

		YUKEN INDIA LIMITED An ISO 9001:2015 Company Manufacturers of Oil Hydraulic Equipment IN COLLABORATION WITH YUKEN KOGYO CO. LTD., JAPAN. CIN: L29150KA1976PLC003017			
Regd. Office:	No. 16-C, Doddanekundi Industrial Area, II Phase, Mahadevapura, Bengaluru – 560 048.	Factory:	PB No. 5, Koppathimmanahalli Village, Malur-Hosur Main Road, Malur Taluk, Kolar District – 563 160.		
Phone:	+9197316 10341	Phone :	+91 9845191995		
Our Ref No:	YIL/Sec/2024	E-mail:	hmn_rao@yukenindia.com		
Date:	06/09/2024	Web:	www.yukenindia.com		

To,

**The General Manager,
Listing Compliance & Legal Regulatory,
BSE Limited,
PJ Towers, Dalal Street,
Mumbai-400001.
BSE Scrip Code: 522108**

**The General Manager,
Listing Compliance & Legal Regulatory,
National Stock Exchange of India Limited
Exchange Plaza,
Plot no. C/1, G Block,
Bandra-Kurla Complex,
Bandra (E), Mumbai – 400051
NSE Scrip Code: YUKEN**

Dear Sir/Madam,

Sub: 48th Annual General Meeting – Voting Results and Scrutinizer’s Report under Regulation 44(3) of SEBI (LODR) Regulations, 2015

In accordance with Regulation 44(3) of SEBI (LODR) Regulations, 2015, please find enclosed the voting results pertaining to;

1. Declaration of results of E-voting and Instapoll during the time of Annual General Meeting (“E-voting”).
2. Consolidated Scrutinizer’s Report on remote E-voting and Instapoll and
3. MGT-13.

with respect to the resolutions passed by the members at the Thursday, 05th September, 2024 at 10.30 AM (IST) through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”). All the resolutions were passed with requisite majority.

In compliance with Rule 20 of the Companies (Management & Administration) Rules, 2014 we shall host on the website of the Company and of our RTA, KFin Technologies Limited, the voting results of the 48th Annual General Meeting along with Scrutinizer’s Report.

Kindly acknowledge the receipt.

Thanking you,
Yours faithfully,

For Yuken India Limited

**Suchithra R
Company Secretary and Compliance officer**

		YUKEN INDIA LIMITED An ISO 9001:2015 Company Manufacturers of Oil Hydraulic Equipment IN COLLABORATION WITH YUKEN KOGYO CO. LTD., JAPAN. CIN: L29150KA1976PLC003017			
Regd. Office:	No. 16-C, Doddanekundi Industrial Area, II Phase, Mahadevapura, Bengaluru – 560 048.	Factory:	PB No. 5, Koppathimmanahalli Village, Malur-Hosur Main Road, Malur Taluk, Kolar District – 563 160.		
Phone:	+9197316 10341	Phone :	+91 9845191995		
Our Ref No:	YIL/Sec/2024	E-mail:	hmn_rao@yukenindia.com		
Date:	06/09/2024	Web:	www.yukenindia.com		

To,

**The General Manager,
Listing Compliance & Legal Regulatory,
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Exchange Plaza,
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NSE Scrip Code: YUKEN**

48th ANNUAL GENERAL MEETING HELD ON 5th SEPTEMBER, 2024

DECLARATION OF RESULTS OF E-VOTING AND INSTAPOLL DURING THE TIME OF AGM

As per the provisions of the Companies Act, 2013 and also the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the facility of E-voting to the Shareholders to enable them to cast their vote electronically on the resolutions proposed in the Notice of the 48th Annual General Meeting (AGM) of the Company. The E-voting commenced on Saturday, 31st August, 2024 at 09.00 AM (IST) and ended on Wednesday, 4th September, 2024 at 5:00 PM (IST).

