	58,72,000	0	100.00	0.00
Public-Institutional Holders	0	0	0.00	0	0	0.00	0.00
Public-Others	84,61,040	13,182	0.16	12,522	660	94.99	5.01
Total	1,45,14,580	58,85,182	40.55	58,84,522	660	99.99	0.01

RESULT FOR RESOLUTION NO.1

As the number of votes cast in favour of Ordinary Resolution mentioned in the Notice of 41st AGM was more than the votes cast against it, I report that the Ordinary Resolution as set out in the Notice of 41st AGM has been passed by the Shareholders as Ordinary Resolution .



B. Resolution-2: Ordinary Resolution

Appointment of Director in Place of Ms. Dalvinder Kaur, Who retires by rotation and being eligible, seeks re-appointment.

i. Voting through Electronic Means

a) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
14	15,06,942	99.936

b) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
4	960	0.064

c) Abstain votes:

Total Number of members who abstained from voting	Total number of shares held by them
0	0

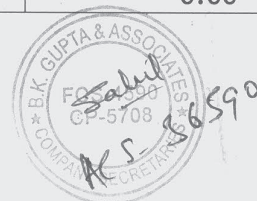
ii. Voting through Ballot

a) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
17	43,77,280	100.00

b) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
0	0	0.00



c) Abstain votes:

Total Number of members who abstained from voting	Total number of shares held by them
0	0

iii. Consolidated E-Voting And Ballot

a) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
31	58,84,222	99.984

b) Voted against the resolution:

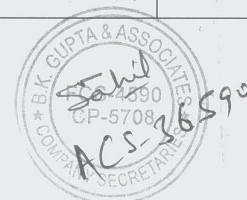
Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
4	960	0.016

c) Abstain votes:

Total Number of members who abstained from voting	Total number of shares held by them
0	0

Breakup of voting through e-voting and ballot

Promoter /Public	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	60,53,540	58,72,000	97.00	58,72,000	0	100.00	0.00



Public-Institutional Holders	0	0	0.00	0	0	0.00	0.00
Public-Others	84,61,040	13,182	0.16	12,222	960	92.72	7.28
Total	1,45,14,580	58,85,182	40.55	58,84,222	960	99.98	0.02

RESULT FOR RESOLUTION NO.2

As the number of votes cast in favour of Ordinary Resolution mentioned in the Notice of 41st AGM was more than the votes cast against it, I report that the Ordinary Resolution as set out in the Notice of 41st AGM has been passed by the Shareholders as Ordinary Resolution .

C. Resolution-3: Ordinary Resolution

Appointment of Statutory Auditor of Company .

i. Voting through Electronic Means

a) Voted in favour of the resolution:

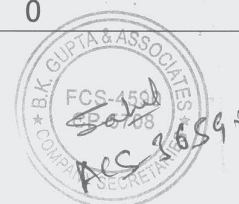
Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
15	15,07,242	99.956

b) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
3	660	0.044

c) Abstain votes:

Total Number of members who abstained from voting	Total number of shares held by them
0	0



ii. Voting through Ballot

a) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
17	43,77,280	100.00

b) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
0	0	0.00

c) Abstain votes:

Total Number of members who abstained from voting	Total number of shares held by them
0	0

iii. Consolidated E-Voting And Ballot

a) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
32	58,84,522	99.989

b) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
3	660	0.011



c) Abstain votes:

Total Number of members who abstained from voting	Total number of shares held by them
0	0

Breakup of voting through e-voting and ballot

Promoter /Public	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	60,53,540	58,72,000	97.00	58,72,000	0	100.00	0.00
Public-Institutional Holders	0	0	0.00	0	0	0.00	0.00
Public-Others	84,61,040	13,182	0.16	12,522	660	94.99	5.01
Total	1,45,14,580	58,85,182	40.55	58,84,522	660	99.99	0.01

RESULT FOR RESOLUTION NO.3

As the number of votes cast in favour of Ordinary Resolution mentioned in the Notice of 41st AGM was more than the votes cast against it, I report that the Ordinary Resolution as set out in the Notice of 41st AGM has been passed by the Shareholders as Ordinary Resolution .



D. Resolution-4: Ordinary Resolution

Ratification of the remuneration of the Cost Auditor of the Company .

i. Voting through Electronic Means

a) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
16	15,07,742	99.989

b) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
2	160	0.011

c) Abstain votes:

Total Number of members who abstained from voting	Total number of shares held by them
0	0

ii. Voting through Ballot

a) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
17	43,77,280	100.00

b) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
0	0	0.00



c) Abstain votes:

Total Number of members who abstained from voting	Total number of shares held by them
0	0

iii. Consolidated E-Voting And Ballot

a) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
33	58,85,022	99.997

b) Voted against the resolution:

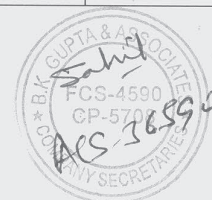
Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
2	160	0.003

c) Abstain votes:

Total Number of members who abstained from voting	Total number of shares held by them
0	0

Breakup of voting through e-voting and ballot

Promoter /Public	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	60,53,540	58,72,000	97.00	58,72,000	0	100.00	0.00
Public-Institutional Holders	0	0	0.00	0	0	0.00	0.00



Public- Others	84,61,040	13,182	0.16	13,022	160	98.79	1.21
Total	1,45,14,580	58,85,182	40.55	58,85,022	160	99.99	0.01

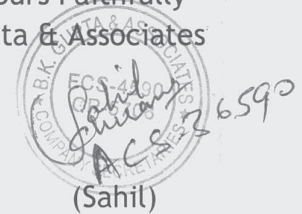
RESULT FOR RESOLUTION NO.4

As the number of votes cast in favour of Ordinary Resolution mentioned in the Notice of 41st AGM was more than the votes cast against it, I report that the Ordinary Resolution as set out in the Notice of 41st AGM has been passed by the Shareholders as Ordinary Resolution .

7. All relevant records of electronic voting will remain in our safe custody until the Chairman considers, approves and signs the minutes of the 41st Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking You,

Yours Faithfully
For B.K. Gupta & Associates



Place: Ludhiana
Dated: 01.10.2015

(Sahil)
Partner
ACS-36590
Scrutinizer

We the undersigned witness that the votes were unblocked from the e-voting website of National Securities Depository Limited (www.evoting.nsdl.com) and also votes polled through ballot were opened and processed in our presence at 12:15 p.m. on 30th September, 2015.



(Onkar Singh)
House No. 523C
Behind GNE College, Isher Nagar
Ludhiana



(Sangyan Chopra)
28C, Lane No.10
Guru Amardass Avenue, Ajanala Road
Amristar

