



**India Nippon Electricals Ltd**

**REGD. OFFICE**

# 11 & 13, Patullos Road, Chennai – 600 002

**Tel :** +91 44 28460073, **Email :** inelcorp@inel.co.in

**CIN :** L31901TN1984PLC011021

**19<sup>th</sup> September, 2024**

**National Stock Exchange of India Limited**

Exchange Plaza, 5<sup>th</sup> Floor,  
Plot no C 1, G Block,  
Bandra Kurla Complex,  
Bandra (East), Mumbai 400 051

**Scrip: INDNIPPON**

**BSE Limited**

Phiroze Jeejeebhoy Towers  
Dalal Street, Fort  
Mumbai 400 001

**Scrip: 532240**

Dear Sir(s)/ Madam,

**Sub: Submission of Voting Results of the 39<sup>th</sup> Annual General Meeting ('AGM') of the Company along with Scrutinizer's Report**

**Ref: Our letter dated 18<sup>th</sup> September 2024**

Please find enclosed herewith the Voting results of the AGM in compliance with Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with the consolidated Scrutinizer's Report on remote e-Voting and e-Voting at the 39<sup>th</sup> Annual General Meeting (AGM) held on Wednesday, 18<sup>th</sup> September 2024 through Video Conferencing/ Other Audio-Visual Means (VC/OAVM).

All resolutions as set out in the Notice have been duly approved by the Shareholders with requisite majority.

The voting results along with the Scrutinizer's Report will also be available on the website of the Company at [www.indianippon.com](http://www.indianippon.com) and on the website of Central Depository Services Limited at [www.evotingindia.com](http://www.evotingindia.com)

This is for your information and record.

Thanking you

Yours sincerely

**For India Nippon Electricals Limited**

SEKAR  
LOGITHA

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SEKAR LOGITHA  
Date: 2024.09.19  
18:48:00 +05'30'

**S Logitha**

**Company Secretary**

**Membership No.: A29260**

Encl.: As above.

**UNIT I – Hosur :** Thalli Road, Uliveeranapalli, Hosur – 635 114, Tamil Nadu, India

**Tel :** +91 4347 233432 – 438

**Email :** inelhsr@inel.co.in,

**Web :** [www.indianippon.com](http://www.indianippon.com)

[inelmkt@inel.co.in](mailto:inelmkt@inel.co.in)

IATF 16949:2016  
BUREAU VERITAS  
Certification



### Voting Results of 39<sup>th</sup> Annual General Meeting (AGM) of India Nippon Electricals Limited

S No.	Particulars	Details
1.	Date of the AGM	Wednesday, September 18, 2024
2.	Total number of Shareholders as on Record Date viz., September 11, 2024	21,146
3.	No. of Shareholders present in the meeting in person:	Not Applicable
	Promoters and Promoter group:	
	Public:	
4.	No. of Shareholders who attended the meeting through Video Conferencing:	
	Promoters and Promoter group:	2
	Public:	42

## Resolution (1)

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

No

Description of resolution considered

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2024

Category	Mode of voting	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	E-Voting		15907374	99.9262	15907374	0	100.0000	0.0000	
	Poll	15919122	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	<b>Total</b>		15919122	15907374	99.9262	15907374	0	100.0000	0.0000
Public- Institutions	E-Voting		23808	49.1718	23808	0	100.0000	0.0000	
	Poll	48418	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	<b>Total</b>		48418	23808	49.1718	23808	0	100.0000	0.0000
Public- Non Institutions	E-Voting		320547	4.8174	319747	800	99.7504	0.2496	
	Poll	6653884	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	<b>Total</b>		6653884	320547	4.8174	319747	800	99.7504	0.2496
<b>Total</b>			22621424	16251729	71.8422	16250929	800	99.9951	0.0049
<b>Whether resolution is Pass or Not.</b>							Yes		

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To confirm the Interim Dividend for the year 2023-24				
Category	Mode of voting	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	E-Voting	15919122	15907374	99.9262	15907374	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	15919122	15907374	99.9262	15907374	0	100.0000	0.0000
Public-Institutions	E-Voting	48418	23808	49.1718	23808	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	48418	23808	49.1718	23808	0	100.0000	0.0000
Public- Non Institutions	E-Voting	6653884	320547	4.8174	319747	800	99.7504	0.2496
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	6653884	320547	4.8174	319747	800	99.7504	0.2496
<b>Total</b>		22621424	16251729	71.8422	16250929	800	99.9951	0.0049
<b>Whether resolution is Pass or Not.</b>							Yes	