The Board of Directors had appointed Mr. Abhishek Bharadwaj A B, Practicing Company Secretary (Membership No. FCS 8908 & CP No. 13649) as the Scrutinizer for remote E-Voting and Instapoll during the time of AGM. ("E-Voting"). The Scrutinizer carried out the scrutiny of all the electronic votes received up to 5.00 pm on 4th September, 2024 and instapoll received till the conclusion of the 48th Annual General Meeting (AGM) of the Company.

The Scrutinizer has submitted his report on remote E-Voting and report on E-voting along with the consolidated report on 5th September, 2024.

As per the consolidated report of the scrutinizer dated 5th September, 2024, the results of the 48th Annual General Meeting (AGM) of the Company are as follows:

Resolution No.	Description of the resolution	Type of resolution	% Votes in favour	% Votes against
1.	Adoption of Audited Financial Statements for the year ended 31 st March, 2024.	Ordinary	100%	NIL
2.	Declare a dividend on equity shares for the financial year ended 31 st March, 2024.	Ordinary	100%	NIL
3.	Retirement of Mr. Hideharu Nagahisa (DIN: 07913414) Director of the Company and not seeking for re-appointment.	Ordinary	100%	NIL
4.	Ratify the Remuneration of Cost Auditors.	Ordinary	100%	NIL
5.	Approval of Material Related Party Transactions with Yuken Kogyo Company Ltd, Japan.	Ordinary	100%	NIL
6.	Approve the payment of remuneration to Non-Executive Directors.	Ordinary	100%	NIL
7.	Appointment of Mr. Tadanori Okada (DIN: 10727075) as a Director and Chairman (Non-Executive & Non-Independent) of the Company.	Ordinary	100%	NIL

Based on the Consolidated Report of the Scrutinizer, all resolutions as set out in the Notice of 48th Annual General Meeting have been duly approved by the Shareholders with requisite majority.

For Yuken India Limited

C P Rangachar
Managing Director
Date: 6th September, 2024
Place: Bengaluru

A A A & Co. Company Secretaries

PEER REVIEWED FIRM WITH UNIQUE IDENTIFICATION NUMBER: P2014KR037100



September 05th, 2024

To,

The Chairman

Yuken India Limited,

No. 16-C, Doddanekundi Industrial Area, II Phase,

Mahadevapura, Bangalore-560048

Dear Sir,

Sub: Consolidated - Scrutinizer's Report conducted through e-voting pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014 and Poll pursuant to Section 109 of the Companies Act, 2013.

I, Abhishek Bharadwaj A B, Practicing Company Secretary (Certificate of Practice No; 13649), had been appointed as the Scrutinizer by the Board of Directors of M/s. Yuken India Limited pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014 for the purpose of scrutinizing e-voting process during the AGM which was made available to the shareholders from Saturday, 31st August, 2024 at 09:00 A.M. and ended on Wednesday, 04th September, 2024 at 5.00 P.M and scrutinizing the Insta Poll (IPOLL) process in respect of the resolutions proposed at the 48th Annual General Meeting of the Shareholders of the Company held on September 05th, 2024 at 10.30 A.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), submit my report as under.

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means by e-voting and IPOLL at the AGM by the shareholders on the resolutions proposed in the Notice of the 48th Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through e-voting and by IPOLL at the AGM are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman on the resolutions.

