



India Nippon Electricals Ltd

REGD. OFFICE

11 & 13, Patullas Road, Chennai - 600 002

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

CIN : L31901TN1984PLC011021

March 20, 2023

The Manager-Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor, Plot no C 1,
G Block, IFB Centre, Bandra Kurla Complex,
Bandra (East), Mumbai 400051
Scrip: INDNIPPON
NEAPS-online filing

BSE Ltd
Phiroze Jee Jee Towers
Dalal Street,
Mumbai 400001
Scrip: 532240
BSE Listing Centre (online)

Dear Sir/ Madam,

Sub: Outcome of the Postal Ballot (1 of 2022-23) passed by way of Special Resolution.

Ref: Our letter of even date attaching a copy of the eVoting results of the Postal Ballot (1 of 2022-23).

1) Outcome of Postal Ballot (1 of 2022 - 23):

The notice of postal ballot was sent on 16th February 2023 to all the shareholders who have registered their e.mail id with the company/ depository as permitted under various circulars of MCA. The eVoting period was kept open from 17th February 2023 to 18th March 2023. The company released a paper advertisement in all editions of Business Standard and Hindu (Tamil) immediately after dispatching the notice to the shareholders. A copy of the intimation has been kept on the website of the company. By way of a special resolution, the Shareholders have approved both the resolutions as intimated to the Stock exchanges today. The results of the Postal Ballot have been uploaded onto the website of the company as well as on the website of the CDSL.

The following resolutions have been passed by way of a special resolution through Postal Ballot on 18th March 2023 (the last date of evoting):

- Re-Appointment of Mr Anant Jaivant Talaulicar (DIN: 00031051) as an Independent Director.
- Continuing directorship of Mr T K Balaji (DIN: 00002010) as a Non-Executive Director of the company beyond the age of 75 years.

2) Re-Appointment of Mr Anant Jaivant Talaulicar (DIN: 00031051) as an Independent Director

Mr Anant Jaivant Talaulicar was appointed at the meeting of Board of Directors on 6th April 2019 as an additional Independent director and was regularised at the Annual General Meeting held in 2019 as an Independent Director with effect from 6th April 2019 for a term of four years. His term ends by the 5th of April 2023. The Board of Directors at their meeting held on 14th February 2023, passed a resolution on the recommendation of the N & R Committee, to reappoint him for a second term of 5 years from 6th April 2023.

Mr Anant Jaivant Talaulicar will be Non-Executive & Independent Director and he is not related to the Promoters or to the Promoter Group and fulfills the criteria of Independence as required under the provisions of the Companies Act, 2013 and the Rules framed thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") (as amended from time to time) and he is not debarred from holding the office of a Director pursuant to any Order of SEBI or any other such authority.



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By way of a special resolution, the shareholders of the company have approved re-appointing him for another term of 5 years from 6th April 2023 through Postal Ballot (1 of 2022-23). Pursuant to Regulation 36 read with Part A to Schedule III of the SEBI Listing Regulations, the brief particulars of the above Director along with the profile is annexed to this letter.

3) Continuing directorship of Mr T K Balaji (DIN: 00002010) as a Non-Executive Director of the company beyond the age of 75 years

Mr. T K Balaji, the non-executive Chairman of the company will be attaining the age of seventy-five (75) years on 12th July 2023. Pursuant to Regulation 17(1A) of the Listing Regulations, the Members have approved by way of a Special Resolution for continuation of his directorship after 12th July 2023, through Postal ballot (1 of 2022-23).

Pursuant to Regulation 36 read with Part A to Schedule III of the SEBI Listing Regulations, the brief particulars of the above Director along with the profile is annexed to this letter.

Please take the above information on record.

