

September 30, 2021

1) B S E Limited

Floor 1, 'Phiroze JeeJeebhoy Towers'  
Dalal Street  
Mumbai - 400 001

2) The Listing Department

National Stock Exchange of India Ltd.  
"Exchange Plaza",  
Bandra-Kurla Complex, Bandra (E)  
MUMBAI – 400 051

Ref: Scrip Code: 504058 / ISIN: INE567A01010 / Symbol: NIPPOBATTERY

Sub: Outcome of 48<sup>th</sup> Annual General meeting held on 29<sup>th</sup> September 2021 at 3.00 p.m.

Dear Sirs,

Further to our letter dated 13<sup>th</sup> August 2021 this is to inform you that 48<sup>th</sup> Annual General Meeting (AGM) of our company was concluded on 29<sup>th</sup> September 2021 through Video Conference.

The following businesses were transacted in the meeting.

**Ordinary Business:**

1. Adoption of Standalone / Consolidated Annual Accounts for the year ended 31st March 2021..  
–passed with requisite majority.
2. Rs.25/- (250%) per share dividend was declared for the Financial Year 1<sup>st</sup> April 2020 to 31<sup>st</sup> March 2021 . - passed with requisite majority.
3. Appointment of Mr. P.Dwaraknath Reddy (DIN: 00277929) as Director of the Company liable to retire by rotation. - passed with requisite majority.
4. Appointment of Mr. R.P. Khaitan (DIN: 00015801) as Director of the Company liable to retire by rotation. - passed with requisite majority.
5. Appointment of Mr. P.Aditya Reddy (DIN: 00482051) as Director of the Company liable to retire by rotation. - passed with requisite majority.



6. Appointment of Mr. M.Sankara Reddy (DIN: 07212025) as Director of the Company liable to retire by rotation. - passed with requisite majority.

**Special Business:**

7. Re- Appointment of Mr. P.Dwaraknath Reddy (DIN: 00277929) as Managing Director of the Company for a period of one year from 01<sup>st</sup> October 2021 and fixing the remuneration - Special Resolution. - passed with requisite majority.
8. Consent for the continuation of payment of revised remuneration to Mr. P.Aditya Reddy, Joint Managing Director of the Company. - Special resolution - passed with requisite majority.
9. Re- Appointment of Mr. R.P. Khaitan (DIN: 00015801) as Joint Managing Director of the Company for a period of one year from 01<sup>st</sup> October 2021 and fixing the remuneration - Special resolution. - passed with requisite majority.
10. Approved the related party transaction entered with M/s. Radiohms Agencies - Ordinary Resolution - passed with requisite majority.
11. Approved the related party transaction entered with M/s. RAL Consumer Products Limited - Ordinary Resolution - passed with requisite majority.
12. Approved the remuneration of the Cost Auditor - Mr. P. Raju Iyer for the financial year ended 31<sup>st</sup> March 2022 – Ordinary Resolution. - passed with requisite majority.
13. To approve the sub-division of Equity shares of the Company from the face value of Rs.10/- in to face value of Rs.5/- each per share - Special resolution - passed with requisite majority.
14. To approve the Alteration of Capital Clause of the Memorandum of Association of the Company - Special resolution - passed with requisite majority

Also we enclosed the following:-

1. Voting results as required under regulation 44 of SEBI (LODR) Regulations 2015.
2. Report of scrutinizer dated 30th Sep 2021 pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014.

We request you to kindly take the same on record.

Thanking you.

Yours faithfully

For Indo National Ltd



J. Srinivasan  
Company Secretary

Submission of proceedings of the 48<sup>th</sup> Annual General Meeting of the Company as per Regulation 30 of the SEBI (LODR) Regulations 2015

Total no of shareholders as on book closure	:	10400
No.of shareholders (Public and promoter) attended the meeting though Video conference	:	62

Yours faithfully

For Indo National Ltd



J. Srinivasan

Company Secretary.