**Bengaluru: No. 84, Puttanna Road, Conservancy Lane, Gandhi Bazaar,
Basavanagudi, Bangalore – 560004**

**Mysuru: No. 17, Block 1/A, Madhuvana Layout, Srirampura II Stage,
Mysuru - 570023**



2. The e-voting facility both for e-voting prior to the AGM (e-voting) and voting at the AGM by IPOLL was provided by KFin Technologies Limited ("KFintech") Kfintech.
3. After declaration of voting by the Chairman, the shareholders present at the AGM through VC voted through IPOLL facility provided by KFintech at the AGM.
4. The Equity Shareholders holding shares as on August 29, 2024, "cut-off date", were entitled to vote on the resolutions stated in the Notice of the 48th Annual General Meeting of the Company.
5. As per the information given by the Company the names of the shareholders who had voted by e-voting through the facility provided by KFintech had been blocked and only those members who were present at the AGM through VC and who had not voted on e-voting were allowed to cast their votes through IPOLL system during the AGM.
6. After closure of e-voting on September 04, 2024 at 5.00 PM the votes cast through e-voting were unblocked and After closure of IPOLL at the AGM, the votes cast through IPOLL at the AGM were unblocked and the results were downloaded from the e-voting website of KFin Technologies Limited (<https://evoting.KFintech.com/>) in the presence of two witnesses, who are not in the employment of the company. The e-voting data/results downloaded from the e-voting system of KFintech were scrutinized and reviewed, the votes were counted, and the results were prepared.
7. Based on the data downloaded from KFintech e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:

Total ballots received:

Mode of Voting	Total ballots received	Total Number of Votes
E-voting	53	7716836
IPOLL	03	402
Total	56	7717238



Resolution No. 1: -

Adoption of Audited Financial Statements for the year ended 31st March, 2024:

“**RESOLVED THAT** the Audited Balance sheet as at 31st March, 2024, the Statement of Profit and Loss, notes forming part thereof, the Cash Flow Statement for the year ended on that date and the Consolidated Financial Statements, together with the Reports of the Board of Directors and the Auditor’s thereon as circulated to the Members and presented to the meeting be and the same are hereby approved and adopted.”

Type of Resolution - **Ordinary Resolution**

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voting.	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast
E-voting	53	7587118	100%
IPOLL	3	402	100%
Total	56	7587520	100%

(ii) Voted against the Resolution:

Mode of Voting	Number of Members voting.	Number of Votes Cast Against the Resolution	% of total number of valid votes cast
E-voting	NIL	NIL	NIL
IPOLL	NIL	NIL	NIL
Total	NIL	NIL	NIL



(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting	NIL	NIL
IPOLL	NIL	NIL
Total	NIL	NIL

(iii) Less Votes:

Mode of Voting	Total Number of Less Votes
E-voting	129718
IPOLL	NIL

Remarks: Thus, the Ordinary resolution has been passed with requisite majority.

Resolution No. 2: -

To declare a dividend on equity shares for the financial year ended 31st March, 2024.

Type of Resolution - **Ordinary Resolution**

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voting.	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast
E-voting	53	7587118	100%
IPOLL	03	402	100%
Total	56	7587520	100%

A A A & Co. Company Secretaries

PEER REVIEWED FIRM WITH UNIQUE IDENTIFICATION NUMBER: P2014KR037100)



(ii) Voted against the Resolution:

Mode of Voting	Number of Members voting.	Number of Votes Cast Against the Resolution	% of total number of valid votes cast
E-voting	NIL	NIL	NIL
IPOLL	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting	NIL	NIL
IPOLL	NIL	NIL
Total	NIL	NIL

(iii) Less Votes:

Mode of Voting	Total Number of Less Votes
E-voting	129718
IPOLL	NIL

Remarks: Thus, the Ordinary resolution has been passed with requisite majority.

Resolution No. 3: -

To Approve Retirement of Mr. Hideharu Nagahisa (DIN: 07913414) as Director by Rotation.

“RESOLVED THAT Mr. Hideharu Nagahisa (DIN: 07913414) Director, who retires by rotation, be and is hereby retired as a Director of the Company.

Type of Resolution - **Ordinary Resolution**

**Bengaluru: No. 84, Puttanna Road, Conservancy Lane, Gandhi Bazaar,
Basavanagudi, Bangalore – 560004
Mysuru: No. 17, Block 1/A, Madhuvana Layout, Srirampura II Stage,
Mysuru - 570023**

A A A & Co. Company Secretaries

PEER REVIEWED FIRM WITH UNIQUE IDENTIFICATION NUMBER: P2014KR037100)



(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voting.	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast
E-voting	53	7587118	100%
IPOLL	03	402	100%
Total	56	7587520	100%

(ii) Voted against the Resolution:

Mode of Voting	Number of Members voting.	Number of Votes Cast Against the Resolution	% of total number of valid votes cast
E-voting	NIL	NIL	NIL
IPOLL	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting	NIL	NIL
IPOLL	NIL	NIL
Total	NIL	NIL

(iii) Less Votes:

Mode of Voting	Total Number of Less Votes
E-voting	129718
IPOLL	NIL

Remarks: Thus, the Ordinary resolution has been passed with requisite majority.