### Resolution (3)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a Director in place of Mr. T K Balaji (DIN: 00002010), who retires by rotation and being eligible offers himself for re-appointment.				
Category	Mode of voting	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	E-Voting	15919122	15907374	99.9262	15907374	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		15919122	15907374	99.9262	15907374	0	100.0000
Public- Institutions	E-Voting	48418	23808	49.1718	23808	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		48418	23808	49.1718	23808	0	100.0000
Public- Non Institutions	E-Voting	6653884	320547	4.8174	319747	800	99.7504	0.2496
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		6653884	320547	4.8174	319747	800	99.7504
<b>Total</b>		22621424	16251729	71.8422	16250929	800	99.9951	0.0049
<b>Whether resolution is Pass or Not.</b>							Yes	

### Resolution (4)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To ratify the remuneration payable to Mr K Suryanarayanan, the Cost Auditor of the Company for the financial year ending 31st March, 2025.				
Category	Mode of voting	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	E-Voting	15919122	15907374	99.9262	15907374	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	15919122	15907374	99.9262	15907374	0	100.0000	0.0000
Public-Institutions	E-Voting	48418	23808	49.1718	23808	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	48418	23808	49.1718	23808	0	100.0000	0.0000
Public- Non Institutions	E-Voting	6653884	320547	4.8174	319547	1000	99.6880	0.3120
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	6653884	320547	4.8174	319547	1000	99.6880	0.3120
<b>Total</b>		22621424	16251729	71.8422	16250729	1000	99.9938	0.0062
<b>Whether resolution is Pass or Not.</b>							Yes	



**Consolidated Scrutinizer's Report - India Nippon Electricals Limited**

**[Pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]**

To,

**The Chairman of 39<sup>th</sup> Annual General Meeting of the Equity Shareholders of India Nippon Electricals Limited held on Wednesday, 18<sup>th</sup> September 2024 at 10.00 AM IST through Video Conferencing (VC) or Other Audio Visual Means (OAVM).**

Respected Sir,

We, BP & Associates, Company Secretaries, Chennai - 600018, have been appointed as the Scrutinizer by the Board of Directors of India Nippon Electricals Limited ("the Company") at its meeting held on Tuesday, 6<sup>th</sup> August 2024 for the purpose of scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting) during the 39<sup>th</sup> Annual General Meeting ("AGM") of the Equity Shareholders of "India Nippon Electricals Limited" held on Wednesday, 18<sup>th</sup> September 2024 at 10.00 A.M (Indian Standard Time) through Video Conference (VC) / Other Audio Visual Means (OAVM), pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) and the General Circular No. 09/2023 dated September 25, 2023, issued by the Ministry of Corporate Affairs (MCA) and Circular SEBI/HO/CFD/CFD-PoD2/P/CIR/2023/167 dated October 7, 2023 issued by SEBI (hereinafter collectively referred to as "the Circulars"), companies are allowed to hold AGM through VC, in compliance with Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, ("Listing Regulations").

We hereby state that, We are familiar and well versed with the concept of electronic voting system as prescribed under the said Rules.

1. The Management of the Company is responsible to ensure compliance with the requirements of (i) the Companies Act 2013 and the rules made thereunder and (ii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the Annual General Meeting.



2. My responsibility as scrutinizer for the e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronics means (e-voting) is restricted to make scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated below, based on the reports generated from the e-voting system provided by M/s. Central Depository Services India Ltd, (CDSL) the authorized agency engaged by the Company to provide facilities for remote e-voting and e-voting by the Shareholders of the Company.
3. The e-Voting period remained open from 9:00 AM on Sunday, 15<sup>th</sup> September 2024 up to 5:00 PM on Tuesday, 17<sup>th</sup> September 2024. During this period, the shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e., Wednesday, 11<sup>th</sup> September 2024 have cast their vote electronically were entitled to vote on the proposed 4 (Four) resolutions as mentioned in the Notice of the 39<sup>th</sup> Annual General Meeting of "INDIA NIPPON ELECTRICALS LIMITED" (Item Number 1 to 4 of the Notice of the 39<sup>th</sup> AGM of INDIA NIPPON ELECTRICALS LIMITED).
4. As per the information given by the Company the names of the shareholders who had voted by remote e-voting through the facility provided by CDSL had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
5. After closure of e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of Central Depository Services India Ltd. The e-voting data/results downloaded from the e-voting system of CDSL were scrutinized and reviewed, the votes were counted, and the results were prepared.

