



Igarashi Motors India Limited

Plot No. B-12 To B-15, Phase II  
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21<sup>st</sup> September 2012

Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai 400 001

Email & Courier

Dear Sir,

Atten: Compliance Department

**Ref: Listing Agreement Clause 31 - Scrip Code No.517380**

We enclose a copy of the proceedings of the 20<sup>th</sup> Annual General Meeting held on 15<sup>th</sup> September 2012.

This is for your information and records.

Thanking you

Yours faithfully  
For IGARASHI MOTORS INDIA LIMITED

  
P Dinakara Babu  
COMPANY SECRETARY

Encl As Above

**PROCEEDINGS OF THE 20<sup>th</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF IGARASHI MOTORS INDIA LIMITED WAS HELD ON SATURDAY, THE 15<sup>TH</sup> SEPTEMBER, 2012 AT 3.00 P.M. AT THE MUSIC ACADEMY, MINI HALL, 306 T T K ROAD, CHENNAI 600014.**

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**Present :**

Mr. K K Nohria – Chairman & Member  
Mr. K Igarashi  
Mr. G N Mani – Director & Member  
Mr. Jacob Mathew, Director & Audit Committee Chairman  
Mr. P Mukund, Managing Director & Member

**In Attendance:**

Mr. L Vaidyanathan, Sharp & Tannan, Statutory Auditor  
Mr. R Chandrasekaran, Head - Finance  
Mr. P Dinakara Babu - Company Secretary

**Members Present :**

264 Members in person (Including Authorised Representatives)

**CHAIRMAN**

Mr. K K Nohria, Chairman of the Board of Directors presided over the meeting.

The Chairman then stated that pursuant to the provisions of Section 174(1) of the Companies Act, 1956, and Article 72 of the Articles of Association of the Company, the requisite quorum for the meeting was five members present in person or proxy. The Chairman also informed that the requisite quorum being present declared the meeting open and welcomed the members attending the meeting.

The Chairman then stated that Register of Proxies and Register of Directors' Shareholdings under Section 307 of the Companies Act, 1956 were available for inspection of the Members during the continuance of the Meeting.

With the permission of Members, the Notice convening the Meeting, the Audited Statement of Accounts and the Directors Report on the operations of the Company for the year ended on March 31, 2012 were taken as read.

The Chairman while welcoming the shareholders gave brief affairs of the Company.

The Chairman then asked Mr. P Dinakara Babu, Company Secretary to read the Auditors' Report which was then read by the Company Secretary as required under Section 230 of the Companies Act, 1956.

Thereafter following matters were considered and approved by the Members by show of hands.

**IGARASHI MOTORS INDIA LIMITED**



**P.DINAKARA BABU  
COMPANY SECRETARY**

## ORDINARY BUSINESS

**Item No. 1 Adoption of Accounts for the year ended on March 31,2012**

To receive, consider and adopt the Directors Report, Audited Balance Sheet as at March 31,2012 and Statement of Profit & Loss Account of the Company for the year ended on that date and the Auditors Report thereon – **ORDINARY RESOLUTION**

“RESOLVED THAT the Audited Balance Sheet as at 31<sup>st</sup> March, 2012 and the Statement of Profit & Loss Account for the year ended on the said date and the reports of the Auditors and Directors thereon, be and are hereby approved and adopted.”

**Item No. 2 Re-appointment of Director, Mr.K.K.Nohria, who retires by rotation --  
ORDINARY RESOLUTION**

“RESOLVED THAT Mr. K.K.Nohria, Director of the Company retiring by rotation at this Annual General Meeting be and is hereby re-appointed as Director of the Company”.

**Item No. 3 Re-appointment of Director, Mr. Jacob Mathew, who retires by rotation. --  
ORDINARY RESOLUTION**

“RESOLVED THAT Mr. Jacob Mathew, Director of the Company retiring by rotation at this Annual General Meeting be and is hereby re-appointed as Director of the Company”.

**Item No. 4 Appointment of Auditors –ORDINARY RESOLUTION**

“RESOLVED THAT pursuant to Section 224 and other applicable provisions, if any, of the Companies Act, 1956 , M/s. Sharp & Tannan, Chartered Accountants who retire at the conclusion of this Annual General Meeting of the Company and are otherwise eligible for re-appointment , be and are hereby appointed as Auditors of the Company at Remuneration to be determined by the Board of Directors of the Company (referred to as “the Board” which term shall include Audit Committee of the Board) to hold office till the conclusion of next Annual General Meeting of the Company and that they be paid in addition, any out of pocket and/or traveling expenses that they may incur in carrying out their duties as such Directors.”

*Note : The above are only proceedings of 20<sup>th</sup> Annual General Meeting of the members of Igarashi Motors India Limited held on September 15,2012 and does not purport to be the Minutes of the said meeting.*

**IGARASHI MOTORS INDIA LIMITED**

  
**P.DINAKARA BABU**  
**COMPANY SECRETARY**