Resolution No. 4: -

**Bengaluru: No. 84, Puttanna Road, Conservancy Lane, Gandhi Bazaar,
Basavanagudi, Bangalore – 560004**

**Mysuru: No. 17, Block 1/A, Madhuvana Layout, Srirampura II Stage,
Mysuru - 570023**



To ratify the Remuneration of Cost Auditors:

"RESOLVED THAT pursuant to Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification (s) or re-enactment(s) thereof, for the time being in force), remuneration of Rs.1,00,000 (Rupees One Lakh only) plus applicable taxes and reimbursement of out of pocket expenses, payable to M/s. Adarsh Sharma & Co., practicing Cost Accountants (Firm Registration No. 100880) who are re-appointed as a Cost Auditor of the Company for the year 2024-25 by the Board of Directors of the Company, as recommended by the Audit Committee, be and is hereby ratified."

"RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to the above resolution."

Type of Resolution – **Ordinary Resolution**

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voting.	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast
E-voting	53	7587118	100%
IPOLL	03	402	100%
Total	56	7587520	100%

(ii) Voted against the Resolution:

Mode of Voting	Number of Members voting.	Number of Votes Cast Against the Resolution	% of total number of valid votes cast
E-voting	NIL	NIL	NIL
IPOLL	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid Votes:

A A A & Co. Company Secretaries

PEER REVIEWED FIRM WITH UNIQUE IDENTIFICATION NUMBER: P2014KR037100)



Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting	NIL	NIL
IPOLL	NIL	NIL
Total	NIL	NIL

(iii) Less Votes:

Mode of Voting	Total Number of Less Votes
E-voting	129718
IPOLL	NIL

Remarks: Thus, the Ordinary resolution has been passed with requisite majority.

Resolution No. 5: -

Approval of related party transactions with Yuken Kogyo Company Ltd, Japan:

“RESOLVED THAT pursuant to provisions of the Section 188 of the Companies Act, 2013 and Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or amendments or reenactment(s) thereof, as amended from time to time, consent of the Members be and is hereby accorded in respect of the following related party transaction(s) between the Company and Yuken Kogyo Company Ltd, Japan, which are in the ordinary course of business and on arm’s length basis:”

SL.NO	Name of the Related Party	Nature of relationship	Nature of transaction	Estimated value of the transactions for the FY 2025-26 Rs. in lakhs
1	Yuken Kogyo Company Ltd, Japan	Company having significant	Sales	1,000
			Purchases	5,000
			Brand	170

**Bengaluru: No. 84, Puttanna Road, Conservancy Lane, Gandhi Bazaar,
Basavanagudi, Bangalore – 560004**

**Mysuru: No. 17, Block 1/A, Madhuvana Layout, Srirampura II Stage,
Mysuru - 570023**

A A A & Co. Company Secretaries

PEER REVIEWED FIRM WITH UNIQUE IDENTIFICATION NUMBER: P2014KR037100)



		influence	fees/Royalty	
			Other Services	400
			Total	6,670

“**RESOLVED FURTHER THAT** the Board of Directors of the Company (including any Committee thereof) be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to the above resolution.”

