

HONDA

Honda India Power Products Limited

Head Office & Works :
Plot No. 5, Sector-41, (Kasna)
Greater Noida Industrial Development Area,
Distt. Gautam Budh Nagar (U.P.) Pin-201310
Tel. : +91-120-2590 100
Fax : +91-120-2590 350
Website : www.hondaindiapower.com
CIN : L40103DL2004PLC203950
E-mail : ho.mgt@hspp.com

Ref: HIPP/SE/2023-24/44

August 11, 2023

Corporate Relationship Department

BSE Limited

Phiroze Jeejeebhoy Towers,
25th Floor, Dalal Street, Fort,

Mumbai – 400 001

Listing Department

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor,
Plot No. C/1, G- Block,
Bandra Kurla Complex Bandra (E),

Mumbai – 400 051

**Scrp Code: NSE : HONDAPOWER
BSE : 522064**

Sub: Voting Results and Scrutinizer Report of Annual General Meeting ('AGM')

Dear Sir/Ma'am,

The Annual General Meeting ('AGM') of the Company was held on August 10, 2023 and the businesses mentioned in the Notice dated May 12, 2023 were transacted.

Ms. Saryu Munjal, Proprietor, Saryu Munjal & Associates, Practicing Company Secretaries was appointed as the Scrutinizer for conducting the remote E-voting in a fair and transparent manner. The Scrutinizer submitted her consolidated Report on August 10, 2023 and based on the Report of the Scrutinizer, the Resolutions as set out in the Notice as aforesaid have been duly considered at the said AGM.

In this regard, please find enclosed the following:

1. Voting Results of the E-voting as required under Regulation 44(3) of the Listing Regulations.
Annexure – A.
2. Report of the Scrutinizer dated August 10, 2023, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014
Annexure – B.

The Voting Results along with the Scrutinizer's Report is also available on the Company's website at www.hondaindiapower.com.

You are requested to kindly take the above on the record.

Thanking you.

Yours truly,

For **Honda India Power Products Limited**



Sunita Ganjoo

Company Secretary and Compliance Officer

Encl. as above

Honda India Power Products Limited

(Formerly Honda Siel Power Products Limited)

