

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/2024-25/25

May 23, 2024

Corporate Relationship Department

BSE Limited

Registered Office: Floor 25, P. J. Towers,
Dalal Street,

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

Scrip Code: NSE: HONDAPOWER

BSE: 522064

Sub: Result of Postal Ballot

Dear Sir/ Madam,

This is in continuation to our letter reference HIPP/SE/2024-25/13, dated April 22, 2024, whereby it was informed that the Company is seeking approval of shareholders on resolution through Postal Ballot.

The Company pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013, and the Rules thereof and relevant circulars issued by the MCA in this regard, Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the “LODR Regulations”) and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), provided remote E-voting facility to the members to cast their votes on the following Special Businesses :-

1. Appointment of Mr. Akihiro Sakurai (DIN: 10570035) as a Director.
2. Approval for appointment of Mr. Akihiro Sakurai, (DIN: 10570035) as the Whole Time Director of the Company and the remuneration payable to him.
3. Approval for revision in remuneration payable to Mr. Vinay Mittal (DIN 05242535), Whole Time Director of the Company.

The last date for casting of vote through E-voting was May 22, 2024, 17:00 Hrs. IST. The voting was conducted by means of E-voting only.

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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Ms. Saryu Munjal, Proprietor of M/s Saryu Munjal & Associates, Company Secretaries was appointed as the Scrutinizer for conducting the remote E-voting in a fair and transparent manner. The Scrutinizer has submitted her consolidated Report on May 23, 2024 and based on the Report of the Scrutinizer, the Resolution as set out in the Notice of Postal Ballot as aforesaid has been duly approved by the Shareholders with requisite majority.

As per the Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI), the resolution as set out in the notice of Postal Ballot dated April 22, 2024 has been taken as passed effectively on the last date specified by the Company for conclusion of E-voting i.e. May 22, 2024.

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 Scrutiniser dated May 23, 2024, 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 information on record and inform your constituents accordingly.

Thanking you.

Yours sincerely,
For **Honda India Power Products Limited**



Sunita Ganjoo
Company Secretary and Compliance Officer

Encl: Voting Results and Scrutinizer's Report

Honda India Power Products Limited
(Formerly Honda Siel Power Products Limited)

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

[Home](#)[Validate](#)**Resolution (1)**

Resolution required: (Ordinary / Special)

Ordinary

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

No

Description of resolution considered

Appointment of Mr. Akihiro Sakurai (DIN: 10570035) as a Director.

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	100.0000	6762000	0	100.0000	0.0000
	Poll	6762000	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	0.0000
Public-Institutions	E-Voting		1672670	90.3916	1671417	1253	99.9251	0.0749
	Poll	1850471	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1850471	1672670	90.3916	1671417	1253	99.9251	0.0749
Public- Non Institutions	E-Voting		5567	0.3637	5148	419	92.4735	7.5265
	Poll	1530600	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1530600	5567	0.3637	5148	419	92.4735	7.5265
Total		10143071	8440237	83.2118	8438565	1672	99.9802	0.0198
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	
Public Insitutions	
Public - Non Insitutions	



Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval for appointment of Mr. Akihiro Sakurai, (DIN: 10570035) as the Whole Time Director of the Company and the remuneration payable to him				
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	100.0000	6762000	0	100.0000	0.0000
	Poll	6762000	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	0.0000
Public-Institutions	E-Voting		1672670	90.3916	1672670	0	100.0000	0.0000
	Poll	1850471	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1850471	1672670	90.3916	1672670	0	100.0000	0.0000
Public- Non Institutions	E-Voting		5567	0.3637	5148	419	92.4735	7.5265
	Poll	1530600	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1530600	5567	0.3637	5148	419	92.4735	7.5265
Total		10143071	8440237	83.2118	8439818	419	99.9950	0.0050
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	
Public Insitutions	
Public - Non Insitutions	



[Home](#)[Validate](#)**Resolution (3)**

Resolution required: (Ordinary / Special)

Special

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

No

Description of resolution considered

Approval for revision in remuneration payable to Mr. Vinay Mittal (DIN 05242535), Whole Time Director of the Company

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	1850471	1671332	90.3193	1671332	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		1850471	1671332	90.3193	1671332	0	100.0000
Public- Non Institutions	E-Voting	1530600	6905	0.4511	6392	513	92.5706	7.4294
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1530600	6905	0.4511	6392	513	92.5706
Total		10143071	8440237	83.2118	8439724	513	99.9939	0.0061
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	
Public Insitutions	
Public - Non Insitutions	





Saryu Munjal, M.Com., CS, LLB

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)

SCRUTINIZER REPORT

[Pursuant to Section 108 and 110 of the Companies Act, 2013 read with the Rule 20 and 22 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