Type of Resolution – **Ordinary Resolution**

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voting.	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast
E-voting	52	1787118	100%
I POLL	03	402	100%
Total	55	1787520	100%

(ii) Voted against the Resolution:

Mode of Voting	Number of Members voting.	Number of Votes Cast Against the Resolution	% of total number of valid votes cast
E-voting	NIL	NIL	NIL
I POLL	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting	NIL	NIL
I POLL	NIL	NIL
Total	NIL	NIL

(iii) Less Votes:

**Bengaluru: No. 84, Puttanna Road, Conservancy Lane, Gandhi Bazaar,
Basavanagudi, Bangalore – 560004**
**Mysuru: No. 17, Block 1/A, Madhuvana Layout, Srirampura II Stage,
Mysuru - 570023**



Mode of Voting	Total Number of Less Votes
E-voting	129718
IPOLL	NIL

Remarks: Thus, the Ordinary resolution has been passed with requisite majority.

Resolution No. 6: -

To approve the payment of remuneration to Non-Executive Directors:

"RESOLVED THAT in supersession of the resolutions previously passed by the shareholders in this regard and pursuant to the provisions of Sections 197, 198 and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the non-executive directors of the Company (i.e., directors other than the Managing Director and/or the Whole-time Directors), remuneration to be paid, in addition to the sitting fee for attending the meetings of the Board of Directors or Committees thereof, as the Board of Directors may from time to time determine, not exceeding in aggregate one percent of the net profits of the Company for each financial year, as computed in the manner laid down in Section 198 of the Companies Act, 2013, or any statutory modification(s) or re-enactment thereof for a further period of 5 (Five) years commencing from 1st April, 2024 to 31st March, 2029."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Type of resolution: **Ordinary Resolution**

(i) Voted in favour of the Resolution:

A A A & Co. Company Secretaries

PEER REVIEWED FIRM WITH UNIQUE IDENTIFICATION NUMBER: P2014KR037100)



Mode of Voting	Number of Members voting.	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast
E-voting	52	7587083	100%
IPOLL	03	402	100%
Total	55	7587485	100%

(ii) Voted against the Resolution:

Mode of Voting	Number of Members voting.	Number of Votes Cast Against the Resolution	% of total number of valid votes cast
E-voting	NIL	NIL	NIL
IPOLL	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting	NIL	NIL
IPOLL	NIL	NIL
Total	NIL	NIL

(iii) Less Votes:

Mode of Voting	Total Number of Less Votes
E-voting	129718
IPOLL	NIL

**Bengaluru: No. 84, Puttanna Road, Conservancy Lane, Gandhi Bazaar,
Basavanagudi, Bangalore – 560004**

**Mysuru: No. 17, Block 1/A, Madhuvana Layout, Srirampura II Stage,
Mysuru - 570023**



Resolution No. 7: -

To appoint Mr. Tadanori Okada (DIN: 10727075) as a Director and Chairman(Non-Executive & Non-Independent) of the Company:

RESOLVED THAT pursuant to the provisions of Sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 for the time being in force (including any statutory modification(s) or re-enactment thereof), Mr. **Tadanori Okada (DIN: 10727075)** who was appointed by the Board of Directors as an Additional Director of the Company in the Board meeting dated 07th August, 2024, and who holds office up to the date of this Annual General Meeting in terms of Section 161 of the Companies Act, 2013 who is eligible for appointment as a Director, be and is hereby appointed as a Director and Chairman(Non-Executive & Non-Independent) of the Company, liable to retire by rotation."

"RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to the above resolution."

Type of resolution: **Ordinary Resolution**

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voting.	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast
E-voting	51	7587025	99.9988%
IPOLL	03	402	100%
Total	54	7587427	99.9994%

(ii) Voted against the Resolution:

Mode of Voting	Number of Members voting.	Number of Votes Cast Against the Resolution	% of total number of valid votes cast
E-voting	1	93	0.0012%

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PEER REVIEWED FIRM WITH UNIQUE IDENTIFICATION NUMBER: P2014KR037100)



IPOLL	NIL	NIL	NIL
Total	1	93	0.0012%

(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting	NIL	NIL
IPOLL	NIL	NIL
Total	NIL	NIL

(iii) Less Votes:

Mode of Voting	Total Number of Less Votes
E-voting	129718
IPOLL	NIL

Remarks: Thus, the Ordinary resolution has been passed with requisite majority.

