



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 23, 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: Disclosure of eVoting Results and consolidated Scrutinizer's report.

Ref: Our letter dated 21st September 2022 intimating the outcome/ summary of proceedings of the AGM.

Please find attached the e-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 as submitted by M/s BP & Associates, Company Secretaries, Chennai represented by its Partner Mr C Prabhakar (the Scrutinizer).

The results declared by the Chairman and the report submitted by the Scrutinizer are being uploaded on the Company's website and are being advised to the Depository viz., Central Depository Services (India) Limited, to publish the same on their website.

This is for your information and record.

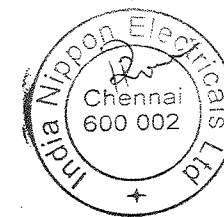
Thanking you

Yours sincerely

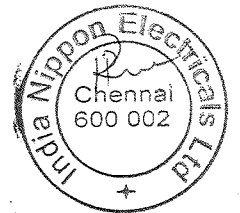
For India Nippon Electricals Ltd

R Poornima
Compliance Officer

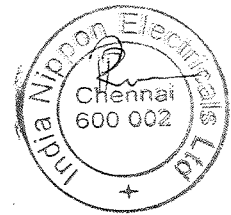
General information about company	
Scrip code	532240
NSE Symbol	INDNIPPON
MSEI Symbol	NOTLISTED
ISIN	INE092B01025
Name of the company	INDIA NIPPON ELECTRICALS LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	21-09-2022
Start time of the meeting	10:00 AM
End time of the meeting	11:12 AM



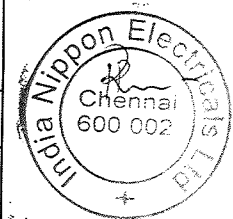
Scrutinizer Details	
Name of the Scrutinizer	C Prabhakar
Firms Name	BP & Associates
Qualification	CS
Membership Number	11722
Date of Board Meeting in which appointed	10-08-2022
Date of Issuance of Report to the company	22-09-2022



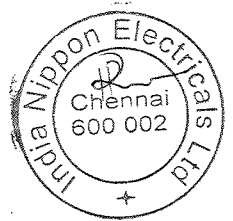
Voting results	
Record date	14-09-2022
Total number of shareholders on record date	19308
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	6
b) Public	35
No. of resolution passed in the meeting	10
Disclosure of notes on voting results	



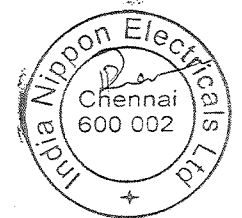
Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of the audited financial statements of the Company for the financial year ended 31st March,2022, together with reports of 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	15922122	15909530	99.9209	15909530	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	15922122	15909530	99.9209	15909530	0	100	0
Public-Institutions	E-Voting	31786	13993	44.0225	13993	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	31786	13993	44.0225	13993	0	100	0
Public- Non Institutions	E-Voting	6667516	381362	5.7197	381354	8	99.9979	0.0021
	Poll		0	0	0	0	0	0



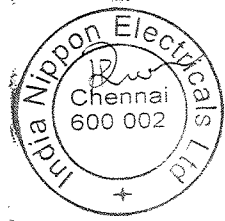
Postal Ballot (if applicable)		0	0	0	0	0	0
Total	6667516	381362	5.7197	381354	8	99.9979	0.0021
Total	22621424	16304885	72.0772	16304877	8	100	0
Whether resolution is Pass or Not.						Yes	
Disclosure of notes on resolution							



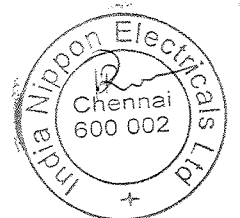
Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



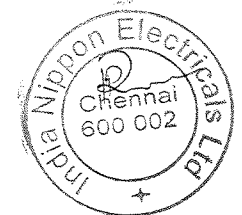
Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Declaration of Dividend for the year 2021-22				
Category	Mode of voting	No. of shares held	No. of 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	15922122	15909530	99.9209	15909530	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		15909530	99.9209	15909530	0	100	0
Public-Institutions	E-Voting	31786	13993	44.0225	13993	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		13993	44.0225	13993	0	100	0
Public- Non Institutions	E-Voting	6667516	381362	5.7197	381354	8	99.9979	0.0021
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0



