



HONDA

Honda India 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. : +91-120-2590 100
Fax : +91-120-2590 350
Website : www.hondaindiapower.com
CIN : L40103DL2004PLC203950
E-mail : ho.mktg@hspp.com

Ref: 522064/SE/38/2020-21

July 31, 2020

Corporate Relationship Department

BSE Limited
Registered Office: Floor 25, P. J. Towers,
Dalal Street,
Mumbai – 400 001

Listing Department

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot no. C/1, G-Block,
Bandra Kurla Complex Bandra(E),
Mumbai - 400 051

Dear Sir/ Madam,

Sub: Result of Postal Ballot

This is with reference to the Postal Ballot process conducted vide Postal Ballot notice dated June 23, 2020.

The Company had in pursuance to the provisions of Section 108 and 110 of the Companies Act, 2013, and the Rules thereof and General Circular No. 14/2020, 17/2020 and 22/2020 dated 8th April, 2020, 13th April, 2020 and 15th June, 2020, respectively issued by the Ministry of Corporate Affairs and the provisions of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as 'Listing Regulations') 2014, provided E-voting facility to the members to cast their votes on the resolutions for **Re-classification of 'Promoter and Promoter Group' to 'Public' category**, as set out in the Notice dated June 23, 2020.

The last date for casting of vote through e-voting was July 30, 2020, 17:00 Hrs. IST. The voting has been conducted by means of e-voting.

Mr. Tanuj Vohra, Managing Partner, TVA & Co. LLP, Practicing Company Secretaries was appointed as the Scrutinizer for conducting the remote E-voting in a fair and transparent manner. The Scrutinizer has submitted his Report on July 31, 2020 and based on the Report of the Scrutinizer, the Resolution as set out in the Notice of Postal Ballot as aforesaid has been duly approved by the Shareholders with requisite majority.



Honda India Power Products Limited
(Formerly Honda Siel Power Products Limited)

Regd. Office : 409, DLF Tower B, Jasola Commercial Complex, New Delhi - 110025



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As per the Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI), the resolution as set out in the notice of Postal Ballot dated June 23, 2020 has been taken as passed effectively on the last date specified by the Company for receipt of E-voting i.e. July 30, 2020.

In this regard, please find enclosed the following:

1. Voting Results of the E-voting as required under Regulation 44(3) of the Listing Regulations.
Annexure – A.
2. Report of the Scrutiniser dated July 31, 2020, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014
Annexure – B.

The Voting Results along with the Scrutinizer's Report is also available on the Company's website at www.hondaindiapower.com.

You are requested to kindly take the above on the record.

Thanking you,

Yours sincerely,

For **Honda India Power Products Limited**

Sunita Ganjoo

Sunita Ganjoo
Company Secretary and Compliance Officer



Encl: Voting Result and Scrutinizer's Report

Honda India Power Products Limited
(Formerly Honda Siel Power Products Limited)

Voting Results

(results of vote cast by E-voting as provided by CDSL)

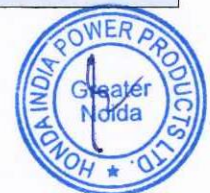
Date of the AGM/EGM/Postal Ballot	Postal Ballot Notice dated June 23, 2020
Total number of shareholders on record date	As on cut off date i.e. 26 th June, 2020, the total number of shareholders were 16,808
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	Not Applicable



**Details of Voting Result in terms of Regulation 44 of the Securities and Exchange Board of India
(Listing Obligations and Disclosure Requirements) Regulations, 2015**

Mode of Voting: E-voting

Resolution required: Ordinary			Approval for re-classification of 'Promoter and Promoter Group' to 'Public' category					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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	6863433	6762000	98.5221%	6762000	0	100%	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total (a)		6863433	6762000	98.5221%	6762000	0	100%
Public- Institutions	E-Voting	1114078	945485	84.8670%	945485	0	100%	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total (b)		1114078	945485	84.8670%	945485	0	100%
Public- Non Institutions	E-Voting	2165560	72662	3.3553%	68938	3724	94.8749%	5.1251%
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total (c)		2165560	72662	3.3553%	68938	3724	94.8749%
Total (a)+(b)+(c)		10143071	7780147	76.7041%	7776423	3724	99.9521%	0.0479%



REPORT OF SCRUTINIZER

VOTING THROUGH POSTAL BALLOT PROCESS

(Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 read with General Circular No. 14/2020, 17/2020 and 22/2020 dated 8th April, 2020, 13th April, 2020 and 15th June, 2020 respectively as issued by the Ministry of Corporate Affairs)