SCRUTINIZER'S REPORT		
Name of the Company	Honda India Power Products Limited	
CIN	L40103DL2004PLC203950	
ISIN	INE634A01018	
Nature of Meeting / Event	Postal Ballot	
Mode of Voting	Electronic Voting (E-Voting) only	
Electronic Voting Event Number (EVEN)	128398	
Schedule	Commencement Day, Date & Time	End Day, Date & Time
	Tuesday, April 23, 2024 at 9:00 AM (IST)	Wednesday, May 22, 2024 at 5:00 PM (IST)

Dear Sir,

I, Saryu Munjal, Proprietor of Saryu Munjal & Associates, Company Secretaries, having its registered Office at 252, Sector-16, Urban Estate, Karnal, Haryana-132001 have been appointed as the scrutinizer by the Board of Directors of **M/s Honda India Power Products Limited** (hereinafter called "the Company") at its meeting held on Wednesday, April 10, 2024 to scrutinize the Postal Ballot and electronic voting (e-voting) process of the Company, pursuant to Sections 108 and 110, and other applicable provisions of the Companies Act, 2013, as amended ("the Act"), read together with the Companies (Management and Administration) Rules, 2014, as amended ("the Management Rules"), General Circular Nos. 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023, issued by Ministry of Corporate Affairs (MCA), in a fair and transparent manner with respect to the below mentioned resolutions proposed for approval of members through postal ballot notice dated April 10, 2024:

1. Appointment of Mr. Akihiro Sakurai, (DIN: 10570035) as a Director
2. Approval for appointment of Mr. Akihiro Sakurai, (DIN: 10570035) as the Whole Time Director of the Company and the remuneration payable to him
3. Approval for revision in remuneration payable to Mr. Vinay Mittal (DIN 05242535), Whole Time Director of the Company

I HEREBY SUBMIT MY REPORT AS UNDER:

1. The notice of Postal Ballot dated April 10, 2024 along with the statement pursuant to Section 102 of the Companies Act, 2013, setting out the material facts and disclosures as required to be stated under Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, was duly sent to the equity shareholders 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 on April 22, 2024.

2. The Company had sent Postal Ballot Notice electronically to all those Members whose names appeared on the Register of Members/List of Beneficial Owners received from Depositories as on Friday, April 19, 2024 ("Cut-Off Date") i.e. members whose names appeared on the Register of Members/ List of Beneficial Owners as on the Cut-Off Date, Friday, April 19, 2024 were only considered eligible for the purpose of e-voting.
3. In accordance with General Circular Nos. 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 issued by Ministry of Corporate Affairs, (hereinafter collectively referred to as "MCA circulars"), the Company had sent the Postal Ballot Notice in electronic form only and no hard copies of Postal Ballot Notice along with Postal Ballot forms and pre-paid business envelopes were sent to the shareholders. Accordingly, the communication of the assent or dissent of the members took place through e-voting process only.
4. For the members who had not registered their e-mail address in the records of Company/Depository Participant(s), the Postal Ballot Notice was made available on the Company's website (www.hondaindiapower.com) and on the Stock Exchange websites (www.bseindia.com and www.nseindia.com) and website of NSDL (<https://www.evoting.nsdl.com>). The Company had also issued a public notice by way of advertisement on April 23, 2024 in "Financial Express" (English/Delhi Edition) and "Jansatta" (Hindi/Delhi Edition) newspapers pursuant to the provisions of Rule 22(3) of the Companies (Management and Administration) Rules, 2014.
5. The Company had engaged National Securities Depository Limited (NSDL) as the service provider, for extending the facility of e-voting to all the Members of the Company.
6. In accordance with the notice sent to the equity shareholders / updated on the website of the Company (<https://www.hondaindiapower.com>) as well as on the Stock Exchange websites (www.bseindia.com and www.nseindia.com) and the advertisement published, the e-voting started on Tuesday, April 23, 2024 at 9.00 A.M. (IST) and ended on Wednesday, May 22, 2024 at 5:00 P.M (IST).
7. I have monitored the process of e-voting through the scrutinizer's secured link provided by NSDL through its designated website (<https://www.evoting.nsdl.com>). The e-voting was unblocked by me immediately after the end of e-voting period in presence of two witnesses not in the employment of the Company and I have downloaded the E-voting report from the website of NSDL (<https://www.evoting.nsdl.com>) in respect of members, who voted through e-voting.
8. The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) Companies Act, 2013 and the rules made thereunder including MCA circulars; and (ii) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to postal ballot and voting by electronic means.
9. My responsibility as Scrutinizer for e-voting process is restricted to make Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, 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.
10. After my scrutiny, the results of voting through Postal Ballot in respect to the proposed resolutions as set out in notice are as follows:

