



HONDA

Honda India Power Products Ltd.

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Greater Noida Industrial Development Area,
Distt. Gautam Budh Nagar (U.P.) Pin-201310
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Fax : +91-120-2590 350
Website : www.hondaindiapower.com
CIN : L40103DL2004PLC203950
E-mail : ho.mktg@hspp.com

Ref: HIPP/SE/2022-23/46

September 27, 2022

Corporate Relationship Department

BSE Limited

Phiroze Jeejeebhoy Towers,
25th Floor, Dalal Street, Fort,
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

BSE: 522064

NSE: HONDAPOWER

Sub: Voting Results and Scrutinizer Report of Annual General Meeting ('AGM')

Dear Sir/Madam,

The Annual General Meeting ('AGM') of the Company was held on September 26, 2022 and the businesses mentioned in the Notice dated May 28, 2022 were transacted.

Ms. Saryu Munjal, Proprietor, Saryu Munjal & Associates, Practicing Company Secretaries was appointed as the Scrutinizer for conducting the remote E-voting in a fair and transparent manner. The Scrutinizer has submitted her consolidated Report on September 27, 2022 and based on the Report of the Scrutinizer, the Resolutions as set out in the Notice as aforesaid have been duly considered at the said AGM.

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 Scrutinizer dated September 27, 2022, 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 truly,

For **Honda India Power Products Limited**



Sunita Ganjoo

Company Secretary and Compliance Officer

Encl. as above

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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2022, together with the reports of the Board of Directors and Auditors thereon				
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	6762000	6762000	100.0000	6762000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6762000	6762000	100.0000	6762000	0	100.0000
Public-Institutions	E-Voting	1419284	1001134	70.5380	1001134	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1419284	1001134	70.5380	1001134	0	100.0000
Public- Non Institutions	E-Voting	1961787	415050	21.1567	415037	13	99.9969	0.0031
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1961787	415050	21.1567	415037	13	99.9969
Total		10143071	8178184	80.6283	8178171	13	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

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

[Home](#)[Validate](#)**Resolution (2)**

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

No

Description of resolution considered

To declare Dividend on Equity Shares

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	6762000	6762000	100.0000	6762000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6762000	6762000	100.0000	6762000	0	100.0000
Public-Institutions	E-Voting	1419284	1001766	70.5825	1001766	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1419284	1001766	70.5825	1001766	0	100.0000
Public- Non Institutions	E-Voting	1961787	415050	21.1567	415042	8	99.9981	0.0019
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1961787	415050	21.1567	415042	8	99.9981
Total		10143071	8178816	80.6345	8178808	8	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes

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

[Home](#)[Validate](#)**Resolution (3)**

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

No

Description of resolution considered

To appoint a Director in place of Mr. Takahiro Ueda (DIN 08685990), who retires by rotation and being eligible offers himself for reappointment

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	6762000	6762000	100.0000	6762000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6762000	6762000	100.0000	6762000	0	100.0000
Public-Institutions	E-Voting	1419284	1001766	70.5825	1001766	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1419284	1001766	70.5825	1001766	0	100.0000
Public- Non Institutions	E-Voting	1961787	415050	21.1567	414532	518	99.8752	0.1248
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1961787	415050	21.1567	414532	518	99.8752
Total		10143071	8178816	80.6345	8178298	518	99.9937	0.0063
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes

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

[Home](#)[Validate](#)**Resolution (4)**

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

No

Description of resolution considered

To approve appointment of Statutory Auditors and fixing of their remuneration

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	6762000	6762000	100.0000	6762000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6762000	6762000	100.0000	6762000	0	100.0000
Public-Institutions	E-Voting	1419284	1001766	70.5825	1001766	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1419284	1001766	70.5825	1001766	0	100.0000
Public- Non Institutions	E-Voting	1961787	415050	21.1567	415032	18	99.9957	0.0043
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1961787	415050	21.1567	415032	18	99.9957
Total		10143071	8178816	80.6345	8178798	18	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes

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

[Home](#)[Validate](#)**Resolution (5)**

Resolution required: (Ordinary / Special)

Special

Whether promoter/promoter group are interested in the agenda/resolution?