**Bengaluru: No. 84, Puttanna Road, Conservancy Lane, Gandhi Bazaar,
Basavanagudi, Bangalore – 560004**

**Mysuru: No. 17, Block 1/A, Madhuvana Layout, Srirampura II Stage,
Mysuru - 570023**

A A A & Co.

Company Secretaries

PEER REVIEWED FIRM WITH UNIQUE IDENTIFICATION NUMBER: P2014KR037100)



The register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same will be handed over to the Company Secretary for safe keeping.

I further wish to inform that the Report of Scrutinizer pursuant to Section 109 of the Companies Act, 2013 read with Rule 21(2) of the Companies (Management and Administration) Rules, 2014] with regards to the Poll is being submitted separately in Form No. MGT – 13.

Thanking You,

Yours Faithfully,

For AAA & Co,
Company Secretaries

Abhishek Bharadwaj A B

Partner

FCS No.: 8908

COP No.: 13649

Place: Mysuru

UDIN: F008908F001149707

**Bengaluru: No. 84, Puttanna Road, Conservancy Lane, Gandhi Bazaar,
Basavanagudi, Bangalore – 560004**

**Mysuru: No. 17, Block 1/A, Madhuvana Layout, Srirampura II Stage,
Mysuru - 570023**



FORM No.MGT-13

Report of Scrutinizer

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
Yuken India Limited,
No. 16-C, Doddanekundi Industrial Area II, Phase,
Mahadevapura, Bangalore-560048

**48th Annual General Meeting of the Equity Shareholders of Yuken India Limited
Held on Thursday, 05th September, 2024 through Video Conferencing ("VC") /
Other Audio-Visual Means ("OAVM").**

Dear Sir,

I, Abhishek Bharadwaj A B, Practicing Company Secretary (Certificate of Practice No; 13649), appointed as Scrutinizer by the Board of Directors of **Yuken India Limited** for the purpose of scrutinizing electronic voting facility by way of Insta Poll (IPOLL) during the AGM 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) on the below mentioned resolutions, at the 48th Annual General Meeting of the Equity Shareholders of Yuken India Limited held on 05th September, 2024 through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), hereby submit my report as under:

After declaration of voting by the Chairman, the shareholders present at the AGM through VC voted through IPOLL facility provided by KFin Technologies Limited (Kfintech) at the AGM.



After closure of IPOLL at the AGM, the votes cast through IPOLL at the AGM were unblocked and downloaded from the e-voting website of KFin Technologies Limited (<https://evoting.kfintech.com/>) in the presence of two witnesses, who are not in the employment of the company. The e-voting data/results downloaded from the e-voting system of Kfintech were scrutinized and reviewed, the votes were counted, and the results were prepared.

Based on the data downloaded from Kfintech e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:

The result of the IPOLL is as under:

ORDINARY BUSINESS:

1. Adoption of Audited Financial Statements for the year ended 31st March, 2024:

“RESOLVED THAT the Audited Balance sheet as at 31st March, 2024, the Statement of Profit and Loss, notes forming part thereof, the Cash Flow Statement for the year ended on that date and the Consolidated Financial Statements, together with the Reports of the Board of Directors and the Auditor’s thereon as circulated to the Members and presented to the meeting be and the same are hereby approved and adopted.”

Type of Resolution - **Ordinary Resolution**

(i) Voted in favour of the Resolution:

Number of Shareholders attended the meeting through video conferencing	Number of Votes Cast by them	% of total number of valid votes cast
3	402	100%

A A A & Co. Company Secretaries

(PEER REVIEWED FIRM WITH UNIQUE IDENTIFICATION NUMBER: P2014KR037100)



(ii) Voted against the Resolution:

Number of Shareholders attended the meeting through video conferencing	Number of Votes Cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Number of Shareholders attended the meeting through video conferencing	Total number of Votes Cast by them
NIL	NIL

Remarks: Thus, the Ordinary resolution has been passed with requisite majority.