Regd. Office : 409, DLF Tower B, Jasola Commercial Complex, New Delhi - 110025

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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 year ended March 31, 2023, together with the Reports of the Board of Directors and Auditors thereon.				
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	6762000	6762000	100.0000	6762000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6762000	6762000	100.0000	6762000	0	100.0000
Public- Institutions	E-Voting	1643272	1616558	98.3743	1616558	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1643272	1616558	98.3743	1616558	0	100.0000
Public- Non Institutions	E-Voting	1737799	173943	10.0094	173929	14	99.9920	0.0080
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1737799	173943	10.0094	173929	14	99.9920
Total		10143071	8552501	84.3187	8552487	14	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare dividend on equity shares for the Financial Year ended March 31, 2023				
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	6762000	6762000	100.0000	6762000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6762000	6762000	100.0000	6762000	0	100.0000
Public- Institutions	E-Voting	1643272	1632294	99.3319	1632294	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1643272	1632294	99.3319	1632294	0	100.0000
Public- Non Institutions	E-Voting	1737799	173943	10.0094	173929	14	99.9920	0.0080
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1737799	173943	10.0094	173929	14	99.9920
Total		10143071	8568237	84.4738	8568223	14	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		To appoint a Director in place of Mr. Noboru Sube (DIN 09269643), 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	6762000	6762000	100.0000	6762000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6762000	6762000	100.0000	6762000	0	100.0000
Public- Institutions	E-Voting	1643272	1632294	99.3319	1510192	122102	92.5196	7.4804
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1643272	1632294	99.3319	1510192	122102	92.5196
Public- Non Institutions	E-Voting	1737799	173943	10.0094	173927	16	99.9908	0.0092
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1737799	173943	10.0094	173927	16	99.9908
Total		10143071	8568237	84.4738	8446119	122118	98.5748	1.4252
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		Approval and ratification of payment of remuneration to the Cost Auditors.						
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	6762000	6762000	100.0000	6762000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6762000	6762000	100.0000	6762000	0	100.0000
Public- Institutions	E-Voting	1643272	1632294	99.3319	1632294	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1643272	1632294	99.3319	1632294	0	100.0000
Public- Non Institutions	E-Voting	1737799	173943	10.0094	173929	14	99.9920	0.0080
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1737799	173943	10.0094	173929	14	99.9920
Total		10143071	8568237	84.4738	8568223	14	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		Yes						
Description of resolution considered		Approval of Related Party Transaction(s) with Honda Motor Co. Ltd., Japan for the Financial 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	6762000	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6762000	0	0.0000	0	0	0.0000
Public- Institutions	E-Voting	1643272	1632294	99.3319	1632294	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1643272	1632294	99.3319	1632294	0	100.0000
Public- Non Institutions	E-Voting	1737799	173943	10.0094	173929	14	99.9920	0.0080
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1737799	173943	10.0094	173929	14	99.9920
Total		10143071	1806237	17.8076	1806223	14	99.9992	0.0008
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution (6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval of Related Party Transaction(s) with American Honda Motor Co. Inc., America for the Financial 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	6762000	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6762000	0	0.0000	0	0	0.0000
Public- Institutions	E-Voting	1643272	1632294	99.3319	1632294	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1643272	1632294	99.3319	1632294	0	100.0000
Public- Non Institutions	E-Voting	1737799	173943	10.0094	173829	114	99.9345	0.0655
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1737799	173943	10.0094	173829	114	99.9345
Total		10143071	1806237	17.8076	1806123	114	99.9937	0.0063
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		Yes						
Description of resolution considered		Approval of Related Party Transactions with Honda Motor Co. Ltd., Japan for the Financial Year 2024-25.						
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	6762000	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6762000	0	0.0000	0	0	0.0000
Public- Institutions	E-Voting	1643272	1632294	99.3319	1392855	239439	85.3311	14.6689
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1643272	1632294	99.3319	1392855	239439	85.3311
Public- Non Institutions	E-Voting	1737799	173943	10.0094	173829	114	99.9345	0.0655
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1737799	173943	10.0094	173829	114	99.9345
Total		10143071	1806237	17.8076	1566684	239553	86.7375	13.2625
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		Yes						
Description of resolution considered		Approval of Related Party Transactions with American Honda Motor Co. Inc, America, for the Financial Year 2024-25.						
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	6762000	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6762000	0	0.0000	0	0	0.0000
Public- Institutions	E-Voting	1643272	1632294	99.3319	1632294	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1643272	1632294	99.3319	1632294	0	100.0000
Public- Non Institutions	E-Voting	1737799	173943	10.0094	173829	114	99.9345	0.0655
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1737799	173943	10.0094	173829	114	99.9345
Total		10143071	1806237	17.8076	1806123	114	99.9937	0.0063
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		Yes						
Description of resolution considered		Approval of Related Party Transactions with Asian Honda Motor Co. Ltd., Thailand for the Financial Year 2024-25.						
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	6762000	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6762000	0	0.0000	0	0	0.0000
Public- Institutions	E-Voting	1643272	1632294	99.3319	1632294	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1643272	1632294	99.3319	1632294	0	100.0000
Public- Non Institutions	E-Voting	1737799	173943	10.0094	173929	14	99.9920	0.0080
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1737799	173943	10.0094	173929	14	99.9920
Total		10143071	1806237	17.8076	1806223	14	99.9992	0.0008
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



Saryu Munjal, M.Com., CS, LL.B.