## M DAMODARAN & ASSOCIATES LLP

www.mdassociates.co.in

### CONSOLIDATED SCRUTINIZER'S REPORT

#### (Remote e-voting & e-voting at the AGM)

#### Form No. MGT 13

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]

To,

The **Chairman** of 48<sup>th</sup> Annual General Meeting ("AGM") of the Equity Shareholders of INDO-NATIONAL LIMITED (CIN: L31909TN1972PLC006196) held on Wednesday, 29<sup>th</sup> September, 2021 at 03.00 P.M (IST) through Video Conferencing ('VC')/ Other Audio Visual Means ('OAVM').

Dear Sir,

1. I, M. Damodaran, Managing Partner of M Damodaran & Associates LLP, Practicing Company Secretaries had been appointed as a Scrutinizer by the Board of Directors of INDO-NATIONAL LIMITED ("the Company") for scrutinizing the remote e-voting and e-voting by Equity Shareholders at the AGM pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended ("Rules") and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") in respect of the below mentioned resolutions proposed at the 48<sup>th</sup> AGM of the Equity Shareholders of the Company held on Wednesday, 29<sup>th</sup> September, 2021 at 03.00 P.M (IST) through VC, submit my report as under:
2. The management of the Company is responsible to ensure the compliance with the requirement of the Act and Rules relating to voting through electronic means [i.e. by remote e-voting and e-voting by Equity Shareholders at the AGM for the resolutions contained in the Notice of the 48<sup>th</sup> AGM of the Equity Shareholders of the Company. My responsibility as a Scrutinizer for the process of voting through electronic means (i.e by remote e-voting and e-voting by Equity Shareholders at the AGM) is restricted to make a consolidated

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Scrutinizer's Report of the vote cast "in favor" or "against" the resolutions stated in the Notice of the AGM, based on the report generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), engaged by the Company to provide the facilities of voting through electronic means (i.e by remote e-voting and e-voting by Equity Shareholders at the AGM)

3. The remote e-voting commenced on September 26, 2021 (Sunday) at 09.00 A.M (IST) and ended on September 28, 2021 (Tuesday) at 05.00 P.M. (IST).
4. The Equity Shareholders present at the AGM through VC voted through e-voting facility provided by CDSL at the AGM.
5. The Equity Shareholders holding shares as on September 22, 2021 (Wednesday), cut-off date, were entitled to vote on the resolutions stated in the Notice of the 48<sup>th</sup> AGM of the Company.
6. As per the information given by the Company the names of the Equity Shareholders who had voted by remote e-voting through the facility provided by CDSL had been blocked and only those Equity Shareholders who had attended the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system at the AGM.
7. On completion of e-voting at the AGM, the votes cast through remote e-voting and e-voting by Equity Shareholders at the AGM were unblocked and downloaded on September 29, 2021 at 3.50 P.M (IST) in 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 CDSL were scrutinized and reviewed, the votes were counted, and the results were prepared.
8. Based on the data downloaded from CDSL e-voting system, the total votes cast in favor or against for all the resolutions proposed in the Notice of the AGM are as under:





**CONSOLIDATED RESULTS OF REMOTE E-VOTING AND E-VOTING AT THE AGM OF  
M/S INDO- NATIONAL LIMITED**

Item No: 1

Consider and Adoption of Audited Financial Statements including the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2021 and the Board's and Auditors Report thereon.

Passed as an Ordinary Resolution as follows:

Mode of e-Voting	Total valid e-voting casted (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-voting	Number of shares voted	%	Number of e-voting	Number of shares voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-voting	62	61	2595359	100.00	1	3	0.00	100.00
e-voting at the AGM	1	1	1	100.00	0	0	0.00	100.00
<b>Total</b>	<b>63</b>	<b>62</b>	<b>2595360</b>	<b>100.00</b>	<b>1</b>	<b>3</b>	<b>0.00</b>	<b>100.00</b>

Details of Abstained Votes:

Mode of e-Voting	Total number of members whose votes were abstained	Total number of votes abstained
Remote e-voting	0	0
e-voting at the AGM	0	0
<b>Total</b>	<b>0</b>	<b>0</b>



Item No: 2

Declaration of Dividend on equity shares for the year 2020-21.