2. To declare a dividend on equity shares for the financial year ended 31st March, 2024.

Type of Resolution - **Ordinary Resolution**

(i) Voted in favour of the Resolution:

Number of Shareholders attended the meeting through video conferencing	Number of Votes Cast by them	% of total number of valid votes cast
3	402	100%

(ii) Voted against the Resolution:

Number of Shareholders attended the meeting through video conferencing	Number of Votes Cast by them	% of total number of valid votes cast
NIL	NIL	NIL

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(iii) Invalid Votes:

Number of Shareholders attended the meeting through video conferencing	Total number of Votes Cast by them
NIL	NIL

Remarks: Thus, the Ordinary resolution has been passed with requisite majority.

3. To approve Retirement of Mr. Hideharu Nagahisa (DIN: 07913414) as Director by Rotation

"RESOLVED THAT Mr. Hideharu Nagahisa (DIN: 07913414) Director, who retires by rotation, be and is hereby retired as a Director of the Company

Type of Resolution - **Ordinary Resolution**

(i) Voted in favour of the Resolution:

Number of Shareholders attended the meeting through video conferencing	Number of Votes Cast by them	% of total number of valid votes cast
3	402	100%

(ii) Voted against the Resolution:

Number of Shareholders attended the meeting through video conferencing	Number of Votes Cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

**Bengaluru: No. 84, Puttanna Road, Conservancy Lane, Gandhi Bazaar,
Basavanagudi, Bangalore – 560004**
**Mysuru: No. 17, Block 1/A, Madhuvana Layout, Srirampura II Stage,
Mysuru - 570023**



Number of Shareholders attended the meeting through video conferencing	Total number of Votes Cast by them
NIL	NIL

Remarks: Thus, the Ordinary resolution has been passed with requisite majority.

SPECIAL BUSINESS:

4. To ratify the remuneration of Cost Auditors:

"RESOLVED THAT pursuant to Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification (s) or re-enactment(s) thereof, for the time being in force), remuneration of Rs.1,00,000 (Rupees One Lakh only) plus applicable taxes and reimbursement of out of pocket expenses, payable to M/s. Adarsh Sharma & Co., practicing Cost Accountants (Firm Registration No. 100880) who are re-appointed as a Cost Auditor of the Company for the year 2024-25 by the Board of Directors of the Company, as recommended by the Audit Committee, be and is hereby ratified."

"RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to the above resolution.

Type of resolution: **Ordinary Resolution**

(i) Voted in favour of the Resolution:

Number of Shareholders attended the meeting through video conferencing	Number of Votes Cast by them	% of total number of valid votes cast
3	402	100%

(ii) Voted against the Resolution:

**Bengaluru: No. 84, Puttanna Road, Conservancy Lane, Gandhi Bazaar,
Basavanagudi, Bangalore – 560004**
**Mysuru: No. 17, Block 1/A, Madhuvana Layout, Srirampura II Stage,
Mysuru - 570023**

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Number of Shareholders attended the meeting through video conferencing	Number of Votes Cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Number of Shareholders attended the meeting through video conferencing	Total number of Votes Cast by them
NIL	NIL

Remarks: Thus, the Ordinary resolution has been passed with requisite majority.

5. Approval of related party transactions with Yuken Kogyo Company Ltd, Japan:

“RESOLVED THAT pursuant to provisions of the Section 188 of the Companies Act, 2013 and Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or amendments or reenactment(s) thereof, as amended from time to time, consent of the Members be and is hereby accorded in respect of the following related party transaction(s) between the Company and Yuken Kogyo Company Ltd, Japan, which are in the ordinary course of business and on arm’s length basis:”

SL.NO	Name of the Related Party	Nature of relationship	Nature of transaction	Estimated value of the transactions for the FY 2024-25 Rs. in lakhs
1	Yuken Kogyo Company Ltd, Japan	Company having significant influence	Sales	1,000
			Purchases	5,000
			Brand fees/Royalty	170
			Other Services	400
			Total	6,670

“RESOLVED FURTHER THAT the Board of Directors of the Company (including any
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Mysuru: No. 17, Block 1/A, Madhuvana Layout, Srirampura II Stage,
Mysuru - 570023**

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Committee thereof) be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to the above resolution.”