To,

Mr. Takahiro Ueda
CMD and President & CEO
Honda India Power Products Limited
CIN: L40103DL2004PLC203950
409, DLF Tower B
Jasola Commercial Complex
New Delhi - 110025

Dear Sir,

I, Tanuj Vohra, Company Secretary in Whole Time Practice and Managing Partner at M/s TVA & Co. LLP, Company Secretaries, having its Registered Office at N-145A, Ground Floor, Greater Kailash-1, New Delhi-110048, have been appointed as a Scrutinizer by the Board of Directors of **Honda India Power Products Limited** ("the Company") for the purpose of scrutinizing the Postal Ballot process of the Company, pursuant to section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 and read with General Circular No. 14/2020, 17/2020 and 22/2020 dated 8th April, 2020, 13th April, 2020 and 15th June, 2020 respectively as issued by the Ministry of Corporate Affairs, in a fair and transparent manner with respect to the below mentioned resolution, submit my report as under:

1. The notice of postal ballot dated 23rd June, 2020 along with the statement pursuant to Section 102 of the Companies Act, 2013, setting out the material facts and disclosures as required to be stated under Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, was duly sent to the equity shareholders of the Company through e-mail.
2. For the members who had not registered their e-mail address in the records of Company/Depository Participant(s), the Postal Ballot Notice was made available on the Company's website (www.hondaindiapower.com) and on the Stock Exchange websites (www.bseindia.com and www.nseindia.com).
3. The Company has issued a public notice by way of advertisement on 30th June, 2020 in "Financial Express" and "Jansatta" newspapers pursuant to the provisions of Rule 22(3) of the Companies (Management and Administration) Rules, 2014.

4. In accordance with the notice sent to the equity shareholders/ updated on the website of the Company as well as on the Stock Exchange websites (www.bseindia.com and www.nseindia.com) and the advertisement published, remote e-voting commenced on Wednesday, 1st July, 2020 at 09:00 Hours IST and ended on Thursday, 30th July, 2020 at 17:00 Hours IST.
5. Equity shareholders of the Company holding shares as on 26th June, 2020 (“cut off date”) were entitled to vote on the resolutions as set out in the Notice.
6. Details of equity shareholders 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>).
7. In terms of General Circular No. 14/2020, 17/2020 and 22/2020 dated 8th April, 2020, 13th April, 2020 and 15th June, 2020 respectively as issued by the Ministry of Corporate Affairs, the Company has duly provided facility to its shareholders to cast their votes through remote e-voting process only. Therefore, no physical ballots were dispatched to the shareholders.
8. Votes casted through remote e-voting were unblocked on 30th July, 2020 at 17:35 Hours IST in the presence of two witnesses, Ms. Anuja Singh Parihar and Mr. Neeraj Khanna, who were not in the employment of the Company and who have signed below as witness to the unblocking of the votes.
9. Result of voting through Postal Ballot Process in respect to the proposed resolution as set out in the Notice is as under:

Resolution-1: Ordinary Resolution

Approval for re-classification of ‘Promoter and Promoter Group’ to ‘Public’ category

Valid Votes

Particulars	Number of members casted votes	Number of votes casted	(%)
Assent	90	7780147	99.9522
Dissent	16	3724	0.0478
Total	106	7783871	100.0000

Invalid/Abstained votes

Invalid/Abstained	Total number of members whose votes were declared invalid/ abstained	Total number of votes
Invalid	0	0
Abstained	0	0
Total	0	0

Based on the above, I report that the Resolution has been passed with requisite majority.

- 10 Registers, Evidence of Voting and all other relevant records relating to the Postal Ballot Process shall remain in our safe custody until the Chairman considers, approves and signs the Minutes and the same shall be handed over thereafter to the Company Secretary of the Company for safe keeping.

Thanking you

Tanuj Vohra
Managing Partner
TVA & Co. LLP
Company Secretaries
M. No.: F5621, CP No. 5253
UDIN: F005621B000533258

Delhi, 31st July, 2020

Countersigned by
For Honda India Power Products Limited

Takahiro Ueda
CMD and President & CEO

We, the undersigned witnesseth that the votes casted through remote e-voting, under the postal ballot process, were unblocked from the e-voting website of Central Depository Services (India) Limited in our presence on 30th July, 2020 at 17.35 Hours IST.

Anuja Singh Parihar
130, Samman Bazar Bhogal
Jangpura, New Delhi 110014

Delhi, 31st July, 2020

Neeraj Khanna
E-173, Om Vihar, Phase V, Nawada
Uttam Nagar-110059

Delhi, 31st July, 2020