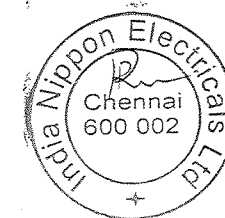
Total	6667516	381362	5.7197	381354	8	99.9979	0.0021
Total	22621424	16304885	72.0772	16304877	8	100	0
Whether resolution is Pass or Not.						Yes	
Disclosure of notes on resolution							



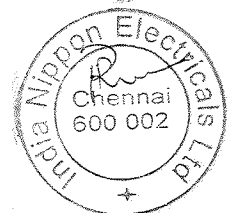
Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



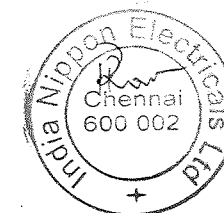
Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Election of Mr T K Balaji as Director liable for retirement by rotation.				
Category	Mode of voting	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	15922122	15909530	99.9209	15909530	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		15922122	15909530	99.9209	15909530	0	100
Public-Institutions	E-Voting	31786	13993	44.0225	0	13993	0	100
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		31786	13993	44.0225	0	13993	0
Public- Non Institutions	E-Voting	6667516	381362	5.7197	381354	8	99.9979	0.0021
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0



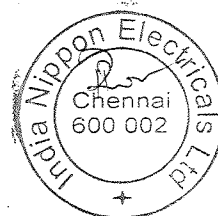
Total	6667516	381362	5.7197	381354	8	99.9979	0.0021
Total	22621424	16304885	72.0772	16290884	14001	99.9141	0.0859
Whether resolution is Pass or Not.						Yes	
Disclosure of notes on resolution							



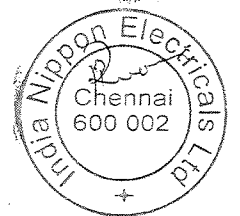
Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



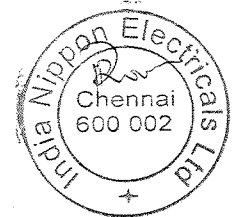
Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-Appointment of statutory Auditors, M/s. Deloitte Haskins & Sells LLP.				
Category	Mode of voting	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	15922122	15909530	99.9209	15909530	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		15922122	15909530	99.9209	15909530	0	100
Public-Institutions	E-Voting	31786	13993	44.0225	13993	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		31786	13993	44.0225	13993	0	100
Public- Non Institutions	E-Voting	6667516	381362	5.7197	381273	89	99.9767	0.0233
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0



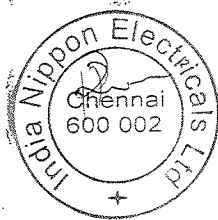
	Total	6667516	381362	5.7197	381273	89	99.9767	0.0233
	Total	22621424	16304885	72.0772	16304796	89	99.9995	0.0005
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



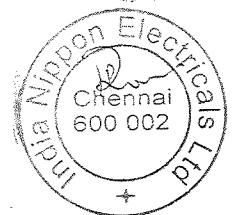
Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



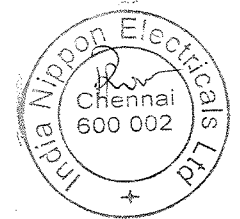
Resolution(5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of the remuneration of Mr K Suryanarayanan, the Cost Auditor for the year 2022-23.				
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	15922122	15909530	99.9209	15909530	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	15922122	15909530	99.9209	15909530	0	100	0
Public-Institutions	E-Voting	31786	13993	44.0225	13993	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	31786	13993	44.0225	13993	0	100	0
Public- Non Institutions	E-Voting	6667516	381362	5.7197	381273	89	99.9767	0.0233
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0



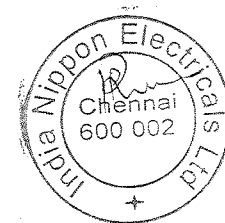
	applicable)							
	Total	6667516	381362	5.7197	381273	89	99.9767	0.0233
	Total	22621424	16304885	72.0772	16304796	89	99.9995	0.0005
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



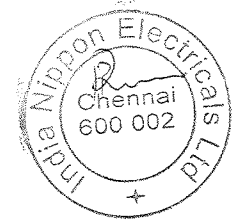
Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



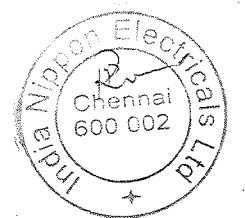
Resolution(6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Heramb Ravindra Hajarnavis (DIN: 01680435) as an Independent Director of the Company				
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	15922122	15909530	99.9209	15909530	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		15922122	15909530	99.9209	15909530	0	100
Public-Institutions	E-Voting	31786	13993	44.0225	13993	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		31786	13993	44.0225	13993	0	100
Public- Non Institutions	E-Voting	6667516	381362	5.7197	381354	8	99.9979	0.0021
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0