SARYU MUNJAL & ASSOCIATES

Company Secretaries

252, Sector-16, Urban Estate, Karnal, Haryana-132001

Email: cs.saryumunjal@gmail.com

Contact Number: 91-9729344171; 91-9650823987

(A Peer Reviewed firm by ICSI)

CONSOLIDATED SCRUTINIZER'S REPORT

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

To

The CMD and President & CEO
Honda India Power Products Limited
409, DLF Tower B,
Jasola Commercial Complex,
New Delhi-110025

CONSOLIDATED SCRUTINIZER'S REPORT	
Name of the Company	Honda India Power Products Limited
CIN	L40103DL2004PLC203950
ISIN	INE634A01018
Nature of Meeting / Event	38 th Annual General Meeting (AGM)
Mode of Meeting	Through Video Conferencing / Other Audio Visual Means ("VC/OAVM")
Electronic Voting Event Number (EVEN)	124386
Schedule	Thursday, August 10, 2023 at 12:00 Noon (IST)

Dear Sir,

I, Saryu Munjal, Company Secretary in Practice (M. No. A34161; C.P. No. 23014), Proprietor of M/s Saryu Munjal & Associates, Company Secretaries, (UIN: S2020HR754900) was appointed as the Scrutinizer by the Board of Directors of **M/s Honda India Power Products Limited** (hereinafter called "the Company"), for its 38th Annual General Meeting ("AGM") held on Thursday, August 10, 2023 at 12:02 PM (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") vide MCA Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, 02/2021 dated January 13, 2021, 19/2021 dated December 08, 2021, 21/2021 dated December 14, 2021, 02/2022 dated May 05, 2022 and Circular No. 11/2022 dated December 28, 2022 (collectively referred to as "MCA Circulars"), for the purpose of scrutinizing the electronic voting ("e-voting") process through remote e-voting and voting through electronic voting system at the AGM, in a fair and transparent manner and ascertaining the requisite majority for the said voting as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time.

The notice dated May 12, 2023, was duly sent to the shareholders on June 30, 2023 with the detailed information regarding resolutions to be passed at the AGM of the Company through electronic mode at the e-mail addresses of the shareholders as registered with the Company/RTA/Depositories in compliance with the MCA Circulars and Securities and Exchange Board of India Circulars.

The Management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions under (i) Companies Act, 2013 and the rules made thereunder including MCA circulars (ii) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 in the matter of remote e-voting and e-voting at the AGM on the resolutions contained in the notice of the AGM.

My responsibility as Scrutinizer for the remote e-voting and e-voting at the AGM is restricted to make a Scrutinizer's Report of the votes cast 'in favour' or 'against' the resolutions. Based on the reports generated from the e-voting system provided by National Securities Depository Limited ("NSDL / Service Provider"), the authorized agency engaged by the Company to provide remote e-voting facility and electronic voting at the AGM, I hereby submit my report as under:

1. M/s Mas Services Limited is the Registrar and Share Transfer Agents ("RTA") of the Company.
2. The Company had issued a public notice by the way of advertisement on July 01, 2023 in "Financial Express" and "Jansatta" newspapers specifying all the relevant details in pursuance to the provisions of Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 and relevant circulars issued by MCA.
3. The Company had hosted the notice of AGM on its website and also intimated the same to BSE Limited and National Stock Exchange of India Limited on June 30, 2023.
4. The Cut-off date for the purpose of identifying Members who were entitled to vote on resolutions was considered as August 03, 2023.
5. In terms of the Rule 20 of Companies (Management and Administration) Rules, 2014 the Remote e-Voting facility remained open for 3 (Three) days which started on Monday, August 07, 2023 at 9:00 AM (IST) and ended on Wednesday, August 09, 2023 at 5:00 PM (IST).
6. After conclusion of the AGM, the Company had also provided e-voting facility for fifteen minutes to enable the shareholders who attended the AGM through VC / OAVM to cast their votes in case the same had not been casted earlier through remote e-voting.
7. The process of e-voting was monitored through the scrutinizer's secured link provided by NSDL through its designated website (<https://evoting.nsdl.com/>). The votes casted through remote e-voting and votes casted at the AGM were unblocked after the expiry of the said fifteen minutes in the presence of two witnesses not in the employment of the Company and were further downloaded from the NSDL website.
8. After scrutiny, the consolidated Results of the remote e-voting along with e-voting held at the AGM pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 in respect to the proposed resolutions are as follows:

ITEM 1: To receive, consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2023, together with the Reports of the Board of Directors and Auditors thereon.

