



India Nippon Electricals Ltd

REGD. OFFICE

11 & 13, Patullas Road, Chennai – 600 002

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

CIN : L31901TN1984PLC011021

March 21, 2023

**The Manager-Listing Department
National Stock Exchange of India Ltd**
Exchange Plaza, 5th Floor, Plot no C 1,
G Block, IFB Centre, Bandra Kurla Complex,
Bandra (East), Mumbai 400051
Scrip: INDNIPPON.
NEAPS: 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 Scrutinizer's Report and e-Voting Results of Postal Ballot pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Ref: Our letter dated 16th February 2023 regarding the Postal Ballot Notice (1 of 2022-23) and the Newspaper advertisement published thereof.

Please find attached the e-Voting results of the Postal Ballot (1 of 2022-23) passed by way of a special resolution pursuant to Section 110 of the Companies Act, 2013 (in terms of the Notice of the Postal Ballot dated 14th February 2023) along with the Scrutinizer's Report as submitted by M/s B Chandra & Associates, Company Secretaries in Practice, Chennai represented by its Partner Mrs B Chandra (the Scrutinizer). The result of the Postal Ballot filed with both stock exchanges in compliance with Regulation 44 (3) of SEBI (LODR) Regulations, 2015 in xbrl mode.

The Scrutinizer's report along with the e-Voting results of the Postal Ballot 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

SEKAR
LOGITHA
S Logitha

Company Secretary

Digitally signed by SEKAR
LOGITHA
Date: 2023.03.21 16:09:06
+05'30'

Encl.: As above





20-03-2023

SCRUTINIZER'S REPORT

To

The Chairman,
INDIA NIPPON ELECTRICALS LIMITED,
NO. 11 & 13, (OLD NO. 6 & 7) PATULLOS ROAD
CHENNAI TN 600002

Subject: Passing of resolution by means of Postal Ballot through E-voting process in terms of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, framed thereunder with regard to the Special Resolutions under SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (the Regulations)

Dear Sir,

Please refer to your letter dated 15th February 2023 appointing us as the Scrutinizers for the purpose of ascertaining the result of the Postal Ballot process for passing resolutions in respect of item mentioned elsewhere in the report in line with Circular Nos.14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 10/2021 dated 23rd June, 2021, 20/2021 dated 8th December, 2021, 03/2022 dated 5th May, 2022 and 11/2022 dated 28th December, 2022.

As per the information furnished by the Company and after carrying out the scrutiny of the e-voting by the Members of the Company, we hereby submit our report as under:

1.1	The Company had sent the Notice of Postal Ballot along with explanatory statement and guidance for voting electronically by the Members, on February 16, 2023, by e-mail through Central Depository Services (India) Limited (CDSL). The e-mails were sent to Members whose names appeared on the Register of Members/list of beneficial owners provided by the Depositories as on February 10, 2023 and whose E-mail ids were registered with the Company/Depository participants. Members were given the option to vote electronically on the e-voting platform, provided by CDSL.
1.2	The Company had given Public Advertisement, with respect to dispatch of postal ballot, which was published on February 17, 2023 in "Business Standard" (English) & in "Hindu" (Tamil) on the same date. In this Public

B. Chandra & Associates



	Advertisement, Members were informed about the availability of the notice in the Websites of the Company, CDSL and the Stock Exchanges and the facility to write to the Cameo Corporate Services Limited (RTA) to get a copy through E-mail.
1.3	In terms of the Notice, the E-voting commenced on Friday, February 17, 2023, at 9:00 a.m. and ended on Saturday, March 18, 2023 at 5:00 p.m.
1.4	Particulars of all the votes cast electronically have been entered in a register separately maintained for the purpose.
1.5	RTA has confirmed that votes cast by e voting were matched with the Register of Members of the company/ list of beneficiaries.
1.6	All votes cast through e-voting upto 5.00 PM on Saturday, March 18, 2023, the last date and time fixed by the Company for postal ballot through E-voting, were considered for our scrutiny.
1.7	Corporate members who have casted their votes without Board resolutions were invalidated.