Thereafter the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were download from the E-Voting website of Central Depository Services (India) Limited.





6. The result of the E- voting is as under:

**Item No – 1**

**Ordinary Resolution -To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2024**

Mode of Voting	Votes in favor of the resolution		Votes in against of the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	Nos.
Remote E-Voting	1,61,71,265	99.50%	800	0.00%	-	1,61,72,065	99.51%
E-Voting	79,664	0.50%	-	0.00%	-	79,664	0.49%
<b>Total</b>	<b>1,62,50,929</b>	<b>100%</b>	<b>800</b>	<b>0.00%</b>	-	<b>1,62,51,729</b>	<b>100.00%</b>

Based on the aforesaid results, we report that this **Ordinary Resolution** has been passed with requisite Majority.

**Item No – 2**

**Ordinary Resolution - To confirm the Interim Dividend for the year 2023-24**

Mode of Voting	Votes in favor of the resolution		Votes in against of the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	Nos.
Remote E-Voting	1,61,71,265	99.50%	800	0.00%	-	1,61,72,065	99.51%
E-Voting	79,664	0.50%	-	0.00%	-	79,664	0.49%
<b>Total</b>	<b>1,62,50,929</b>	<b>100.00%</b>	<b>800</b>	<b>0.00%</b>	-	<b>1,62,51,729</b>	<b>100.00%</b>

Based on the aforesaid results, we report that this **Ordinary Resolution** has been passed with requisite Majority.



**Item No – 3**

**Ordinary Resolution - To appoint a Director in place of Mr. T K Balaji (DIN: 00002010), who retires by rotation and being eligible offers himself for re-appointment.**

Mode of Voting	Votes in favour of the resolution		Votes in against of the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	%
Remote E-Voting	1,61,71,265	99.50%	800	0.00%	-	1,61,72,065	99.51%
E-Voting	79,664	0.50%	-	0.00%	-	79,664	0.49%
<b>Total</b>	<b>1,62,50,929</b>	<b>100%</b>	<b>800</b>	<b>0.00%</b>	<b>-</b>	<b>1,62,51,729</b>	<b>100.00%</b>

Based on the aforesaid results, we report that this **Ordinary Resolution** has been passed with requisite Majority.

**Item No – 4**

**Ordinary Resolution - To ratify the remuneration payable to Mr K Suryanarayanan, the Cost Auditor of the Company for the financial year ending 31st March, 2025.**

Mode of Voting	Votes in favour of the resolution		Votes in against of the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	%
Remote E-Voting	1,61,71,065	99.50%	1,000	0.01%	-	1,61,72,065	99.51
E-Voting	79,664	0.50%	-	0.00%	-	79,664	0.49%
<b>Total</b>	<b>1,62,50,729</b>	<b>100%</b>	<b>1,000</b>	<b>0.01</b>	<b>-</b>	<b>1,62,51,729</b>	<b>100.00</b>

Based on the aforesaid results, we report that this **Ordinary Resolution** has been passed with requisite Majority.



7. All electronic data and relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 39<sup>th</sup> Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

**Thanking you,  
Yours faithfully,**

**BP & Associates  
Company Secretaries  
Peer Review No: P2015TN040200**

PRABHAKAR CHANDRASEKARAN  
Digitally signed by PRABHAKAR CHANDRASEKARAN  
Date: 2024.09.19 18:01:07 +05'30'

**C Prabhakar  
Partner  
C P No: 11033 | M No : F11722  
UDIN: F011722F001258231**

**Place: Chennai  
Date: 19<sup>th</sup> September 2024**

**For India Nippon Electricals Limited**

SEKAR LOGITHA  
Digitally signed by SEKAR LOGITHA  
Date: 2024.09.19 18:46:56 +05'30'

**S Logitha  
Company Secretary  
M No. A29260**

**Place: Chennai  
Date: 19<sup>th</sup> September 2024**