



IMIL/SE/EGM/VR/0220

February 14, 2020

By online submission

✓ **Bombay Stock Exchange Limited**
Corporate Relationship Department
1st Floor, New Trading Ring,
Rotunda Building, P J Towers,
Dalal Street, Fort,
Mumbai 400 001
Fax [022-22722037, 22722039]
Email [Corp.compliance@bseindia.com]
Stock Code: 517380

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No.C/1, G-Block
Bandra Kurla Complex
Bandra (East)
Mumbai 400 051
Fax [022-26598237/26598238]
Email[cmlist@nse.co.in]
Stock Code: IGARASHI

Dear Sir,

Subject: Submission of Voting Results of the Extraordinary General Meeting – reg

Ref: Reg. 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

With reference to the above subject, we herewith enclose the voting results of the Extraordinary General Meeting of the Members of the Company held on February 14, 2020 at 10.00 a.m and concluded at 10.40 a.m, as per the format prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in **Annexure – 1** along with this letter and Scrutinizer's Report.

Please note that all the two (2) resolutions have been passed with requisite majority as prescribed under applicable Laws and Regulations.

Copy of this letter shall also be hosted on the website of the Company viz. www.igarashimotors.com

Kindly take the above information on your records and acknowledge the receipt of the same.

Thanking You.

Yours Faithfully,
For **IGARASHI MOTORS INDIA LIMITED**

A handwritten signature in blue ink, appearing to read 'Dinakar', is written over a horizontal line.

P. Dinakara Babu
Company Secretary

Encl: 1) Voting Results as per format
2) Scrutinizer's Report

IGARASHI MOTORS INDIA LIMITED

Regd. Off. & Plant 1: Plot B12 to B15, Phase II, MEPZ-SEZ, Tambaram, Chennai - 600 045, India
CIN : L29142TN1992PLC021997 E-mail : igarashi@igarashimotors.co.in
Tel. : +91-44-4229 8199 / 2262 8199 Fax : +91-44-2262 8143

Annexure I

Name of the Company	Igarashi Motors India Limited
Date of the AGM	February 14, 2020
Total No. of Shareholders on record date	21881
No. of Shareholders present in the meeting either in Person or through Proxy:	
Promoters and Promoters Group:	02
Public	500
No. of Shareholders attended the meeting through Video Conference:	
Promoters and Promoters Group:	Not Applicable
Public:	

For Igarashi Motors India Limited


P. DINAKARA BABU
Company Secretary

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Reclassification of Promoters				
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	23606288	23606288	100	23606288	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		23606288	23606288	100	23606288	0	100
Public- Institutions	E-Voting	2634084	2016386	76.5498	2016386	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2634084	2016386	76.5498	2016386	0	100
Public- Non Institutions	E-Voting	5234676	4770	0.0911	4770	0	100	0
	Poll		82	0.0016	79	3	96.3415	3.6585
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5234676	4852	0.0927	4849	3	99.9382
Total		31475048	25627526	81.4217	25627523	3	100	0
Whether resolution is Pass or Not							Yes	
Disclosure of notes on resolution								

For Igarashi Motors India Limited


P. DINAKARA BABU
Company Secretary

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Padmanabhan Mukund as Advisor				
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	23606288	23606288	100	23606288	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		23606288	23606288	100	23606288	0	100
Public- Institutions	E-Voting	2634084	2016386	76.5498	2016386	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2634084	2016386	76.5498	2016386	0	100
Public- Non Institutions	E-Voting	5234676	4770	0.0911	103	4667	2.1593	97.8407
	Poll		82	0.0016	79	3	96.3415	3.6585
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5234676	4852	0.0927	182	4670	3.751
Total		31475048	25627526	81.4217	25622856	4670	99.9818	0.0182
Whether resolution is Pass or Not							Yes	
Disclosure of notes on resolution								

For Igarashi Motors India Limited


P. DINAKARA BABU
Company Secretary



BP & ASSOCIATES
Company Secretaries

// CERTIFIED TRUE COPY //

Consolidated Scrutinizer's Report on Remote E-Voting & Poll conducted at the Extra Ordinary General Meeting of IGARASHI MOTORS INDIA LIMITED held on 14th February, 2020

To,
The Chairman/Company Secretary
IGARASHI MOTORS INDIA LIMITED
PLOT NO.B-12,B-15,PHASE-II,MEPZ,TAMBARAM,CHENNAI-45

Dear Sir,

Sub: Passing of Resolution(s) through electronic voting and Poll pursuant to Section 108 & 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended.

I, C. Prabhakar, Partner of BP & Associates, Company Secretaries, Chennai - 83, have been appointed as a Scrutinizer by the Board of Directors at its meeting held on 14th November, 2019 as the Scrutinizer for the Remote E-voting process as well as to scrutinize the "poll", conducted at the venue of the Extra Ordinary General Meeting held on Friday, 14th February, 2020 at 10.00 am at The Music Academy, Mini Hall, New No. 168 (Old No. 306), T.T.K Road, Chennai- 600 014, pursuant to Section 108 & 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. I hereby state that, I am familiar and well versed with the concept of electronic voting system and poll as prescribed under the said Rules.

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 Extra ordinary General Meeting.

My responsibility as scrutinizer for the e-voting process and for the poll at the EGM is restricted to make Consolidated 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, the authorized agency engaged by the Company to provide facilities for e-voting and votes casted by the Shareholders via Ballot paper at the meeting venue when Poll conducted.