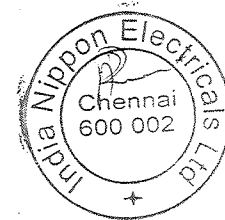
	applicable)							
	Total	6667516	381362	5.7197	381354	8	99.9979	0.0021
	Total	22621424	16304885	72.0772	16304877	8	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



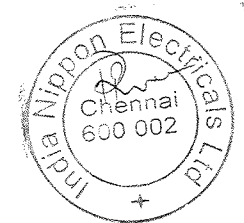
Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



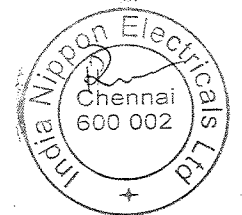
Resolution(7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Ms Gangapriya Chakraverti (DIN:00378385) as an Independent Director of the Company				
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	15922122	15909530	99.9209	15909530	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		15909530	99.9209	15909530	0	100	0
Public-Institutions	E-Voting	31786	13993	44.0225	13993	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		13993	44.0225	13993	0	100	0
Public- Non Institutions	E-Voting	6667516	381362	5.7197	381354	8	99.9979	0.0021
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0



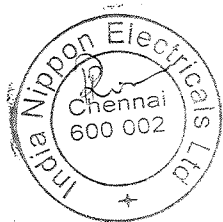
	applicable)							
	Total	6667516	381362	5.7197	381354	8	99.9979	0.0021
	Total	22621424	16304885	72.0772	16304877	8	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



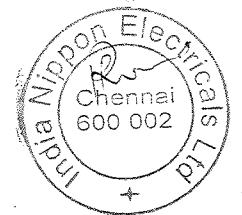
Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



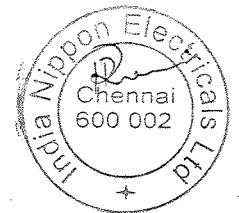
Resolution(8)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To Consider and approve re-appointment of Mr.Arvind Balaji (DIN:00557711) as Managing Director of the Company and revision in terms of remuneration.				
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	15922122	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		15922122	0	0	0	0	0
Public-Institutions	E-Voting	31786	13993	44.0225	0	13993	0	100
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		31786	13993	44.0225	0	13993	0
Public- Non Institutions	E-Voting	6667516	381362	5.7197	381322	40	99.9895	0.0105
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0



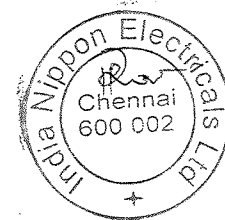
	applicable)							
	Total	6667516	381362	5.7197	381322	40	99.9895	0.0105
	Total	22621424	395355	1.7477	381322	14033	96.4505	3.5495
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



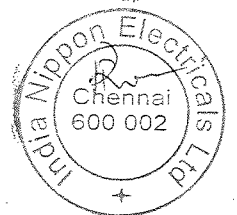
Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



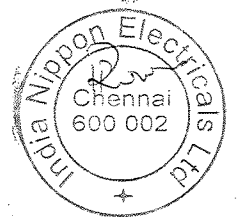
Resolution(9)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Material Related Party Transaction(s) Between the Company and TVS Motor Company Limited				
Category	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	15922122	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		15922122	0	0	0	0	0
Public-Institutions	E-Voting	31786	13993	44.0225	0	13993	0	100
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		31786	13993	44.0225	0	13993	0
Public- Non Institutions	E-Voting	6667516	381362	5.7197	377354	4008	98.949	1.051
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0



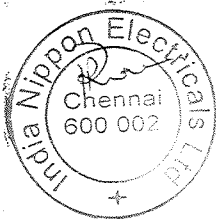
	applicable)							
	Total	6667516	381362	5.7197	377354	4008	98.949	1.051
	Total	22621424	395355	1.7477	377354	18001	95.4469	4.5531
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



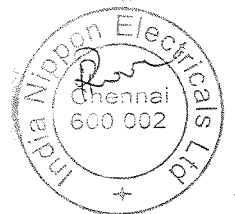
Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



