

Panasonic Energy India Co. Ltd.

G.I.D.C., Makarpura, P.B.No. : 719, Vadodara-390 010, Gujarat- India.

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ISO 9001: 2008 & ISO 14001: 2004 Certified Company

August 11, 2017

The Manager – Listing
The BSE Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street
MUMBAI – 400 001.

Scrip Code: 504093

Re: Submission of Scrutinizer's Report of Panasonic Energy India Co. Ltd. for Annual General Meeting held on August 10, 2017.

Dear Sir / Madam

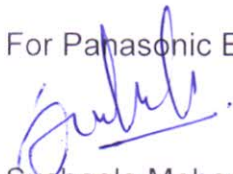
We are attaching herewith scrutinizer's report dated August 10, 2017 by M/s. Vijay Bhatt & Co., Company Secretaries, Vadodara, (Membership No. 4900 & Certificate of Practice No. 2265) for voting on various resolutions transacted at 45th Annual General Meeting held on August 10, 2017.

Further please note that the said report is also being signed by Mr. Mikio Morikawa, Chairman & Managing Director of the company.

We request you to kindly take the same on your records.

Thank you.

For Panasonic Energy India Co. Ltd.



Susheela Maheshwari
Company Secretary



Encl: as above

Scrutinizer's Report

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20 (3) (xi) and Rule 21 (2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
Panasonic Energy India Company Limited
GIDC, Makarpura,
Vadodara- 390 010

Dear Sir,

Sub: Scrutinizer's Report

I, Vijay J Bhatt, Proprietor of Vijay Bhatt & Co. Company Secretaries Firm has been appointed by the Board of Directors of Panasonic Energy India Company Limited (The Company) having its registered office at GIDC, Makarpura, Vadodara- 390 010 as a scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provision of the Section 108 of The Companies Act, 2013 read with Rule 20 (3) (xi) of the Companies (Management and Administration) Rules 2014 as amended vide Notification no. G.S.R. 207 (E) dated 19th March, 2015 and poll taken on the resolutions contained in the notice (hereinafter referred to as "the resolutions") of the 45th Annual General Meeting (AGM) of the members of the Company, to be held on 10th August, 2017 at C.C Mehta Auditorium, M.S. University Campus, Sayajigunj, Vadodara -390 002.

The notice dated 30th May, 2017 convening the 45th Annual General Meeting (AGM) of the Company along with statements setting out material facts under section 102 of The Companies Act, 2013 was sent to the shareholders in respect of the resolutions to be passed at the said AGM of the Company to be held on 10th August, 2017.

The Management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and rules relating to voting through electronic means on the resolutions contained in the notice of Annual General Meeting (AGM) of the Company. My responsibility as scrutinizer for e-voting process and poll taken is restricted to make a scrutinizer's report of the vote cast "in favour" or "against" the resolutions and "invalid" votes, based on the reports generated from e-voting system provided by Central Depository Services (India) Limited the authorized agency to provide e-voting facilities, engaged by the Company and scrutinizing votes cast at Annual General Meeting.

Further to the above I submit my report as under :-

- 1 The e-voting period commenced on Monday, August 07, 2017 at 09:00 am and ended on Wednesday, August 09, 2017 at 5:00 pm.
- 2 The Members of the Company as on "cut off" date i.e Thursday, August 03, 2017 were entitled to vote on the resolutions as set out in the notice to the Annual General Meeting (AGM) of the members of the Company.
- 3 The e-votes cast were unblocked on 10th August, 2017 at 5.00 p.m in the presence of 2 witnesses Ms. Megha Shah and Mr. Bhushan Joshi who are not in the employment of the Company.
- 4 Thereafter, the details containing *inter alia*, list of Equity Shareholders, who voted "for", "against" and "invalid" each of the resolutions that were put to vote, were generated from e-voting website www.evotingindia.co.in.
- 5 After the time fixed for closing of the poll by the Chairman at the Annual General Meeting, ballot box kept for polling were locked in my presence with due identification marks placed by me.
- 6 The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agent of the Company and the authorizations/ proxies lodged with the company.
- 7 The poll papers, which were complete, have been treated as valid.



Vijay J. Bhatt

B.Com (Hons.), LL.B. (Spl), FCS

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8 The overall result of e-voting and poll is as under:

(a) **Resolution No. 1** – To consider and adopt the Audited Financial Results of the company for the financial year ended March 31, 2017 and the Reports of the Board of Directors and the Auditors thereon:

(i) Voted in favour of the resolution:

Mode of Polling	Number of members voted	Number of votes cast by them	% of total number of valid votes
E-voting	17	4651332	100
Physical	21	2067	100
Total	38	4653399	100

(ii) Voted against the resolution:

Mode of Polling	Number of members voted	Number of votes cast by them	% of total number of valid Votes
E-voting	Nil	Nil	Nil
Physical	Nil	Nil	Nil
Total	Nil	Nil	Nil