No

Description of resolution considered

Revision in remuneration of Mr. Vinay Mittal, Whole Time Director (DIN 05242535)

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	6762000	6762000	100.0000	6762000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6762000	6762000	100.0000	6762000	0	100.0000
Public-Institutions	E-Voting	1419284	1001766	70.5825	1001766	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1419284	1001766	70.5825	1001766	0	100.0000
Public- Non Institutions	E-Voting	1961787	415050	21.1567	414495	555	99.8663	0.1337
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1961787	415050	21.1567	414495	555	99.8663
Total		10143071	8178816	80.6345	8178261	555	99.9932	0.0068
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes

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

[Home](#)[Validate](#)**Resolution (6)**

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

No

Description of resolution considered

Ratification of payment of remuneration to the Cost Auditors

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	6762000	6762000	100.0000	6762000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6762000	6762000	100.0000	6762000	0	100.0000
Public-Institutions	E-Voting	1419284	1001766	70.5825	1001766	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1419284	1001766	70.5825	1001766	0	100.0000
Public- Non Institutions	E-Voting	1961787	415050	21.1567	415032	18	99.9957	0.0043
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1961787	415050	21.1567	415032	18	99.9957
Total		10143071	8178816	80.6345	8178798	18	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes

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

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Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

Yes

Description of resolution considered

Approval/Ratification of Related Party Transactions with Honda Motor Co. Ltd., Japan for the Financial Year 2021-22

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	6762000	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6762000	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	1419284	1001766	70.5825	1001766	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1419284	1001766	70.5825	1001766	0	100.0000
Public- Non Institutions	E-Voting	1961787	415050	21.1567	414995	55	99.9867	0.0133
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1961787	415050	21.1567	414995	55	99.9867
Total		10143071	1416816	13.9683	1416761	55	99.9961	0.0039
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes

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

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Resolution (8)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval/ratification of Related Party Transactions with Asian Honda Motor Co. Ltd., Thailand for the Financial Year 2021-22				
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	6762000	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6762000	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	1419284	1001766	70.5825	1001766	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1419284	1001766	70.5825	1001766	0	100.0000
Public- Non Institutions	E-Voting	1961787	415050	21.1567	414995	55	99.9867	0.0133
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1961787	415050	21.1567	414995	55	99.9867
Total		10143071	1416816	13.9683	1416761	55	99.9961	0.0039
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes

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

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Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

Yes

Description of resolution considered

Approval/ratification of Related Party Transactions with Honda Motor Co. Ltd, for the Financial Year 2022-23

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	6762000	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6762000	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	1419284	1001766	70.5825	943510	58256	94.1847	5.8153
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1419284	1001766	70.5825	943510	58256	94.1847
Public- Non Institutions	E-Voting	1961787	415050	21.1567	415032	18	99.9957	0.0043
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1961787	415050	21.1567	415032	18	99.9957
Total		10143071	1416816	13.9683	1358542	58274	95.8870	4.1130
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes

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

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Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

Yes

Description of resolution considered

Approval/ratification of Related Party Transactions with American Honda Motor Co. Inc. for the Financial Year 2022-23

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	6762000	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6762000	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	1419284	1001766	70.5825	1001766	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1419284	1001766	70.5825	1001766	0	100.0000
Public- Non Institutions	E-Voting	1961787	415050	21.1567	414995	55	99.9867	0.0133
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1961787	415050	21.1567	414995	55	99.9867
Total		10143071	1416816	13.9683	1416761	55	99.9961	0.0039
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes

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

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Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

Yes

Description of resolution considered

Approval of Related Party Transactions with Honda Motor Co. Ltd. For the Financial Year 2023-24

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	6762000	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6762000	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	1419284	1001766	70.5825	943510	58256	94.1847	5.8153
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1419284	1001766	70.5825	943510	58256	94.1847
Public- Non Institutions	E-Voting	1961787	415050	21.1567	415032	18	99.9957	0.0043
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1961787	415050	21.1567	415032	18	99.9957
Total		10143071	1416816	13.9683	1358542	58274	95.8870	4.1130
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes

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

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Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

Yes

Description of resolution considered

Approval of Related Party Transactions with American Honda Motor Co. Inc. for the Financial Year 2023-24

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	6762000	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6762000	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	1419284	1001766	70.5825	1001766	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1419284	1001766	70.5825	1001766	0	100.0000
Public- Non Institutions	E-Voting	1961787	415050	21.1567	414995	55	99.9867	0.0133
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1961787	415050	21.1567	414995	55	99.9867
Total		10143071	1416816	13.9683	1416761	55	99.9961	0.0039
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes

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



Saryu Munjal, M.Com., CS, LL.B.

SARYU MUNJAL & ASSOCIATES

Company Secretaries

252, Sector-16, Urban Estate, Karnal, Haryana-132001

Email: cs.saryumunjal@gmail.com

Contact Number: 91-9729344171; 91-9650823987

(A Peer Reviewed firm by ICSI)

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration) Rules, 2014]

To

The CMD and President & CEO
Honda India Power Products Limited
409, DLF Tower B,
Jasola Commercial Complex,
New Delhi-110025

CONSOLIDATED SCRUTINIZER'S REPORT	
Name of the Company	Honda India Power Products Limited (Earlier known as Honda Siel Power Products Limited)
CIN	L40103DL2004PLC203950
ISIN	INE634A01018
Nature of Meeting / Event	Annual General Meeting (AGM)
Mode of Meeting	Through Video Conferencing / Other Audio Visual Means ("VC/OAVM")
Electronic Voting Sequence Number (EVSNS)	220822026
Schedule	Monday, September 26, 2022 at 11:00 AM (IST)

Dear Sir,

I, Saryu Munjal, Company Secretary in Practice (M. No. A34161; C.P. No. 23014), Proprietor of M/s Saryu Munjal & Associates, Company Secretaries, (UIN: S2020HR754900) had been appointed as the Scrutinizer by the Board of Directors of M/s **Honda India Power Products Limited** (hereinafter called "the Company") for its 37th Annual General Meeting ("AGM") held on Monday, September 26, 2022 at 11:00 AM (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") vide MCA Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, 02/2021 dated January 13, 2021, 19/2021 dated December 08, 2021, 21/2021 dated December 14, 2021 and 02/2022 dated May 05, 2022 (collectively referred to as "MCA Circulars"), for the purpose of scrutinizing the electronic voting ("e-voting") process through remote e-voting and voting through electronic voting system at the AGM, in a fair and transparent manner and ascertaining the requisite majority for the said voting as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended thereto:

The notice dated May 28, 2022 was duly sent to the shareholders with the detailed information regarding resolutions to be passed at the AGM of the Company through electronic mode at the e-mail addresses of the shareholders as registered with the Company/RTA/Depositories in compliance with the MCA Circulars and Securities and Exchange Board of India Circular dated May 13, 2022.

The Management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions under (i) Companies Act, 2013 and the rules made thereunder including MCA circulars (ii) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 in the matter of remote e-voting and e-voting at the AGM on the resolutions contained in the notice of the AGM.



My responsibility as Scrutinizer for the remote e-voting and e-voting at the AGM is restricted to making a Scrutinizer's Report of the votes cast 'in favour' or 'against' the resolutions. Based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited ("CDSL / Service Provider"), the authorized agency engaged by the Company to provide remote e-voting facility and electronic voting at the AGM, I hereby submit my report as under:

1. M/s Mas Services Limited is the Registrar and Share Transfer Agents ("RTA") of the Company.
2. The Company had issued a public notice by the way of advertisement on August 27, 2022 in "Financial Express" and "Jansatta" newspapers specifying all the relevant details in pursuance to the provisions of Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 and relevant circulars issued by MCA.
3. The Company had hosted the notice of AGM on its website and also intimated the same to BSE Limited and National Stock Exchange of India Limited on August 26, 2022.
4. The Cut-off date for the purpose of identifying Members who were entitled to vote on resolutions was considered as September 19, 2022.
5. In terms of the Rule 20 of Companies (Management and Administration) Rules, 2014 the Remote e-Voting facility remained open for 3 (Three) days which started on Friday, September 23, 2022 at 9:00 AM (IST) and ended on Sunday, September 25, 2022 at 5:00 PM (IST).
6. After conclusion of the AGM, the Company had also provided e-voting facility for fifteen minutes to enable the shareholders who attended the AGM through VC / OAVM to cast their votes in case the same had not been casted earlier through remote e-voting.
7. The process of e-voting was monitored through the scrutinizer's secured link provided by CDSL through its designated website (www.evotingindia.com). The votes casted through remote e-voting and votes casted at the AGM were unblocked after the expiry of the said fifteen minutes in the presence of two witnesses not in the employment of the Company and were further downloaded from the CDSL website.
8. After scrutiny, the consolidated Results of the remote e-voting along with e-voting held at the AGM pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 in respect to the proposed resolutions are as follows:

ITEM 1: To receive, consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2022, together with the Reports of the Board of Directors and Auditors thereon

VALID VOTES:

Particulars	Remote e-voting (23-09-2022 to 25-09-2022)			E-voting at the AGM (26-09-2022)			Total e-voting		
	No. of Members casted votes	No. of Votes casted	(%)	No. of Members casted	No. of Votes casted	(%)	No. of Members casted votes	No. of Votes casted	(%)
Assented	280	8154988	99.9998	21	23183	100.00	301	8178171	99.9998
Dissented	9	13	0.0002	0	0	0.00	9	13	0.0002
Total	289	8155001	100.00	21	23183	100.00	310	8178184	100.00



INVALID VOTES:

Particulars	Remote e-voting (23-09-2022 to 25-09-2022)		E-voting at the AGM (26-09-2022)		Total e-voting	
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes
Invalid	0	0	0	0	0	0
Abstained	0	0	0	0	0	0
Total	0	0	0	0	0	0

Based on the aforesaid result, I report that **Ordinary Resolution** as set out in **Item No. 1** in the notice dated May 28, 2022 is **passed with requisite majority**.

ITEM 2: To declare dividend on equity shares**VALID VOTES:**

Particulars	Remote e-voting (23-09-2022 to 25-09-2022)			E-voting at the AGM (26-09-2022)			Total e-voting		
	No. of Members casted votes	No. of Votes casted	(%)	No. of Members casted	No. of Votes casted	(%)	No. of Members casted votes	No. of Votes casted	(%)
Assented	282	8155625	99.9999	21	23183	100.00	303	8178808	99.9999
Dissented	8	8	0.0001	0	0	0.00	8	8	0.0001
Total	290	8155633	100.00	21	23183	100.00	311	8178816	100.00

INVALID VOTES:

Particulars	Remote e-voting (23-09-2022 to 25-09-2022)		E-voting at the AGM (26-09-2022)		Total e-voting	
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes
Invalid	0	0	0	0	0	0
Abstained	0	0	0	0	0	0
Total	0	0	0	0	0	0

Based on the aforesaid result, I report that **Ordinary Resolution** as set out in **Item No. 2** in the notice dated May 28, 2022 is **passed with requisite majority**.

ITEM 3: To appoint a director in place of Mr. Takahiro Ueda (DIN 08685990), who retires by rotation and being eligible, offers himself for re-appointment**VALID VOTES:**

Particulars	Remote e-voting (23-09-2022 to 25-09-2022)			E-voting at the AGM (26-09-2022)			Total e-voting		
	No. of Members casted votes	No. of Votes casted	(%)	No. of Members casted	No. of Votes casted	(%)	No. of Members casted votes	No. of Votes casted	(%)
Assented	279	8155115	99.9936	21	23183	100.00	300	8178298	99.9937
Dissented	11	518	0.0064	0	0	0.00	11	518	0.0063
Total	290	8155633	100.00	21	23183	100.00	311	8178816	100.00



INVALID VOTES:

Particulars	Remote e-voting (23-09-2022 to 25-09-2022)		E-voting at the AGM (26-09-2022)		Total e-voting	
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes
Invalid	0	0	0	0	0	0
Abstained	0	0	0	0	0	0
Total	0	0	0	0	0	0

Based on the aforesaid result, I report that **Ordinary Resolution** as set out in **Item No. 3** in the notice dated May 28, 2022 is passed with requisite majority.