TYPE OF BUSINESS: SPECIAL BUSINESS

RESOLUTION 1: ORDINARY RESOLUTION

APPOINTMENT OF MR. AKIHIRO SAKURAI, (DIN: 10570035) AS A DIRECTOR									
Manner of Voting	Valid Votes in favour of the Resolution (Assented)			Valid Votes against the Resolution (Dissented)			Total Valid Votes		
	No. of Members casted	No. of Votes /Shares casted	(%)	No. of Members casted	No. of Votes /Shares casted	(%)	No. of Members casted	No. of Votes /Shares casted	(%)
Remote e-voting through Postal Ballot	153	8438565	99.980	12	1672	0.019	165	8440237	100

Manner of Voting	Invalid Votes		Abstained Votes		Total Invalid /Abstained Votes	
	No. of Members whose votes were declared invalid	No. of Votes	No. of Members whose votes were abstained	No. of Votes	No. of whose votes were declared invalid/abstained	No. of Votes
Remote e-voting through Postal Ballot	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 postal ballot notice dated April 10, 2024 is **passed with requisite majority**.

TYPE OF BUSINESS: SPECIAL BUSINESS

RESOLUTION 2: SPECIAL RESOLUTION

APPROVAL FOR APPOINTMENT OF MR. AKIHIRO SAKURAI, (DIN: 10570035) AS THE WHOLE TIME DIRECTOR OF THE COMPANY AND THE REMUNERATION PAYABLE TO HIM									
Manner of Voting	Valid Votes in favour of the Resolution (Assented)			Valid Votes against the Resolution (Dissented)			Total Valid Votes		
	No. of Members casted	No. of Votes /Shares casted	(%)	No. of Members casted	No. of Votes /Shares casted	(%)	No. of Members casted	No. of Votes /Shares casted	(%)
Remote e-voting through Postal Ballot	154	8439818	99.995	11	419	0.005	165	8440237	100

Manner of Voting	Invalid Votes		Abstained Votes		Total Invalid /Abstained Votes	
	No. of Members whose votes were declared invalid	No. of Votes	No. of Members whose votes were abstained	No. of Votes	No. of whose votes were declared invalid/abstained	No. of Votes
Remote e-voting through Postal Ballot	0	0	0	0	0	0

Based on the aforesaid result, I report that **Special Resolution** as set out in **Item No. 2** in the postal ballot notice dated April 10, 2024 is **passed with requisite majority**.

TYPE OF BUSINESS: SPECIAL BUSINESS

RESOLUTION 3: SPECIAL RESOLUTION

APPROVAL FOR REVISION IN REMUNERATION PAYABLE TO MR. VINAY MITTAL (DIN 05242535), WHOLE TIME DIRECTOR OF THE COMPANY									
Manner of Voting	Valid Votes in favour of the Resolution (Assented)			Valid Votes against the Resolution (Dissented)			Total Valid Votes		
	No. of Members casted	No. of Votes /Shares casted	(%)	No. of Members casted	No. of Votes /Shares casted	(%)	No. of Members casted	No. of Votes /Shares casted	(%)
Remote e-voting through Postal Ballot	149	8439724	99.994	16	513	0.006	165	8440237	100

Manner of Voting	Invalid Votes		Abstained Votes		Total Invalid /Abstained Votes	
	No. of Members whose votes were declared invalid	No. of Votes	No. of Members whose votes were abstained	No. of Votes	No. of whose votes were declared invalid/abstained	No. of Votes
Remote e-voting through Postal Ballot	0	0	0	0	0	0

Based on the aforesaid result, I report that **Special Resolution** as set out in **Item No. 3** in the postal ballot notice dated April 10, 2024 is **passed with requisite majority**.

11. The electronic data and other relevant records relating to e-voting are under my safe custody until the chairman considers, approves and sign the minutes 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**

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

Saryu
Munjal

Saryu Munjal

Proprietor

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

UDIN: A034161F000430139

Peer Review No.: 5633/2024

Shigeki Iwama

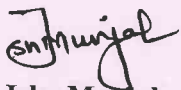
CMD and President & CEO

(DIN 10075458)

Date: 23-05-2024

Place: Karnal


We, the undersigned witnesseth that the votes casted through remote e-voting, under the postal ballot process, were unblocked from the e-voting website of National Securities Depository Limited (NSDL) in our presence on May 23, 2024 at 12:29 PM.



Isha Munjal

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

Karnal, 23-05-2024



Jitender

**#229, Sector-16, Urban Estate, Karnal,
Haryana-132001**

Karnal, 23-05-2024