Passed as an Ordinary Resolution as follows:

Mode of e-Voting	Total valid e-voting casted (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-voting	Number of shares voted	%	Number of e-voting	Number of shares voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-voting	62	62	2595362	100.00	0	0	0.00	100.00
e-voting at the AGM	1	1	1	100.00	0	0	0.00	100.00
<b>Total</b>	<b>63</b>	<b>63</b>	<b>2595363</b>	<b>100.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>100.00</b>

Details of Abstained Votes:

Mode of e-Voting	Total number of members whose votes were abstained	Total number of votes abstained
Remote e-voting	0	0
e-voting at the AGM	0	0
<b>Total</b>	<b>0</b>	<b>0</b>



Item No: 3

Re-appointment of Mr. P. Dwaraknath Reddy (DIN: 00277929) as Director, who retires by rotation.

Passed as an Ordinary Resolution as follows:

Mode of e-Voting	Total valid e-voting casted (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-voting	Number of shares voted	%	Number of e-voting	Number of shares voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-voting	61	57	2595256	100.00	4	86	0.00	100.00
e-voting at the AGM	1	1	1	100.00	0	0	0.00	100.00
<b>Total</b>	<b>62</b>	<b>58</b>	<b>2595257</b>	<b>100.00</b>	<b>4</b>	<b>86</b>	<b>0.00</b>	<b>100.00</b>

Details of Abstained Votes:

Mode of e-Voting	Total number of members whose votes were abstained	Total number of votes abstained
Remote e-voting	1	20
e-voting at the AGM	0	0
<b>Total</b>	<b>1</b>	<b>20</b>







Item No: 4

Re-appointment of Mr. R. P. Khaitan (DIN: 00015801) as Director, who retires by rotation.

Passed as an Ordinary Resolution as follows:

Mode of e-Voting	Total valid e-voting casted (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-voting	Number of shares voted	%	Number of e-voting	Number of shares voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-voting	61	55	2468078	95.10	6	127264	4.90	100.00
e-voting at the AGM	1	1	1	100.00	0	0	0.00	100.00
<b>Total</b>	<b>62</b>	<b>56</b>	<b>2468079</b>	<b>95.10</b>	<b>6</b>	<b>127264</b>	<b>4.90</b>	<b>100.00</b>

Details of Abstained Votes:

Mode of e-Voting	Total number of members whose votes were abstained	Total number of votes abstained
Remote e-voting	1	20
e-voting at the AGM	0	0
<b>Total</b>	<b>1</b>	<b>20</b>



Item No: 5

Re-appointment of Mr. P. Aditya Reddy (DIN: 00482051) as Director, who retires by rotation.

Passed as an Ordinary Resolution as follows:

Mode of e-Voting	Total valid e-voting casted (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-voting	Number of shares voted	%	Number of e-voting	Number of shares voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-voting	61	59	2595269	100.00	2	73	0.00	100.00
e-voting at the AGM	1	1	1	100.00	0	0	0.00	100.00
<b>Total</b>	<b>62</b>	<b>60</b>	<b>2595270</b>	<b>100.00</b>	<b>2</b>	<b>73</b>	<b>0.00</b>	<b>100.00</b>

Details of Abstained Votes:

Mode of e-Voting	Total number of members whose votes were abstained	Total number of votes abstained
Remote e-voting	1	20
e-voting at the AGM	0	0
<b>Total</b>	<b>1</b>	<b>20</b>



Item No: 6

Re-appointment of Mr. M. Sankara Reddy (DIN: 07212025) as Director, who retires by rotation.

Passed as an Ordinary Resolution as follows:

Mode of e-Voting	Total valid e-voting casted (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-voting	Number of shares voted	%	Number of e-voting	Number of shares voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-voting	61	57	2595256	100.00	4	86	0.00	100.00
e-voting at the AGM	1	1	1	100.00	0	0	0.00	100.00
Total	62	58	2595257	<b>100.00</b>	4	86	0.00	100.00

Details of Abstained Votes:

Mode of e-Voting	Total number of members whose votes were abstained	Total number of votes abstained
Remote e-voting	1	20
e-voting at the AGM	0	0
Total	1	20



**Special Business**

Item No: 7

Re-Appointment of Mr. P. Dwaraknath Reddy (DIN: 00277929) as Managing Director of the Company for a period of one year w.e.f. 1<sup>st</sup> October, 2021 and fixing the remuneration.