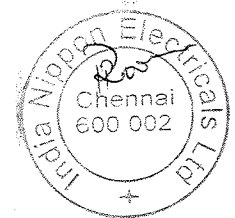
Resolution(10)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Material Related Party Transaction(s) Between the Company and Lucas Indian Service Limited ("LIS"), Holding 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	15922122	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	15922122	0	0	0	0	0	0
Public-Institutions	E-Voting	31786	13993	44.0225	0	13993	0	100
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	31786	13993	44.0225	0	13993	0	100
Public- Non Institutions	E-Voting	6667516	381362	5.7197	381354	8	99.9979	0.0021
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0

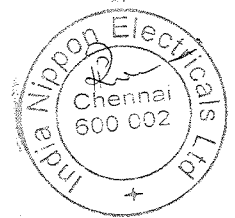


	applicable)							
	Total	6667516	381362	5.7197	381354	8	99.9979	0.0021
	Total	22621424	395355	1.7477	381354	14001	96.4586	3.5414
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



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







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Company Secretaries

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 37th Annual General Meeting of the Equity Shareholders of India Nippon Electricals Limited held on Wednesday, the 21st September, 2022 at 10.00 A.M IST through Video Conferencing (VC) or Other Audio Visual Means (OAVM).

Respected Sir,

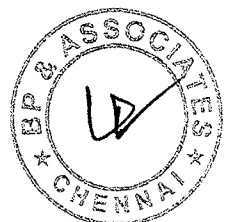
We, BP & Associates, Company Secretaries, Chennai - 18, have been appointed as the Scrutinizer by the Board of Directors of India Nippon Electricals Limited ("the Company") at its meeting held on 10th August, 2022 for the purpose of scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting) during the 37th Annual General Meeting ("AGM") of the Equity Shareholders of "India Nippon Electricals Limited" held on Wednesday, the 21st day of September, 2022 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. 14/2020 dated 08th April, 2020, the General Circular No. 17/2020 dated 13th April, 2020 and 08th December, 2021 and 05th May, 2022, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid-19" and General Circular No. 20/2020 dated 5th May, 2020 and 13th January, 2021 in relation to "Clarification on holding of Annual General Meeting (AGM) through Video Conferencing (VC) or Other Audio Visual Means (OAVM)" all issued by the Ministry of Corporate Affairs, Government of India ("MCA Circulars") and SEBI Circular dated May 12, 2020, 15th January, 2021 and 13th May, 2022 in line 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.

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3. The e-Voting period remained open from 9.00 AM on Sunday, the 18th September, 2022 upto 5.00 PM on Tuesday, the 20th September, 2022. 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, 14th September, 2022 have cast their vote electronically were entitled to vote on the proposed 10 (Ten) resolutions as mentioned in the Notice of the 37th Annual General Meeting of "INDIA NIPPON ELECTRICALS LIMITED" (Item Number 1 to 10 of the Notice of the 37th AGM).
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 evoting 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 evoting 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:



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Item No – 1: Ordinary Resolution – Adoption of the audited financial statements of the Company for the financial year ended 31st March,2022, together with reports of Board of Directors and Auditors thereon:

Mode of Voting	Votes in favor of the resolution		Votes against the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	%
Remote e-Voting	16,116,771	98.85 %	8	0.00 %	-	16,116,779	98.85 %
e-Voting at AGM	188,106	1.15 %	-	0.00 %	-	188,106	1.15 %
Total	16,304,877	100.00 %	8	0.00 %	-	16,304,885	100.00 %

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

Item No – 2: Ordinary Resolution - Declaration of Dividend for the year 2021-22:

Mode of Voting	Votes in favor of the resolution		Votes against the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	%
Remote e-Voting	16,116,771	98.85 %	8	0.00 %	-	16,116,779	98.85 %
e-Voting at AGM	188,106	1.15 %	-	0.00 %	-	188,106	1.15 %
Total	16,304,877	100.00 %	8	0.00 %	-	16,304,885	100.00 %

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

Item No – 3: Ordinary Resolution - Election of Mr T K Balaji as Director liable for retirement by rotation:

Mode of Voting	Votes in favor of the resolution		Votes against the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	%
Remote e-Voting	16,102,778	98.76 %	14,001	0.09 %	-	16,116,779	98.85 %
e-Voting at AGM	188,106	1.15 %	-	0.00 %	-	188,106	1.15 %
Total	16,290,884	99.91 %	14,001	0.09 %	-	16,304,885	100.00 %

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

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Item No – 4: Ordinary Resolution – Re-Appointment of statutory Auditors, M/s. Deloitte Haskins & Sells LLP:

Mode of Voting	Votes in favor of the resolution		Votes against the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	%
Remote e-Voting	16,116,690	98.85 %	89	0.00 %	-	16,116,779	98.85 %
e-Voting at AGM	188,106	1.15 %	-	0.00 %	-	188,106	1.15 %
Total	16,304,796	100.00 %	89	0.00 %	-	16,304,885	100.00 %

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

Item No – 5: Ordinary Resolution - Ratification of the remuneration of Mr K. Suryanarayanan, the Cost Auditor for the year 2022-23.