ITEM 4: To approve appointment of Statutory Auditors and fixing of their remuneration**VALID VOTES:**

Particulars	Remote e-voting (23-09-2022 to 25-09-2022)			E-voting at the AGM (26-09-2022)			Total e-voting		
	No. of Members casted votes	No. of Votes casted	(%)	No. of Members casted	No. of Votes casted	(%)	No. of Members casted votes	No. of Votes casted	(%)
Assented	280	8155615	99.9998	21	23183	100.00	301	8178798	99.9998
Dissented	10	18	0.0002	0	0	0.00	10	18	0.0002
Total	290	8155633	100.00	21	23183	100.00	311	8178816	100.00

INVALID VOTES:

Particulars	Remote e-voting (23-09-2022 to 25-09-2022)		E-voting at the AGM (26-09-2022)		Total e-voting	
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes
Invalid	0	0	0	0	0	0
Abstained	0	0	0	0	0	0
Total	0	0	0	0	0	0

Based on the aforesaid result, I report that **Ordinary Resolution** as set out in **Item No. 4** in the notice dated May 28, 2022 is passed with requisite majority.

ITEM 5: Revision in remuneration of Mr. Vinay Mittal, Whole Time Director (DIN 05242535)**VALID VOTES:**

Particulars	Remote e-voting (23-09-2022 to 25-09-2022)			E-voting at the AGM (26-09-2022)			Total e-voting		
	No. of Members casted votes	No. of Votes casted	(%)	No. of Members casted	No. of Votes casted	(%)	No. of Members casted votes	No. of Votes casted	(%)
Assented	278	8155078	99.9932	21	23183	100.00	299	8178261	99.9932
Dissented	12	555	0.0068	0	0	0.00	12	555	0.0068
Total	290	8155633	100.00	21	23183	100.00	311	8178816	100.00



INVALID VOTES:

Particulars	Remote e-voting (23-09-2022 to 25-09-2022)		E-voting at the AGM (26-09-2022)		Total e-voting	
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes
Invalid	0	0	0	0	0	0
Abstained	0	0	0	0	0	0
Totals	0	0	0	0	0	0

Based on the aforesaid result, I report that **Special Resolution** as set out in **Item No. 5** in the notice dated May 28, 2022 is passed with requisite majority.

ITEM 6: Ratification of payment of remuneration to the Cost Auditors**VALID VOTES:**

Particulars	Remote e-voting (23-09-2022 to 25-09-2022)			E-voting at the AGM (26-09-2022)			Total e-voting		
	No. of Members casted votes	No. of Votes casted	(%)	No. of Members casted	No. of Votes casted	(%)	No. of Members casted votes	No. of Votes casted	(%)
Assented	280	8155615	99.9998	21	23183	100	301	8178798	99.9998
Dissented	10	18	0.0002	0	0	0	10	18	0.0002
Total	290	8155633	100	21	23183	100	311	8178816	100

INVALID VOTES:

Particulars	Remote e-voting (23-09-2022 to 25-09-2022)		E-voting at the AGM (26-09-2022)		Total e-voting	
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes
Invalid	0	0	0	0	0	0
Abstained	0	0	0	0	0	0
Total	0	0	0	0	0	0

Based on the aforesaid result, I report that **Ordinary Resolution** as set out in **Item No. 6** in the notice dated May 28, 2022 is passed with requisite majority.

