

# HONDA

## Honda Siel Power Products Ltd.

Head Office & Works :  
Plot No. 5, Sector-41, (Kasna)  
Greater Noida Industrial Development Area,  
Distt. Gautam Budh Nagar (U.P.) Pin-201310  
Tel. : +91-120-234 1050-59  
Fax : +91-120-234 1078-79  
Website : www.hondasielpower.com  
CIN : L40103DL2004PLC203950  
E-mail : ho.mgt@hspp.com

August 14, 2018

### Corporate Relationship Department

BSE Limited  
Phiroze Jeejeebhoy Towers,  
25<sup>th</sup> Floor, Dalal Street, Fort,

**Mumbai – 400 001**

### Listing Department

The National Stock Exchange of India Ltd.  
Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No. C/1, G- Block,  
Bandra Kurla Complex Bandra (E),

**Mumbai – 400 051**

**Subject: Voting results of 33<sup>rd</sup> Annual General Meeting ('AGM').**

Dear Sir,

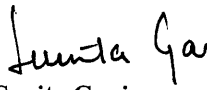
In continuation to our letter dated July 11, 2018, 33<sup>rd</sup> Annual General Meeting ('AGM') of the Company was held on August 13, 2018 and the businesses mentioned in the Notice dated May 24, 2018 were transacted.

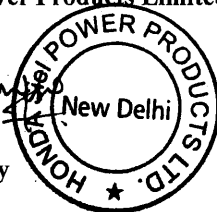
In this regard and pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014, please find enclosed Report of Scrutinizer dated August 14, 2018

We request you to kindly take the aforementioned information on record.

Thanking you.

Yours Truly,  
For Honda Siel Power Products Limited

  
Sunita Ganjoo  
Company Secretary



Encl: as above

**CONSOLIDATED REPORT OF SCRUTINIZER  
FOR VOTING THROUGH REMOTE E-VOTING AND BALLOT PAPERS**

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014)

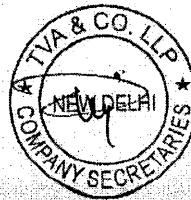
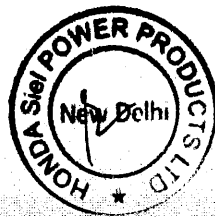
To,

The Chairman  
Honda Siel Power Products Limited  
CIN: L40103DL2004PLC203950  
409, DLF Tower B  
Jasola Commercial Complex  
New Delhi-110025

Dear Sir,

I, Tanuj Vohra, Company Secretary in Practice and Partner at M/s TVA & Co. LLP, Company Secretaries, having its Registered Office at N-145A, Ground Floor, Greater Kailash-1, Delhi-110048, have been appointed as a Scrutinizer by the Board of Directors of Honda Siel Power Products Limited (the Company) for the purpose of scrutinizing the process of remote e-voting pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and voting by means of ballot/poll papers pursuant to section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 at the 33<sup>rd</sup> Annual General Meeting of the shareholders of the Company held on Monday, August 13, 2018 at 11:00 A.M. at Kamani Auditorium, 1, Copernicus Marg, New Delhi - 110001, in a fair and transparent manner in respect to the below mentioned resolutions, submit my report as under:

1. The notice dated May 24, 2018 convening Annual General Meeting of the Company along with the statement under section 102 of the Companies Act, 2013, setting out the material facts and disclosures as required to be stated under Rule 20(4)(iii) and Rule 20(4)(iv) of the Companies (Management and Administration) Rules, 2014, was duly sent to the shareholders in respect to the below mentioned resolutions passed at the said Annual General Meeting held on August 13, 2018.
2. The Company has issued a public notice by way of advertisement on July 11, 2018 in both English and Hindi language in "Business Standard" newspapers pursuant to the provisions of Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014.
3. The Company has availed e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting remote e-voting by the equity shareholders of the Company.