VALID VOTES:

Particulars	Remote e-voting (07-08-2023 to 09-08-2023)			E-voting at the AGM (10-08-2023)			Total e-voting		
	No. of Members casted votes	No. of Votes casted	(%)	No. of Members casted votes	No. of Votes casted	(%)	No. of Members casted votes	No. of Votes casted	(%)
Assented	337	8531386	99.9998	3	21101	100.0000	340	8552487	99.9998
Dissented	13	14	0.0002	0	0	0.0000	13	14	0.0002
Total	350	8531400	100.0000	3	21101	100.0000	353	8552501	100.0000

INVALID VOTES:

Particulars	Remote e-voting (07-08-2023 to 09-08-2023)		E-voting at the AGM (10-08-2023)		Total e-voting	
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes
Invalid	0	0	0	0	0	0
Abstained	0	0	0	0	0	0
Total	0	0	0	0	0	0

Based on the aforesaid result, I report that **Ordinary Resolution** as set out in **Item No. 1** in the notice dated May 12, 2023 is **passed with requisite majority**.

ITEM 2: To declare dividend on equity shares for the Financial Year ended March 31, 2023**VALID VOTES:**

Particulars	Remote e-voting (07-08-2023 to 09-08-2023)			E-voting at the AGM (10-08-2023)			Total e-voting		
	No. of Members casted votes	No. of Votes casted	(%)	No. of Members casted	No. of Votes casted	(%)	No. of Members casted votes	No. of Votes casted	(%)
Assented	339	8547122	99.9998	3	21101	100.0000	342	8568223	99.9998
Dissented	13	14	0.0002	0	0	0.0000	13	14	0.0002
Total	352	8547136	100.0000	3	21101	100.0000	355	8568237	100.0000

INVALID VOTES:

Particulars	Remote e-voting (07-08-2023 to 09-08-2023)		E-voting at the AGM (10-08-2023)		Total e-voting	
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes
Invalid	0	0	0	0	0	0
Abstained	0	0	0	0	0	0
Total	0	0	0	0	0	0

Based on the aforesaid result, I report that **Ordinary Resolution** as set out in **Item No. 2** in the notice dated May 12, 2023 is **passed with requisite majority**.

ITEM 3: To appoint a Director in place of Mr. Noboru Sube (DIN 09269643), who retires by rotation and being eligible, offers himself for re-appointment.**VALID VOTES:**

Particulars	Remote e-voting (07-08-2023 to 09-08-2023)			E-voting at the AGM (10-08-2023)			Total e-voting		
	No. of Members casted votes	No. of Votes casted	(%)	No. of Membe rs casted	No. of Votes casted	(%)	No. of Members casted votes	No. of Votes casted	(%)
Assented	335	8425018	98.5712	3	21101	100.0000	338	8446119	98.5748
Dissented	17	122118	1.4288	0	0	0.0000	17	122118	1.4252
Total	352	8547136	100.0000	3	21101	100.0000	355	8568237	100.0000

INVALID VOTES:

Particulars	Remote e-voting (07-08-2023 to 09-08-2023)		E-voting at the AGM (10-08-2023)		Total e-voting	
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes
Invalid	0	0	0	0	0	0
Abstained	0	0	0	0	0	0
Total	0	0	0	0	0	0

Based on the aforesaid result, I report that **Ordinary Resolution** as set out in **Item No. 3** in the notice dated May 12, 2023 is passed with requisite majority.

ITEM 4: Approval and ratification of payment of remuneration to the Cost Auditors**VALID VOTES:**

Particulars	Remote e-voting (07-08-2023 to 09-08-2023)			E-voting at the AGM (10-08-2023)			Total e-voting		
	No. of Members casted votes	No. of Votes casted	(%)	No. of Members casted	No. of Votes casted	(%)	No. of Members casted votes	No. of Votes casted	(%)
Assented	339	8547122	99.9998	3	21101	100.0000	342	8568223	99.9998
Dissented	13	14	0.0002	0	0	0.0000	13	14	0.0002
Total	352	8547136	100.0000	3	21101	100.0000	355	8568237	100.0000

INVALID VOTES:

Particulars	Remote e-voting (07-08-2023 to 09-08-2023)		E-voting at the AGM (10-08-2023)		Total e-voting	
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes
Invalid	0	0	0	0	0	0
Abstained	0	0	0	0	0	0
Total	0	0	0	0	0	0

Based on the aforesaid result, I report that **Ordinary Resolution** as set out in **Item No. 4** in the notice dated May 12, 2023 is passed with requisite majority.