Passed as a Special Resolution as follows:

Mode of e-Voting	Total valid e-voting casted (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-voting	Number of shares voted	%	Number of e-voting	Number of shares voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-voting	60	56	2595213	100.00	4	109	0.00	100.00
e-voting at the AGM	1	1	1	100.00	0	0	0.00	100.00
<b>Total</b>	<b>61</b>	<b>57</b>	<b>2595214</b>	<b>100.00</b>	<b>4</b>	<b>109</b>	<b>0.00</b>	<b>100.00</b>

Details of Abstained Votes:

Mode of e-Voting	Total number of members whose votes were abstained	Total number of votes abstained
Remote e-voting	2	40
e-voting at the AGM	0	0
<b>Total</b>	<b>2</b>	<b>40</b>





Item No: 8

Payment of remuneration to Mr. P. Aditya Reddy (DIN: 00482051), Joint Managing Director of the Company.

Passed as a Special Resolution as follows:

Mode of e-Voting	Total valid e-voting casted (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-voting	Number of shares voted	%	Number of e-voting	Number of shares voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-voting	61	57	2595113	99.99	4	229	0.01	100.00
e-voting at the AGM	1	1	1	100.00	0	0	0.00	100.00
<b>Total</b>	<b>62</b>	<b>58</b>	<b>2595114</b>	<b>99.99</b>	<b>4</b>	<b>229</b>	<b>0.01</b>	<b>100.00</b>

Details of Abstained Votes:

Mode of e-Voting	Total number of members whose votes were abstained	Total number of votes abstained
Remote e-voting	1	20
e-voting at the AGM	0	0
<b>Total</b>	<b>1</b>	<b>20</b>





Item No: 9

Re-Appointment of Mr. R. P. Khaitan (DIN: 00015801) as Joint Managing Director of the Company for a period of one year w.e.f. 1<sup>st</sup> October, 2021 and fixing the remuneration.

Passed as a Special Resolution as follows:

Mode of e-Voting	Total valid e-voting casted (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-voting	Number of shares voted	%	Number of e-voting	Number of shares voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-voting	61	55	2468078	95.10	6	127264	4.90	100.00
e-voting at the AGM	1	1	1	100.00	0	0	0.00	100.00
<b>Total</b>	<b>62</b>	<b>56</b>	<b>2468079</b>	<b>95.10</b>	<b>6</b>	<b>127264</b>	<b>4.90</b>	<b>100.00</b>

Details of Abstained Votes:

Mode of e-Voting	Total number of members whose votes were abstained	Total number of votes abstained
Remote e-voting	1	20
e-voting at the AGM	0	0
<b>Total</b>	<b>1</b>	<b>20</b>



Item No: 10

Approval for related party transaction with M/s. Radiohms Agencies for a period from 1<sup>st</sup> October, 2021 to 30<sup>th</sup> September, 2022.

Passed as an Ordinary Resolution as follows:

Mode of e-Voting	Total valid e-voting casted (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-voting	Number of shares voted	%	Number of e-voting	Number of shares voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-voting	56	50	2111768	94.31	6	127407	5.69	100.00
e-voting at the AGM	1	1	1	100.00	0	0	0.00	100.00
<b>Total</b>	<b>57</b>	<b>51</b>	<b>2111769</b>	<b>94.31</b>	<b>6</b>	<b>127407</b>	<b>5.69</b>	<b>100.00</b>

The votes casted by Two of Shareholders having 26740 equity shares were treated as "invalid vote" for this resolution.

Details of Abstained Votes:

Mode of e-Voting	Total number of members whose votes were abstained	Total number of votes abstained
Remote e-voting	4	329447
e-voting at the AGM	0	0
<b>Total</b>	<b>4</b>	<b>329447</b>



Item No: 11

Approval for related party transaction with M/s. RAL Consumer Products Limited for a period from 1<sup>st</sup> October, 2021 to 30<sup>th</sup> September, 2022.

