

Honda Siel Power Products Ltd.

Head Office & Works :
Plot No. 5, Sector-41, (Kasna)
Greater Noida Industrial Development Area,
Distt. Gautam Budh Nagar (U.P.) Pin-201310
Tel. : +91-120-259 0100
Fax : +91-120-234 1078-79
Website : www.hondasielpower.com
CIN : L40103DL2004PLC203950
E-mail : ho.mgt@hspp.com

Ref: 522064/SE/18/2020-21

Date: May 26, 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 April 23, 2020.

The Company had in pursuance to the provisions of Section 108 and 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014 also read with General Circular No. 14/2020 and 17/2020 dated 8th April, 2020 and 13th April, 2020 respectively and the provisions of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as 'Listing Regulations') 2014, issued by the Ministry of Corporate Affairs, provided E-voting facility to the members to cast their votes on the resolutions for Change of Name of the Company from 'Honda Siel Power Products Limited' to 'Honda India Power Products Limited' and consequent amendment to Memorandum of Association of the Company and change of Articles of Association of the Company, as set out in the Notice dated April 23, 2020.

The last date for casting of vote through E-voting was May 24, 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 Scrutinizer for conducting the remote E-voting in a fair and transparent manner. The scrutinizer has submitted his consolidated report on May 24, 2020 and based on the Report of the Scrutinizer, all the Resolutions as set out in the Notice of Postal Ballot as aforesaid have been duly approved by the Shareholders with requisite majority.



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Members may please note that, as per the Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI), the resolutions as set out in the notice of Postal Ballot dated April 23, 2020 have been taken as passed effectively on the last date specified by the Company for receipt of E-voting i.e. May 24, 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 May 24, 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.hondasielpower.com.

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

Thanking you,

Yours sincerely,

For **Honda Siel Power Products Limited**

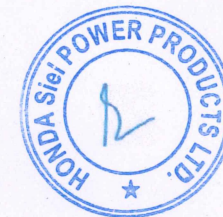

Sunita Ganjoo
Company Secretary and Compliance Officer



Encl: Voting results and Scrutinizer's report

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

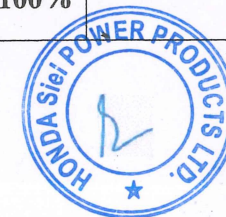
Date of the AGM/EGM/Postal Ballot	Postal Ballot Notice dated April 23, 2020
Total number of shareholders on record date	As on cut off date i.e. 17 th April, 2020, the total number of shareholders were 16,108
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter 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: Special			1. Approval for Change of Name of the Company from 'Honda Siel Power Products Limited' to 'Honda India Power Products Limited' and consequent amendment to Memorandum of Association					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6863433	6762000	98.522%	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		6762000	98.522%	6762000	0	100%	0.00
Public-Institutions	E-Voting	1084627	850248	78.39%	850248	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		850248	78.39%	850248	0	100%	0.00
Public- Non Institutions	E-Voting	2195011	16292	0.742%	16292	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		16292	0.742%	16292	0	100%	0.00
Total		10143071	7628540	75.209%	7628540	0	100%	0.00



Resolution required: Special			2. Approval for Alteration of the Articles of Association of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6863433	6762000	98.522%	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		6762000	98.522%	6762000	0	100%	0.00
Public-Institutions	E-Voting	1084627	850248	78.39%	850248	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		850248	78.39%	850248	0	100%	0.00
Public- Non Institutions	E-Voting	2195011	16292	0.742%	16292	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		16292	0.742%	16292	0	100%	0.00
Total		10143071	7628540	75.209%	7628540	0	100%	0.00



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 also read with General Circular No. 14/2020 and 17/2020 dated 8th April, 2020 and 13th April, 2020 respectively, issued by the Ministry of Corporate Affairs)

To,

Mr. Takahiro Ueda

President, CEO & MD

Honda Siel Power Products Limited

CIN: L40103DL2004PLC203950

409, DLF Tower B

Jasola Commercial Complex

New Delhi - 110025

Dear Sir,

I, Tanuj Vohra, Company Secretary in 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 Siel 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 also read with General Circular No. 14/2020 and 17/2020 dated 8th April, 2020 and 13th April, 2020 respectively as issued by the Ministry of Corporate Affairs, in a fair and transparent manner with respect to the below mentioned resolutions, submit my report as under:

1. The notice of postal ballot dated 23rd April, 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.hondasielpower.com) and on the Stock Exchange websites (www.bseindia.com and www.nseindia.com), owing to lockdown due to Covid-19 pandemic and suspended postal/courier services.
3. The Company had issued a public notice by way of advertisement on 25th April, 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 Saturday, 25th April, 2020 at 09:00 Hours IST and ended on Sunday, 24th May, 2020 at 17:00 Hours IST.
5. Equity shareholders of the Company holding shares as on 17th April, 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 and 17/2020 dated 8th April, 2020 and 13th April, 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 24th May, 2020 at 17.15 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 resolutions as set out in the Notice is as under:

Resolution-1: Special Resolution

Approval for Change of Name of the Company from ‘Honda Siel Power Products Limited’ to ‘Honda India Power Products Limited’ and consequent amendment to Memorandum of Association

Valid Votes

Particulars	Number of members casted votes	Number of votes casted	Percentage of votes (%)
Assent	32	7628540	100.00
Dissent	0	0	0
Total	32	7628540	100.00

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.

Resolution-2: Special Resolution

Approval for Alteration of Articles of Association of the Company

Valid Votes

Particulars	Number of members casted votes	Number of votes casted	Percentage of votes (%)
Assent	32	7628540	100.00
Dissent	0	0	0
Total	32	7628540	100.00

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: F005621B000274648

Delhi, 24th May, 2020

Countersigned by
For Honda Siel Power Products Limited

Takahiro Ueda
President, CEO & MD

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 24th May, 2020 at 17.15 Hours IST.

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

Delhi, 24th May, 2020

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

Delhi, 24th May, 2020