(iii) Invalid votes :

Mode of Polling	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	Nil	Nil
Physical	Nil	Nil
Total	Nil	Nil

(b) **Resolution No. 2**- To declare final dividend on equity shares for the year ended March 31, 2017:

(i) Voted in favour of the resolution:

Mode of Polling	Number of members voted	Number of votes cast by them	% of total number of valid votes
E-voting	17	4651332	100
Physical	21	2067	100
Total	38	4653399	100

(ii) Voted against the resolution:

Mode of Polling	Number of members voted	Number of votes cast by them	% of total number of valid Votes
E-voting	Nil	Nil	Nil
Physical	Nil	Nil	Nil
Total	Nil	Nil	Nil



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(iii) **Invalid votes :**

Mode of Polling	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	Nil	Nil
Physical	Nil	Nil
Total	Nil	Nil

(c) **Resolution No. 3** – To appoint a Director in place of Mr. Mikio Morikawa, Chairman and Managing Director (holding DIN: 02611904), who retires by rotation and is eligible for re-appointment:

(i) **Voted in favour** of the resolution:

Mode of Polling	Number of members voted	Number of votes cast by them	% of total number of valid votes
E-voting	17	4651332	100
Physical	21	2067	100
Total	38	4653399	100

(ii) **Voted against** the resolution:

Mode of Polling	Number of members voted	Number of votes cast by them	% of total number of valid Votes
E-voting	NIL	NIL	NIL
Physical	Nil	Nil	Nil
Total	NIL	NIL	NIL

(iii) **Invalid votes :**

Mode of Polling	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	Nil	Nil
Physical	Nil	Nil
Total	Nil	Nil

(d) **Resolution No. 4**– To appoint a statutory Auditors and fix their remuneration:

(i) **Voted in favour** of the resolution:

Mode of Polling	Number of members voted	Number of votes cast by them	% of total number of valid votes
E-voting	17	4651332	100
Physical	21	2067	100
Total	38	4653399	100



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(ii) Voted **against** the resolution:

Mode of Polling	Number of members voted	Number of votes cast by them	% of total number of valid Votes
E-voting	Nil	Nil	Nil
Physical	Nil	Nil	Nil
Total	Nil	Nil	Nil

(iii) Invalid votes :

Mode of Polling	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	Nil	Nil
Physical	Nil	Nil
Total	Nil	Nil

(e) **Resolution No. 5**– Ratification of Remuneration to Cost Auditor:

(i) Voted **in favour** of the resolution:

Mode of Polling	Number of members voted	Number of votes cast by them	% of total number of valid votes
E-voting	17	4651332	100
Physical	21	2067	100
Total	38	4653399	100

(ii) Voted **against** the resolution:

Mode of Polling	Number of members voted	Number of votes cast by them	% of total number of valid Votes
E-voting	Nil	Nil	Nil
Physical	Nil	Nil	Nil
Total	Nil	Nil	Nil

(iii) Invalid votes :

Mode of Polling	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	Nil	Nil
Physical	Nil	Nil
Total	Nil	Nil



Vijay J. Bhatt

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(f) **Resolution No. 6**– Appointment of Mr. Kazuo Tadanobu as Non-executive Director:

(i) Voted **in favour** of the resolution:

Mode of Polling	Number of members voted	Number of votes cast by them	% of total number of valid votes
E-voting	17	4651332	100
Physical	21	2067	100
Total	38	4653399	100

(ii) Voted **against** the resolution:

Mode of Polling	Number of members voted	Number of votes cast by them	% of total number of valid Votes
E-voting	Nil	Nil	Nil
Physical	Nil	Nil	Nil
Total	Nil	Nil	Nil

(iii) **Invalid votes :**

Mode of Polling	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	Nil	Nil
Physical	Nil	Nil
Total	Nil	Nil

(g) **Resolution No. 7**– Revision in remuneration payable to Mr. Mikio Morikawa, Chairman and Managing Director from April 01, 2017:

(i) Voted **in favour** of the resolution:

Mode of Polling	Number of members voted	Number of votes cast by them	% of total number of valid votes
E-voting	17	4651332	100
Physical	21	2067	100
Total	38	4653399	100

(ii) Voted **against** the resolution:

Mode of Polling	Number of members voted	Number of votes cast by them	% of total number of valid Votes
E-voting	Nil	Nil	Nil
Physical	Nil	Nil	Nil
Total	Nil	Nil	Nil



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(iii) Invalid votes :

Mode of Polling	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	Nil	Nil
Physical	Nil	Nil
Total	Nil	Nil

9. The register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

Thanking you,

Yours truly,
For Vijay Bhatt & Co.
Company Secretaries,



Vijay. J. Bhatt
Proprietor
CP: 2265
FCS: 4900

Place: Vadodara
Date: 10.08.2017



For Panasonic Energy India Co. Ltd.



M. K. Morikawa
Chairman & Managing Director