Passed as an Ordinary Resolution as follows:

Mode of e-Voting	Total valid e-voting casted (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-voting	Number of shares voted	%	Number of e-voting	Number of shares voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-voting	56	50	2111768	94.31	6	127407	5.69	100.00
e-voting at the AGM	1	1	1	100.00	0	0	0.00	100.00
<b>Total</b>	<b>57</b>	<b>51</b>	<b>2111769</b>	<b>94.31</b>	<b>6</b>	<b>127407</b>	<b>5.69</b>	<b>100.00</b>

The votes casted by Two of Shareholders having 26740 equity shares were treated as "invalid vote" for this resolution.

Details of Abstained Votes:

Mode of e-Voting	Total number of members whose votes were abstained	Total number of votes abstained
Remote e-voting	4	329447
e-voting at the AGM	0	0
<b>Total</b>	<b>4</b>	<b>329447</b>





Item No: 12

Approval for payment of remuneration to Cost Auditor Mr. P. Raju Iyer for the financial year ending 31<sup>st</sup> March, 2022.

Passed as an Ordinary Resolution as follows:

Mode of e-Voting	Total valid e-voting casted (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-voting	Number of shares voted	%	Number of e-voting	Number of shares voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-voting	62	59	2468164	95.10	3	127198	4.90	100.00
e-voting at the AGM	1	1	1	100.00	0	0	0.00	100.00
<b>Total</b>	<b>63</b>	<b>60</b>	<b>2468165</b>	<b>95.10</b>	<b>3</b>	<b>127198</b>	<b>4.90</b>	<b>100.00</b>

Details of Abstained Votes:

Mode of e-Voting	Total number of members whose votes were abstained	Total number of votes abstained
Remote e-voting	0	0
e-voting at the AGM	0	0
<b>Total</b>	<b>0</b>	<b>0</b>





Item No: 13

Approval for Sub-Division of Equity Shares of the company from the face value of Rs. 10/- into face value of Rs. 5/- per share.

Passed as a Special Resolution as follows:

Mode of e-Voting	Total valid e-voting casted (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-voting	Number of shares voted	%	Number of e-voting	Number of shares voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-voting	62	60	2468184	95.10	2	127178	4.9	100.00
e-voting at the AGM	1	1	1	100.00	0	0	0.00	100.00
<b>Total</b>	<b>63</b>	<b>61</b>	<b>2468185</b>	<b>95.10</b>	<b>2</b>	<b>127178</b>	<b>4.9</b>	<b>100.00</b>

Details of Abstained Votes:

Mode of e-Voting	Total number of members whose votes were abstained	Total number of votes abstained
Remote e-voting	0	0
e-voting at the AGM	0	0
<b>Total</b>	<b>0</b>	<b>0</b>







Item No: 14

Approval for Alteration of Capital Clause of the Memorandum of Association of the Company.

Passed as a Special Resolution as follows:

Mode of e-Voting	Total valid e-voting casted (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-voting	Number of shares voted	%	Number of e-voting	Number of shares voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-voting	62	60	2468184	95.10	2	127178	4.9	100.00
e-voting at the AGM	1	1	1	100.00	0	0	0.00	100.00
<b>Total</b>	<b>63</b>	<b>61</b>	<b>2468185</b>	<b>95.10</b>	<b>2</b>	<b>127178</b>	<b>4.9</b>	<b>100.00</b>

Details of Abstained Votes:

Mode of e-Voting	Total number of members whose votes were abstained	Total number of votes abstained
Remote e-voting	0	0
e-voting at the AGM	0	0
<b>Total</b>	<b>0</b>	<b>0</b>





9. The electronic data and all other relevant records relating to remote e-voting and e-voting by Equity Shareholders at the AGM are under my safe custody and will be handed over to the Company Secretary of the Company for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking You,

Yours faithfully,

For **M Damodaran & Associates LLP**

M. Damodaran  
Managing Partner  
Membership No.: 5837  
COP No.: 5081  
ICSI UDIN: F005837C001051431



Place: Chennai  
Date: 30/09/2021