Thanking you

Yours sincerely

For India Nippon Electricals Limited

S Logitha

Company Secretary

Encl.: as above



Annexure to the letter dated 20th March 2023 to the Stock Exchanges:

Name of the Director	Anant Jaivant Talaulicar
DIN	00031051
Date of Birth	11 th July 1961
Date of first appointment	6 th April 2019
Date of last re-appointment	He was appointed in 2019 for a term of four years and hence last reappointment date is not applicable. As the term ends by 5 th April 2023, the Shareholders have approved his re-appointment as an independent director for another term of 5 years from 6 th April 2023 by way of a special resolution through Postal Ballot (1 of 2022-23).
Qualification	B.E. (Mech), M.E., M.B.A.
Relationship with other Directors, Manager and Key Managerial Personnel	He is not related to any director(s)/ KMP of the company
Expertise in specific functional areas	<ul style="list-style-type: none">- Experience of playing leadership roles in reputed Companies, with competencies around strategy development & implementation, sales & marketing, business administration, operations and people management.- Strong knowledge and experience in automotive industry and in managing business operations of a sizeable organization in the business of manufacture and sale of automobiles, automotive electronics and other auto components.- Practical knowledge and experience in accounting and finance to analyze statements, assess financial viability, contribute to financial planning, oversee budgets and funding.- Experience in evaluating performance of senior management and overseeing strategic human capital/succession planning. Experience in industrial relations and organizational change management programmes.- Relevant knowledge of IT governance and systems including privacy, data management and security.- Ability to monitor and advise the Company on risks as applicable to the industry(ies) in which it operates.
Shares held in the Company as on the date of the Notice	Nil



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Number of meetings of the Board attended in 2022-23 (April 2022-January 2023)	4
Directorships held in other companies	The Hi-tech Gears Ltd Endurance Technologies Ltd Everest Industries Ltd KPIT Technologies Ltd Ethan Natural Bio-Fuel Pvt Ltd Jakson Green Pvt Ltd Pinnacle Industries Ltd Jakson Engineers Ltd Jakson Ltd Usha Jaivant Foundation Everest Foundation
Memberships of Committees in other listed companies	Chairman of N&R Committee of Jakson Ltd and Jakson Engineers Ltd Member of N&R Committee of Everest Industries Ltd. Member of the Audit Committee of KPIT Technologies Ltd, Everest Industries Ltd, Jakson Ltd and Jakson Engineers Ltd.
Listed entities from which he has resigned in the past 3 years pursuant to Reg 36 (3) (d) of Listing Regulations	Force Motors Ltd and Birlasoft Ltd
Terms and conditions of appointment	As per the appointment letter



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Name of the Director	T K Balaji
Date of Birth	12 th July 1948
Date of first appointment	28 th July 1986
Date of last re-appointment	21 st Sep 2022
Qualification	B.E., M.B.A. (IIMA),
Relationship with other Directors, Manager and Key Managerial Personnel	He is related to the following director/ KMP of the company: Mr Arvind Balaji, Managing Director Ms Priyamvada Balaji, Director
Expertise in specific functional areas	<ul style="list-style-type: none">- Experience of playing leadership roles in reputed Companies, with competencies around strategy development & implementation, sales & marketing, business administration, operations and people management.- Strong knowledge and experience in automotive industry and in managing business operations of a sizeable organization in the business of manufacture and sale of automobiles, automotive electronics and other auto components.- Practical knowledge and experience in accounting and finance to analyze statements, assess financial viability, contribute to financial planning, oversee budgets and funding.- Experience in evaluating performance of senior management and overseeing strategic human capital/ succession planning. Experience in industrial relations and organizational change management programmes.- Relevant knowledge of IT governance and systems including privacy, data management and security.- Ability to monitor and advise the Company on risks as applicable to the industry(ies) in which it operates.



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	- Ability to understand, interpret and advise on regulations as applicable to the Company.
Shares held in the Company as on the date of the Notice	1694 equity shares
Number of meetings of the Board attended in 2022-23 (April 2022-January 2023)	4
Directorships held in other companies	Delphi TVS Technologies Ltd, Lucas Indian Service Ltd, Lucas TVS Ltd, TVS Automotive Systems Ltd, SB TVS Industrial Ventures Pvt Ltd TV Sundram Iyengar & Sons Pvt Ltd Cheema TVS Industrial Ventures Pvt Ltd TVS Indeon Ltd Harita Trade & Services Pvt Ltd
Memberships of Committees in other companies	Member of CSR Committee of Lucas Indian Service Ltd and Member of N&R Committee of Lucas Indian Service Ltd and Lucas TVS Ltd
Terms and conditions of appointment	As may be decided by the Board in line with the NR Policy Guidelines of the company
Listed entities from which he has resigned in the past 3 years pursuant to Reg 36 (3) (d) of Listing Regulations	Titan Company Ltd, Sundaram Clayton Ltd.