ITEM 7: Approval/ratification of Related Party Transactions with Honda Motor Co. Ltd., Japan for the financial year 2021-22**VALID VOTES:**

Particulars	Remote e-voting (23-09-2022 to 25-09-2022)			E-voting at the AGM (26-09-2022)			Total e-voting		
	No. of Members casted votes	No. of Votes casted	(%)	No. of Members casted	No. of Votes casted	(%)	No. of Members casted votes	No. of Votes casted	(%)
Assented	278	1393578	99.9961	21	23183	100	299	1416761	99.9961
Dissented	11	55	0.0039	0	0	0	11	55	0.0039
Total	289	1393633	100	21	23183	100	310	1416816	100



INVALID VOTES:

Particulars	Remote e-voting (23-09-2022 to 25-09-2022)		E-voting at the AGM (26-09-2022)		Total e-voting	
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes
Invalid	0	0	0	0	0	0
Abstained	0	0	0	0	0	0
Total	0	0	0	0	0	0

Based on the aforesaid result, I report that **Ordinary Resolution** as set out in **Item No. 7** in the notice dated May 28, 2022 is passed with requisite majority.

ITEM 8: Approval/ratification of Related Party Transactions with Asian Honda Motor Co. Ltd., Thailand for the financial year 2021-22

VALID VOTES:

Particulars	Remote e-voting (23-09-2022 to 25-09-2022)			E-voting at the AGM (26-09-2022)			Total e-voting		
	No. of Members casted votes	No. of Votes casted	(%)	No. of Members casted	No. of Votes casted	(%)	No. of Members casted votes	No. of Votes casted	(%)
Assented	278	1393578	99.9961	21	23183	100.00	299	1416761	99.9961
Dissented	11	55	0.0039	0	0	0.00	11	55	0.0039
Total	289	1393633	100.00	21	23183	100.00	310	1416816	100.00

INVALID VOTES:

Particulars	Remote e-voting (23-09-2022 to 25-09-2022)		E-voting at the AGM (26-09-2022)		Total e-voting	
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes
Invalid	0	0	0	0	0	0
Abstained	0	0	0	0	0	0
Total	0	0	0	0	0	0

Based on the aforesaid result, I report that **Ordinary Resolution** as set out in **Item No. 8** in the notice dated May 28, 2022 is passed with requisite majority.

ITEM 9: Approval/ratification of Related Party Transactions with Honda Motor Co. Ltd., for the financial year 2022-23

VALID VOTES:

Particulars	Remote e-voting (23-09-2022 to 25-09-2022)			E-voting at the AGM (26-09-2022)			Total e-voting		
	No. of Members casted votes	No. of Votes casted	(%)	No. of Members casted	No. of Votes casted	(%)	No. of Members casted votes	No. of Votes casted	(%)
Assented	269	1335359	95.8186	21	23183	100.00	290	1358542	95.8870
Dissented	20	58274	4.1814	0	0	0.00	20	58274	4.1130
Total	289	1393633	100.00	21	23183	100.00	310	1416816	100.00



INVALID VOTES:

Particulars	Remote e-voting (23-09-2022 to 25-09-2022)		E-voting at the AGM (26-09-2022)		Total e-voting	
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes
Invalid	0	0	0	0	0	0
Abstained	0	0	0	0	0	0
Total	0	0	0	0	0	0

Based on the aforesaid result, I report that **Ordinary Resolution** as set out in **Item No. 9** in the notice dated May 28, 2022 is passed with requisite majority.

ITEM 10: Approval/ratification of Related Party Transactions with American Honda Motor Co. Inc. for the financial year 2022-23**VALID VOTES:**

Particulars	Remote e-voting (23-09-2022 to 25-09-2022)			E-voting at the AGM (26-09-2022)			Total e-voting		
	No. of Members casted votes	No. of Votes casted	(%)	No. of Members casted	No. of Votes casted	(%)	No. of Members casted votes	No. of Votes casted	(%)
Assented	278	1393578	99.9961	21	23183	100.00	299	1416761	99.9961
Dissented	11	55	0.0039	0	0	0.00	11	55	0.0039
Total	289	1393633	100.00	21	23183	100.00	310	1416816	100.00

INVALID VOTES:

Particulars	Remote e-voting (23-09-2022 to 25-09-2022)		E-voting at the AGM (26-09-2022)		Total e-voting	
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes
Invalid	0	0	0	0	0	0
Abstained	0	0	0	0	0	0
Total	0	0	0	0	0	0

Based on the aforesaid result, I report that **Ordinary Resolution** as set out in **Item No. 10** in the notice dated May 28, 2022 is passed with requisite majority.