ITEM 5: Approval of Related Party Transaction(s) with Honda Motor Co. Ltd., Japan for the Financial Year 2023-24,**VALID VOTES:**

Particulars	Remote e-voting (07-08-2023 to 09-08-2023)			E-voting at the AGM (10-08-2023)			Total e-voting		
	No. of Members casted votes	No. of Votes casted	(%)	No. of Members casted	No. of Votes casted	(%)	No. of Members casted votes	No. of Votes casted	(%)
Assented	338	1785122	99.9992	3	21101	100.0000	341	1806223	99.9992
Dissented	13	14	0.0008	0	0	0.0000	13	14	0.0008
Total	351	1785136	100.0000	3	21101	100.0000	355	1806237	100.0000

INVALID VOTES:

Particulars	Remote e-voting (07-08-2023 to 09-08-2023)		E-voting at the AGM (10-08-2023)		Total e-voting	
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes
Invalid	0	0	0	0	0	0
Abstained	0	0	0	0	0	0
Totals	0	0	0	0	0	0

Based on the aforesaid result, I report that **Ordinary Resolution** as set out in **Item No. 5** in the notice dated May 12, 2023 is **passed with requisite majority**.

ITEM 6: Approval of Related Party Transaction(s) with American Honda Motor Co. Inc., America for the Financial Year 2023-24.

VALID VOTES:

Particulars	Remote e-voting (07-08-2023 to 09-08-2023)			E-voting at the AGM (10-08-2023)			Total e-voting		
	No. of Members casted votes	No. of Votes casted	(%)	No. of Members casted	No. of Votes casted	(%)	No. of Members casted votes	No. of Votes casted	(%)
Assented	338	1785122	99.9992	2	21001	99.5261	340	1806123	99.9937
Dissented	13	14	0.0008	1	100	0.4739	14	114	0.0063
Total	351	1785136	100.0000	3	21101	100.0000	354	1806237	100.0000

INVALID VOTES:

Particulars	Remote e-voting (07-08-2023 to 09-08-2023)		E-voting at the AGM (10-08-2023)		Total e-voting	
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes
Invalid	0	0	0	0	0	0
Abstained	0	0	0	0	0	0
Total	0	0	0	0	0	0

Based on the aforesaid result, I report that **Ordinary Resolution** as set out in **Item No. 6** in the notice dated May 12, 2023 is **passed with requisite majority**.

ITEM 7: Approval of Related Party Transactions with Honda Motor Co. Ltd., Japan for the Financial Year 2024-25.

VALID VOTES:

Particulars	Remote e-voting (07-08-2023 to 09-08-2023)			E-voting at the AGM (10-08-2023)			Total e-voting		
	No. of Members casted votes	No. of Votes casted	(%)	No. of Members casted	No. of Votes casted	(%)	No. of Members casted votes	No. of Votes casted	(%)
Assented	309	1545683	86.5863	2	21001	99.5261	311	1566684	86.7375
Dissented	42	239453	13.4137	1	100	0.4739	43	239553	13.2625
Total	351	1785136	100.0000	3	21101	100.0000	354	1806237	100.0000

INVALID VOTES:

Particulars	Remote e-voting (07-08-2023 to 09-08-2023)		E-voting at the AGM (10-08-2023)		Total e-voting	
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes
Invalid	0	0	0	0	0	0
Abstained	0	0	0	0	0	0
Total	0	0	0	0	0	0

Based on the aforesaid result, I report that **Ordinary Resolution** as set out in **Item No. 7** in the notice dated May 12, 2023 is passed with requisite majority.