4. In accordance with the notice sent to the equity shareholders of the Company and the advertisement published, e-voting remained open from 9:00 AM on August 10, 2018 to 5:00 PM on August 12, 2018.
5. The equity shareholders of the Company holding shares as on August 06, 2018 "cut off date" were entitled to vote on the resolutions as set out in the notice of the Annual General Meeting of the Company.
6. The equity shareholders details who have casted votes through remote e-voting, were downloaded from the e-voting website of Central Depository Services (India) Limited (CDSL) (<http://www.evotingindia.com>) in order to ensure that such members did not vote again at the Annual General Meeting.
7. The locked ballot box was opened and the votes casted through remote e-voting were unblocked in the presence of two witnesses, Ms. Anuja Singh Parihar and Ms. Shweta Agarwal, who were not in the employment of the Company and who have signed below as witness to the unblocking of the votes.
8. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
9. The Consolidated Results of remote e-voting pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 are as under:

**Resolution-1: Ordinary Resolution**

Adoption of Financial Statements, Reports of the Board of Directors and Auditors thereon for the financial year ended March 31, 2018

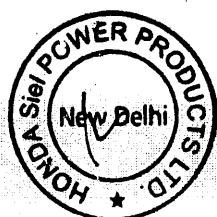
**Valid Votes**

Particulars	Number of Members casted votes			Number of votes casted			
	E-voting	Poll	Total	E-voting	Poll	Total	(%)
Assent	16	21	37	7393914	635	7394549	100.0000
Dissent	0	0	0	0	0	0	0.0000
Total	16	21	37	7393914	635	7394549	100.0000

**Invalid/Abstained votes**

Invalid/Abstained	Total Number of members whose votes were declared invalid/ Abstained	Total number of votes
Invalid	3	334
Abstained	0	0
Total	3	334

Based on the above, the Resolution has been passed with requisite majority



**Resolution-2: Ordinary Resolution**

Declaration of dividend on equity shares

**Valid Votes**

Particulars	Number of Members casted votes			Number of votes casted			%
	E-voting	Poll	Total	E-voting	Poll	Total	
Assent	16	21	37	7393914	635	7394549	100.0000
Dissent	0	0	0	0	0	0	0.0000
<b>Total</b>	<b>16</b>	<b>21</b>	<b>37</b>	<b>7393914</b>	<b>635</b>	<b>7394549</b>	<b>100.0000</b>

**Invalid/Abstained votes**

Invalid/Abstained	Total Number of members whose votes were declared invalid/Abstained	Total number of votes
Invalid	3	334
Abstained	0	0
<b>Total</b>	<b>3</b>	<b>334</b>

Based on the above, the Resolution has been passed with requisite majority

**Resolution-3: Ordinary Resolution**

Approval for re-appointment of Mr. Siddharth Shriram, Director retiring by rotation

**Valid Votes**

Particulars	Number of Members casted votes			Number of votes casted			%
	E-voting	Poll	Total	E-voting	Poll	Total	
Assent	16	21	37	7393914	635	7394549	100.0000
Dissent	0	0	0	0	0	0	0.0000
<b>Total</b>	<b>16</b>	<b>21</b>	<b>37</b>	<b>7393914</b>	<b>635</b>	<b>7394549</b>	<b>100.0000</b>

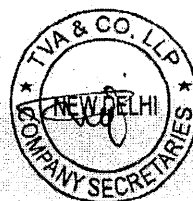
**Invalid/Abstained votes**

Invalid/Abstained	Total Number of members whose votes were declared invalid/ Abstained	Total number of votes
Invalid	3	334
Abstained	0	0
<b>Total</b>	<b>3</b>	<b>334</b>

Based on the above, the Resolution has been passed with requisite majority



3



**Resolution-4: Ordinary Resolution**

Approval for revision in remuneration to Mr. Vinay Mittal, Whole Time Director with effect from 01.04.2018 to 31.03.2019

**Valid Votes**

Particulars	Number of Members casted votes			Number of votes casted			%
	E-voting	Poll	Total	E-voting	Poll	Total	
Assent	15	21	36	7393913	635	7394548	99.9999
Dissent	1	0	1	1	0	1	0.0001
Total	16	21	37	7393914	635	7394549	100.0000

**Invalid/Abstained votes**

Invalid/Abstained	Total Number of members whose votes were declared invalid/ Abstained	Total number of votes
Invalid	3	334
Abstained	0	0
Total	3	334