ITEM 11: Approval of Related Party Transactions with Honda Motor Co. Ltd. for the financial year 2023-24**VALID VOTES:**

Particulars	Remote e-voting (23-09-2022 to 25-09-2022)			E-voting at the AGM (26-09-2022)			Total e-voting		
	No. of Members casted votes	No. of Votes casted	(%)	No. of Members casted	No. of Votes casted	(%)	No. of Members casted votes	No. of Votes casted	(%)
Assented	269	1335359	95.8186	21	23183	100.00	290	1358542	95.8870
Dissented	20	58274	4.1814	0	0	0.00	20	58274	4.1130
Total	289	1393633	100.00	21	23183	100.00	310	1416816	100.00



INVALID VOTES:

Particulars	Remote e-voting (23-09-2022 to 25-09-2022)		E-voting at the AGM (26-09-2022)		Total e-voting	
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes
Invalid	0	0	0	0	0	0
Abstained	0	0	0	0	0	0
Total	0	0	0	0	0	0

Based on the aforesaid result, I report that **Ordinary Resolution** as set out in **Item No. 11** in the notice dated May 28, 2022 is passed with requisite majority.

ITEM 12: Approval of Related Party Transactions with American Honda Motor Co. Inc for the financial year 2023-24**VALID VOTES:**

Particulars	Remote e-voting (23-09-2022 to 25-09-2022)			E-voting at the AGM (26-09-2022)			Total e-voting		
	No. of Members casted votes	No. of Votes casted	(%)	No. of Members casted	No. of Votes casted	(%)	No. of Members casted votes	No. of Votes casted	(%)
Assented	278	1393578	99.9961	21	23183	100	299	1416761	99.9961
Dissented	11	55	0.0039	0	0	0	11	55	0.0039
Total	289	1393633	100.00	21	23183	100	310	1416816	100.00

INVALID VOTES:

Particulars	Remote e-voting (23-09-2022 to 25-09-2022)		E-voting at the AGM (26-09-2022)		Total e-voting	
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes
Invalid	0	0	0	0	0	0
Abstained	0	0	0	0	0	0
Total	0	0	0	0	0	0

Based on the aforesaid result, I report that **Ordinary Resolution** as set out in **Item No. 12** in the notice dated May 28, 2022 is passed with requisite majority.

9. The registers, electronic data and other relevant records relating to remote e-voting and e-voting at the AGM are under my safe custody until the chairman considers, approves and sign the minutes of AGM and the same will be handed over thereafter to the Company Secretary of the Company for safe keeping.

Thanking You,

Yours Sincerely,

For Saryu Munjal & Associates,
Company Secretaries

Saryu
Munjal

Digitally signed
by Saryu Munjal
Date: 2022.09.27
12:18:16 +05'30'

Saryu Munjal
Proprietor
M. No. A34161; C.P. No.: 23014
UDIN: A034161D001052574
Peer Review No.: 1927/2022

Countersigned by
For Honda India Power Products Limited

Takahiro Ueda

Takahiro Ueda
CMD and President & CEO



Date: 27-09-2022
Place: Karnal

We, the undersigned witnesseth that the votes casted through remote e-voting and e-voting at the AGM were unblocked from the e-voting website of Central Depository Services (India) Limited in our presence on September 26, 2022 at 11:33 AM.

PRABHAT
GROVER

Digitally signed by
PRABHAT GROVER
Date: 2022.09.27
12:17:39 +05'30'

Prabhat Grover

Ravindra Bhawan, Opp. Govt. Primary School,
Nagali, Solan, H.P. -173211

Karnal, 27-09-2022

Jitender

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by Jitender
Date: 2022.09.27
12:23:48 +05'30'

Jitender

#829, Sector-16, Urban Estate, Karnal, Haryana-
132001

Karnal, 27-09-2022