Type of resolution: **Ordinary Resolution**

(i) Voted in favour of the Resolution:

Number of Shareholders attended the meeting through video conferencing	Number of Votes Cast by them	% of total number of valid votes cast
3	402	100%

(ii) Voted against the Resolution:

Number of Shareholders attended the meeting through video conferencing	Number of Votes Cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Number of Shareholders attended the meeting through video conferencing	Total number of Votes Cast by them
NIL	NIL

Remarks: Thus, the Ordinary resolution has been passed with requisite majority.

6. To approve the payment of remuneration to Non-Executive Directors:

“**RESOLVED THAT** in supersession of the resolutions previously passed by the shareholders in this regard and pursuant to the provisions of Sections 197, 198 and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the non-executive directors of the Company (i.e., directors other than the Managing Director and/or the Whole-time Directors), remuneration to be paid, in addition to the sitting fee for attending

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Mysuru - 570023**

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the meetings of the Board of Directors or Committees thereof, as the Board of Directors may from time to time determine, not exceeding in aggregate one percent of the net profits of the Company for each financial year, as computed in the manner laid down in Section 198 of the Companies Act, 2013, or any statutory modification(s) or re-enactment thereof for a further period of 5 (Five) years commencing from 1st April, 2024 to 31st March, 2029.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Type of resolution: **Ordinary Resolution**

(i) Voted in favour of the Resolution:

Number of Shareholders attended the meeting through video conferencing	Number of Votes Cast by them	% of total number of valid votes cast
3	402	100%

(ii) Voted against the Resolution:

Number of Shareholders attended the meeting through video conferencing	Number of Votes Cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Number of Shareholders attended the meeting through video conferencing	Total number of Votes Cast by them
NIL	NIL

Remarks: Thus, the Ordinary resolution has been passed with requisite majority.

**Bengaluru: No. 84, Puttanna Road, Conservancy Lane, Gandhi Bazaar,
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**Mysuru: No. 17, Block 1/A, Madhuvana Layout, Srirampura II Stage,
Mysuru - 570023**



7. To appoint Mr. Tadanori Okada (DIN: 10727075) as a Director and Chairman(Non-Executive & Non-Independent) of the Company:

RESOLVED THAT pursuant to the provisions of Sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 for the time being in force (including any statutory modification(s) or re-enactment thereof), **Mr. Tadanori Okada (DIN: 10727075)** who was appointed by the Board of Directors as an Additional Director of the Company in the Board meeting dated 07th August, 2024, and who holds office up to the date of this Annual General Meeting in terms of Section 161 of the Companies Act, 2013 who is eligible for appointment as a Director, be and is hereby appointed as a Director and Chairman(Non-Executive & Non-Independent) of the Company, liable to retire by rotation.”

“**RESOLVED FURTHER THAT** the Board of Directors of the Company (including any Committee thereof) be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to the above resolution.”

Type of resolution: **Ordinary Resolution**

(i) Voted in favour of the Resolution:

Number of Shareholders attended the meeting through video conferencing	Number of Votes Cast by them	% of total number of valid votes cast
3	402	100%

(ii) Voted against the Resolution:

Number of Shareholders attended the meeting through video conferencing	Number of Votes Cast by them	% of total number of valid votes cast
NIL	NIL	NIL

A A A & Co. **Company Secretaries**

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(iii) Invalid Votes:

Number of Shareholders attended the meeting through video conferencing	Total number of Votes Cast by them
NIL	NIL

Remarks: Thus, the Ordinary resolution has been passed with requisite majority.

Thanking you,
Yours faithfully,

For AAA & Co,
Company Secretaries

Abhishek Bharadwaj A B
Partner
FCS No.: 8908
COP No.: 13649

Date: 06th September, 2024
Place: Mysuru
UDIN: F008908E001011360