Mode of Voting	Votes in favor of the resolution		Votes against the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	%
Remote e-Voting	16,116,690	98.85 %	89	0.00 %	-	16,116,779	98.85 %
e-Voting at AGM	188,106	1.15 %	-	0.00 %	-	188,106	1.15 %
Total	16,304,796	100.00 %	89	0.00 %	-	16,304,885	100.00 %

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

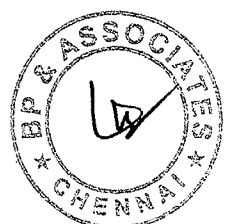
Item No -6: Special Resolution – Appointment of Mr. Heramb Ravindra Hajarnavis (DIN: 01680435) as an Independent Director of the Company:

Mode of Voting	Votes in favor of the resolution		Votes against the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	%
Remote e-Voting	16,116,771	98.85 %	8	0.00 %	-	16,116,779	98.85 %
e-Voting at AGM	188,106	1.15 %	-	0.00 %	-	188,106	1.15 %
Total	16,304,877	100.00 %	8	0.00 %	-	16,304,885	100.00 %

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

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Item No – 7: Special Resolution – Appointment of Ms Gangapriya Chakraverti (DIN:00378385) as an Independent Director of the Company:

Mode of Voting	Votes in favor of the resolution		Votes against the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	%
Remote e-Voting	16,116,771	98.85 %	8	0.00 %	-	16,116,779	98.85 %
e-Voting at AGM	188,106	1.15 %	-	0.00 %	-	188,106	1.15 %
Total	16,304,877	100.00 %	8	0.00 %	-	16,304,885	100.00 %

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

Item No – 8: Special Resolution - To Consider and approve re-appointment of Mr.Arvind Balaji (DIN:00557711) as Managing Director of the Company and revision in terms of remuneration:

Mode of Voting	Votes in favor of the resolution		Votes against the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	%
Remote e-Voting	195,372	49.42 %	14,033	3.55 %	15,907,374	209,405	52.97 %
e-Voting at AGM	185,950	47.03 %	-	0.00 %	2,156	185,950	47.03 %
Total	381,322	96.45 %	14,033	3.55 %	15,909,530	395,355	100.00 %

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

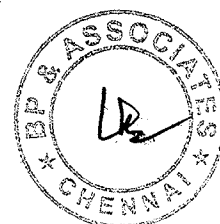
Item No – 9: Ordinary Resolution - Material Related Party Transaction(s) Between the Company and TVS Motor Company Limited:

Mode of Voting	Votes in favor of the resolution		Votes against the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	%
Remote e-Voting	191,404	48.41 %	18,001	4.55 %	15,907,374	209,405	52.97 %
e-Voting at AGM	185,950	47.03 %	-	0.00 %	2,156	185,950	47.03 %
Total	377,354	95.45 %	18,001	4.55 %	15,909,530	395,355	100.00 %

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

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Item No – 10: Ordinary Resolution - Material Related Party Transaction(s) Between the Company and Lucas Indian Service Limited ("LIS"), Holding Company:

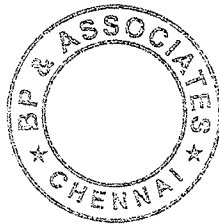
Mode of Voting	Votes in favor of the resolution		Votes against the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	Nos.
Remote e-Voting	195,404	49.42 %	14,001	3.54 %	15,907,374	209,405	52.97 %
e-Voting at AGM	185,950	47.03 %	-	0.00 %	2,156	185,950	47.03 %
Total	381,354	96.46 %	14,001	3.54 %	15,909,530	395,355	100.00 %

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 37th 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

C Prabhakar
Partner
C P No: 11033 | M No: F11722
UDIN: F011722D001019872
Place: Chennai
Date: 22nd September, 2022



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