



India Nippon Electricals Ltd

REGD. OFFICE

11 & 13, Patullos Road, Chennai - 600 002

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

CIN : L31901TN1984PLC011021

September 21, 2022

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: on-line filing

BSE Ltd
Phiroze Jee Jee Towers
Dalal Street,
Mumbai 400001
Scrip: 532240

BSE Listing Center: on-line filing

Dear Sir(s)/ Madam,

Sub: Proceedings of the 37th Annual General Meeting of the Company held on 21st September, 2022.

- a) Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations'), we wish to inform you that at the 37th Annual General Meeting (AGM) of the Members of India Nippon Electricals Limited (the Company) held today i.e., September 21, 2022 at 10:00 AM through Video Conference (V.C.)/ Other Audio Visual Means (O.A.V.M.).
- b) The Summary of proceedings of the AGM is enclosed.
- c) The details of the consolidated voting results of both the remote e-voting and the facility extended for e-voting during the AGM on all the resolutions will be forwarded separately, in the format prescribed under Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is for your information and record.

Thanking you

Yours sincerely

For India Nippon Electricals Ltd

R Poornima
Compliance Officer





Summary of the proceedings of the 37th Annual General Meeting

The 37th Annual General Meeting (AGM) of the Members of India Nippon Electricals Limited (the Company) was held on Wednesday the 21st September 2022 at 10:00 AM through Audio Visual Means as per the guidelines issued by the Ministry of Corporate Affairs (MCA) through various Circulars and applicable provisions of the Companies Act, 2013 and SEBI Listing Regulations.

Shri T K Balaji, the Chairman of the company took the Chair and welcomed the shareholders and panellists to the AGM and sought the confirmation on presence of requisite quorum for commencing the proceedings. Ms R Poornima, Compliance Officer also confirmed the presence of requisite quorum to start the proceedings. Thereafter, the Compliance Officer enumerated the panellists which included the Directors, Statutory Auditor, Secretarial Auditor, Cost Auditor, Scrutinizer and representative of the Share Transfer Agent, M/s Cameo Corporate Services Limited. Since the meeting was held completely through online mode, appointment of proxies was not allowed. Chairmen/ Chairpersons of the Audit Committee, Nomination & Remuneration Committee and the Stakeholders Relationship Committee were all present to answer specific queries of the members relating to their respective subject matters. Chairman invited each of the Directors to introduce themselves for the benefit of members present.

The Compliance Officer informed the members that the Auditors' report was free from any qualification and can be taken as read and hence the auditors' report and the notice of the annual general meeting have been taken as read. Thereafter, Chairman invited Shri Arvind Balaji, Managing Director to deliver his speech to the members. After the speech, the Compliance Officer explained briefly about the e-voting procedures and informed the members that the Company, in terms of Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014, as amended, had provided the members the facility to cast their vote electronically from 0900 hrs of September 18, 2022 to 1700 hrs of September 20, 2022. Members who were present at the AGM and had not cast their votes were provided an opportunity to cast their votes electronically during the meeting up to 15 minutes after the conclusion of the meeting.

The Compliance Officer informed the members that eight members had registered as speaker shareholders, out of which 4 shareholders have joined the meeting and invited one by one to share their views or queries. Moderator from Central Depository Services (India) Limited (CDSL) unmuted each member when they were invited to speak. Some of the members had already shared their queries, which were also answered suitably by the management team.



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The Compliance Officer informed the members that M/s BP & Associates (Entity ID:83104) Company Secretaries, Chennai, represented by its Partner, Shri C Prabhakar was appointed as the Scrutinizer to supervise the remote e-voting /e- voting at the AGM will be consolidated and announced within 2 working days to the Stock Exchanges and posted on the website of the company.

Thereafter, the Chairman thanked the members present and declared the meeting as closed. The meeting concluded at 11:12 hrs.

The following items of business, as per the Notice of 37th AGM were subject to voting through electronic means (Remote e-Voting between September 18, 2022 and September 20, 2022 and e-Voting on AGM day):

S no.	Subject matter of Resolution	Type of Resolution
Ordinary Business:		
1.	Adoption of the audited financial statements of the company for the financial year ended 31 st March 2022 together with the reports of Board of Directors and Auditors thereon	Ordinary
2.	Declaration of Dividend for the year 2021-22	Ordinary
3.	Election of Mr T K Balaji as Director liable for retirement by rotation	Ordinary
4.	Re-appointment of Statutory Auditors, M/s Deloitte Haskins & Sells LLP	Ordinary
Special Business:		
5.	Ratification of the remuneration of Mr K Suryanarayanan, the Cost Auditor for the year 2022-23	Ordinary
6.	Appointment of Mr Heramb Ravindra Hajarnavis (DIN:01680435) as an Independent Director	Special
7.	Appointment of Ms Gangapriya Chakraverti (DIN:00378385) as an Independent Director of the Company	Special
8.	To consider and approve re-appointment of Mr Arvind Balaji (DIN:00557711) as Managing Director of the company and revision in terms of remuneration	Special
9.	Material related party transaction(s) between the company and TVS Motor Company Limited, relatives of ultimate holding company	Ordinary
10.	Material related party transaction(s) between the company and Lucas Indian Service Limited, holding company	Ordinary

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