Based on the above, the Resolution has been passed with requisite majority

**Resolution-5: Ordinary Resolution**

Approval and ratification of remuneration of the Cost Auditors

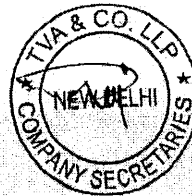
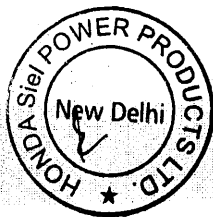
**Valid Votes**

Particulars	Number of Members casted votes			Number of votes casted			%
	E-voting	Poll	Total	E-voting	Poll	Total	
Assent	15	21	36	7393814	635	7394449	99.9986
Dissent	1	0	1	100	0	100	0.0014
Total	16	21	37	7393914	635	7394549	100

**Invalid/ Abstained votes**

Invalid/Abstained	Total Number of members whose votes were declared invalid/Abstained	Total number of votes
Invalid	3	334
Abstained	0	0
Total	3	334

Based on the above, the Resolution has been passed with requisite majority



**Resolution-6: Ordinary Resolution**

Approval for increase in sitting fees to Non-Executive Directors

**Valid Votes**

Particulars	Number of Members casted votes			Number of votes casted			%
	E-voting	Poll	Total	E-voting	Poll	Total	
Assent	15	21	36	7393913	635	7394548	99.9999
Dissent	1	0	1	1	0	1	0.0001
Total	16	21	37	7393914	635	7394549	100.0000

**Invalid/ Abstained votes**

Invalid/Abstained	Total Number of members whose votes were declared invalid/Abstained	Total number of votes
Invalid	3	334
Abstained	0	0
Total	3	334

Based on the above, the Resolution has been passed with requisite majority

**Resolution-7: Ordinary Resolution**

Approval for material related party transactions entered/to be entered from April 01, 2017 to March 31, 2020

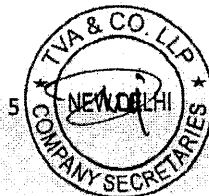
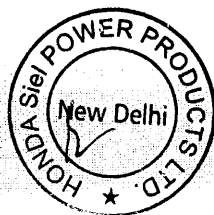
**Valid Votes**

Particulars	Number of Members casted votes			Number of votes casted			%
	E-voting	Poll	Total	E-voting	Poll	Total	
Assent	13	21	34	631813	635	632448	99.9840
Dissent	2	0	2	101	0	101	0.0160
Total	15	21	36	631914	635	632549	100.0000

**Invalid/ Abstained votes**

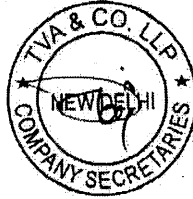
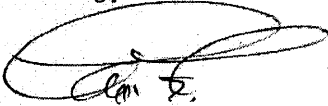
Invalid/Abstained	Total Number of members whose votes were declared invalid/Abstained	Total number of votes
Invalid	3	334
Abstained	1	6762000
Total	4	6762334

Based on the above, the Resolution has been passed with requisite majority



- 10 Registers, Ballot papers and all other relevant records relating to remote e-voting and voting through ballot papers shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the 33<sup>rd</sup> Annual General Meeting and the same shall be handed over thereafter to the Company Secretary of the Company for safe keeping.


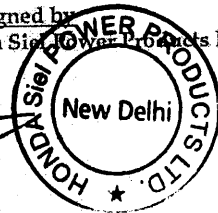
Thanking you



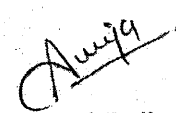
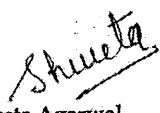
Scrutinizer  
Tanuj Vohra  
Partner  
TVA & Co. LLP  
Company Secretaries  
M. No.: F5621, CP No. 5253

Delhi, August 14, 2018

Countersigned by  
For Honda Signal Power Products Limited

  
Chairman  


We, the undersigned witnesseth that the votes casted through remote e-voting were unblocked from the e-voting website of Central Depository Services (India) Limited (CDSL) in our presence at 11:30 A.M. on August 13, 2018.

  
Anuja Singh Parihar  
T-52, Samman Bazar  
Bhogal, New Delhi-110014  
Shweta Agarwal  
160, Madhowari  
Bareilly, Uttar Pradesh-243001

Delhi, August 14, 2018

Delhi, August 14, 2018