ITEM 8: Approval of Related Party Transactions with American Honda Motor Co. Inc, America, for the Financial Year 2024-25.

VALID VOTES:

Particulars	Remote e-voting (07-08-2023 to 09-08-2023)			E-voting at the AGM (10-08-2023)			Total e-voting		
	No. of Members casted votes	No. of Votes casted	(%)	No. of Members casted	No. of Votes casted	(%)	No. of Members casted votes	No. of Votes casted	(%)
Assented	338	1785122	99.9992	2	21001	99.5261	340	1806123	99.9937
Dissented	13	14	0.0008	1	100	0.4739	14	114	0.0063
Total	351	1785136	100.0000	3	21101	100.0000	354	1806237	100.0000

INVALID VOTES:

Particulars	Remote e-voting (07-08-2023 to 09-08-2023)		E-voting at the AGM (10-08-2023)		Total e-voting	
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes
Invalid	0	0	0	0	0	0
Abstained	0	0	0	0	0	0
Total	0	0	0	0	0	0

Based on the aforesaid result, I report that **Ordinary Resolution** as set out in **Item No. 8** in the notice dated May 12, 2023 is passed with requisite majority.

ITEM 9: Approval of Related Party Transactions with Asian Honda Motor Co. Ltd., Thailand for the Financial Year 2024-25.

VALID VOTES:

Particulars	Remote e-voting (07-08-2023 to 09-08-2023)			E-voting at the AGM (10-08-2023)			Total e-voting		
	No. of Members casted votes	No. of Votes casted	(%)	No. of Members casted	No. of Votes casted	(%)	No. of Members casted votes	No. of Votes casted	(%)
Assented	338	1785122	99.9992	3	21101	100.0000	341	1806223	99.9992
Dissented	13	14	0.0008	0	0	0.0000	13	14	0.0008
Total	351	1785136	100.0000	3	21101	100.0000	354	1806237	100.0000

INVALID VOTES:

Particulars	Remote e-voting (07-08-2023 to 09-08-2023)		E-voting at the AGM (10-08-2023)		Total e-voting	
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes
Invalid	0	0	0	0	0	0
Abstained	0	0	0	0	0	0
Total	0	0	0	0	0	0

Based on the aforesaid result, I report that **Ordinary Resolution** as set out in **Item No. 9** in the notice dated May 12, 2023 **is passed with requisite majority.**

9. The registers, electronic data and other relevant records relating to remote e-voting and e-voting at the AGM are under my safe custody until the chairman considers, approves and sign the minutes of AGM and the same will be handed over thereafter to the Company Secretary of the Company for safe keeping.

Thanking You,

Yours Sincerely,

**For Saryu Munjal & Associates,
Company Secretaries**

Saryu
Munjal

Digitally signed
by Saryu Munjal
Date: 2023.08.10
16:14:30 +05'30'

**Saryu Munjal
Proprietor**

M. No. A34161; C.P. No.: 23014

UDIN: A034161E000778223

Peer Review No.: 1927/2022

Date: 10-08-2023

Place: Karnal

We, the undersigned witnesseth that the votes casted through remote e-voting and e-voting at the AGM were unblocked from the e-voting website of National Securities Depository Limited in our presence on August 10, 2023 at 12:47 PM.

PRABHA
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GROVER

Digitally signed
by PRABHAT
GROVER
Date: 2023.08.10
16:40:04 +05'30'

Prabhat Grover

Ravindra Bhawan, Opp. Govt. Primary School,
Nagali, Solan, H.P. -173211

Karnal, 10-08-2023

**Countersigned by
For Honda India Power Products Limited**

SHIGEKI
IWAMA

Digitally signed by
SHIGEKI IWAMA
Date: 2023.08.11
14:36:15 +05'30'

**Shigeki Iwama
CMD and President & CEO**

Jitender

Digitally signed by
Jitender
Date: 2023.08.10
16:36:41 +05'30'

Jitender

#829, Sector-16, Urban Estate, Karnal,
Haryana-132001

Karnal, 10-08-2023