The E-Voting period begun at 10.00 Hrs (IST) on Tuesday, 11th February, 2020 till 17.00 Hrs (IST) on Thursday, 13th February, 2020. 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., Friday, 07th February, 2020 have cast their vote electronically.

At the venue of the Extra Ordinary General Meeting of the company held on Friday, 14th February, 2020, the Chairman suo motu ordered to conduct the "Poll" by the physical Ballot Forms to those Members present in the meeting but could not earlier participate in the Remote E-voting to record their votes.

On 14th February, 2020, after Poll was conducted at the venue of the EGM - the locked ballot boxes were subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company. Thereafter, the Ballot Forms were entered by me in CDSL E-Voting platform and the votes cast through Remote E-Voting facility was duly unblocked by me as a Scrutinizer in the presence of Ms. Ezhil Govindarajan and Ms. S M Yashika who acted as the witnesses:

Name: Ms. Ezhil Govindarajan

Name: Ms. S M Yashika





Thereafter, I as a Scrutinizer duly compiled details of the Remote E-Voting carried out by the Members and the Poll conducted at the venue of the EGM. the details of which are as follows:

Details	Remote E-Voting	Poll Conducted in EGM	Total Voting
Number of members who cast their votes	13	15	28
Total number of Shares held by them	25627444	82	25627526
Valid votes	As per details provided under each one of the Resolution(s) mentioned hereunder.		
Invalid/Abstained Votes	Various as mentioned under each of the Resolution		

The results of the e-voting together with that of the poll are as under:

Item No - 1 : Special Business

Ordinary Resolution -Reclassification of Promoters

Mode of Voting	Votes in favor of the resolution		Votes against the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	%
e-Voting	25,627,444	100.00%	-	0.00%	-	25,627,444	100.00%
Poll	79	0.00%	3	0.00%	-	82	0.00%
Total	25,627,523	100.00%	3	0.00%	-	25,627,526	100.00%

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

Item No - 2 : Special Business

Ordinary Resolution -Appointment of Mr. Padmanabhan Mukund as Advisor

Mode of Voting	Votes in favor of the resolution		Votes against the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	%
e-Voting	25,622,777	99.98%	4,667	0.02%	-	25,627,444	100.00%
Poll	79	0.00%	3	0.00%	-	82	0.00%
Total	25,622,856	99.98%	4,670	0.02%	-	25,627,526	100.00%

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

I hereby confirm that I am maintaining the Registers received from the Service Provider both electronically and manually, in respect of the votes cast through e-voting and poll by the shareholders of the Company. I shall be arranging to handover these records to you or other person as authorised by you.

Thanking you,

Yours Faithfully,

BP & Associates | Company Secretaries

C Prabhakar

Partner

C P No: 11033 | M No : 30433

UDIN:A030433A000552724

Place: Chennai | Date: 14th February,2020

For Igarashi Motors India Limited

P. DINAKARA BABU
Company Secretary





BP & ASSOCIATES
Company Secretaries

FORM NO.MGT - 13

Report of Scrutinizer - IGARASHI MOTORS INDIA LIMITED

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

To,
The Chairman/Company Secretary
IGARASHI MOTORS INDIA LIMITED
PLOT NO.B-12,B-15,PHASE-II,MEPZ,TAMBARAM,CHENNAI-45

Respected Sir,

I, C. Prabhakar, Partner of BP & Associates, Company Secretaries, Chennai - 83, have been appointed as a Scrutinizer by the Board of Directors at its meeting held on 14th November, 2019 as the Scrutinizer for the purpose of "poll", conducted at the venue of the Extra Ordinary General Meeting held on Friday, 14th February, 2020 at 10.00 A.M at The Music Academy, Mini Hall, New No. 168 (Old No. 306) , T.T.K Road, Chennai- 600 014.

We submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, One Ballot box kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective or if signature of any shareholders did not match with the records have been treated as invalid and kept separately.
3. The votes were unblocked on Friday, the 14th February, 2020 after the meeting in the presence of two witnesses, namely, **Ms. Ezhil Govindarajan** and **Ms. S M Yashika**





BP & ASSOCIATES
Company Secretaries

4. The result of the Poll is as under:
Item No - 1
Ordinary Resolution -Reclassification Promoters

(i) Voted in favour of the Resolution:

Number of members present and voting (in person and proxy)	Number of votes cast by them	% of total number of valid votes cast
12	79	96%

(ii) Voted against the resolution:

Number of members present and voting (in person and proxy)	Number of votes cast by them	% of total number of valid votes cast
3	3	4%

(iii) Invalid Votes:

Number of members present and voting (in person and proxy)	Total number of votes cast by them
0	0

Item - 2

Ordinary Resolution -Appointment of Mr. Padmanabhan Mukund as Advisor

(i) Voted in favour of the Resolution:

Number of members present and voting (in person and proxy)	Number of votes cast by them	% of total number of valid votes cast
12	79	96.34%





BP & ASSOCIATES
Company Secretaries

(iii) Invalid Votes:

Number of members present and voting (in person and proxy)	Total number of votes cast by them
0	0

BP & Associates
Company Secretaries



C Prabhakar
Partner
C P No: 11033 | M No : 30433
UDIN: A030433A000552724
Place: Chennai
Date: 14th February, 2020