2. A summary of the postal ballot forms processed is given below:

S.No	Resolution	Nature of Resolution
1	Re-appointment of Mr. Anant Jaivant Talulicar (DIN 00031051) as an Independent Director	Special
2	Continuing directorship of Mr T K Balaji (DIN: 00002010) as a Non-executive Director beyond the age of 75 years	Speial

A summary of the voting by e-voting for all the resolutions are given below:

S. No	Count of Valid Votes cast for	Sum of votes cast for	Count of votes cast against	Sum of votes cast against	Total valid votes	Assent % of valid votes	Dissent % of valid votes	No & Sum of Votes Invalidated
1	65	15964919	2	9	15964928	99.9999	Negligible	-
2	60	15949157	6	15761	15964918	99.9013	0.0987	-

Since the number of votes cast in favour were more than three times the number of votes cast against in respect of the resolutions 1 & 2, we hereby report that the resolutions were duly passed with requisite majority as Special Resolutions.

B. Chandra & Associates




- 3 You may accordingly declare the result of the voting by Postal Ballot as having been passed with requisite majority which shall be deemed to have been passed on 18th March 2023.
- 4 The e-voting data and all other connected records relating to the aforesaid postal ballot/e-voting process received are under our safe custody and the same, for preserving safely, will be handed over to the Company after the Chairman signs the Minutes.

Thanking you,

Yours faithfully,



B Chandra

Partner

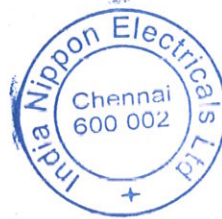
B CHANDRA AND ASSOCIATES

Company Secretaries in Practice

CP No. 7859

UDIN A020879D003292433

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	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	18-03-2023
Start time of the meeting	
End time of the meeting	



S. S. S.

Scrutinizer Details	
Name of the Scrutinizer	B Chandra
Firms Name	B Chandra & Associates
Qualification	CS
Membership Number	20879
Date of Board Meeting in which appointed	14-02-2023
Date of Issuance of Report to the company	20-03-2023

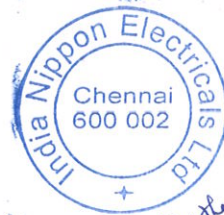


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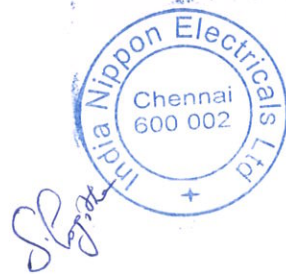
Voting results	
Record date	10-02-2023
Total number of shareholders on record date	18906
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	



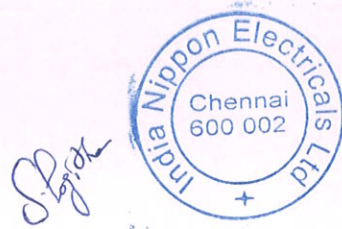
Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr Anant Jaivant Talaulicar (DIN: 00031051) as an Independent Director				
Category	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	15922122	15922114	99.9999	15922114	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	15922122	15922114	99.9999	15922114	0	100	0
Public-Institutions	E-Voting	22236	13993	62.9295	13993	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	22236	13993	62.9295	13993	0	100	0
Public- Non Institutions	E-Voting	6677066	28821	0.4316	28812	9	99.9688	0.0312
	Poll							



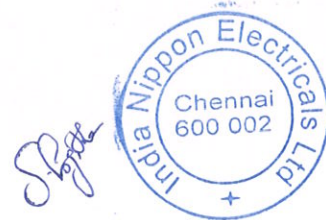
	Postal Ballot (if applicable)						
	Total	6677066	28821	0.4316	28812	9	99.9688
	Total	22621424	15964928	70.5744	15964919	9	99.9999
				Whether resolution is Pass or Not.		Yes	
				Disclosure of notes on resolution			



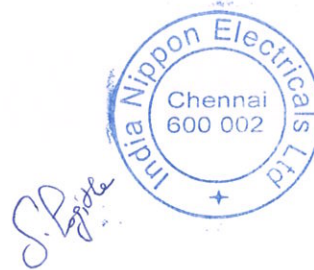
Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Continuing Directorship of Mr T K Balaji (DIN 00002010) as a Non Executive Director beyond the age of 75 years				
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	15922114	99.9999	15922114	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		15922122	15922114	99.9999	15922114	0	100
Public- Institutions	E-Voting	22236	13993	62.9295	0	13993	0	100
	Poll							
	Postal Ballot (if applicable)							
	Total		22236	13993	62.9295	0	13993	0
Public- Non Institutions	E-Voting	6677066	28811	0.4315	27043	1768	93.8635	6.1365
	Poll							



	Postal Ballot (if applicable)						
	Total	6677066	28811	0.4315	27043	1768	93.8635
	Total	22621424	15964918	70.5743	15949157	15761	99.9013
				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	

S. P. S. Pillai

