

Panasonic Carbon India Co. Ltd.

CIN: L29142TN1982PLC009560

Regd. Office : Pottipatti Plaza, 3rd Floor,
77 (Old No. 35) Nungambakkam High Road,
Nungambakkam, Chennai - 600 034. India.

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www.panasoniccarbon.co.in

To
The Secretary
BSE Limite,
P.J Towers, Dalal Street
Fort, Mumbai 400 001

10th August 2017

Ref: Scrip Code: 508941/ ISIN: INE013E01017

Sub: Voting results of the 35th Annual General Meeting held on 8th August, 2017

Dear Sir,

As required under Regulation 44 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Please find below the details of the voting results of the Annual General Meeting (AGM) of the Shareholders of the Company held on Tuesday, August 8, 2017 at 3.00 p.m. at Hotel Benz Park, No. 62, Thirumalai Pillai Road, T. Nagar, Chennai-600017.


The business items of the AGM were conducted through remote e-voting pursuant to Section 108 of the Companies Act, 2013 ('Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015. Those who did not cast their votes through remote e-voting were given opportunity to vote at the AGM by way of poll, which was conducted by Sri. P. Sriram, Practising Company Secretary, the Scrutiniser. We enclose the followings:

1. The details of Voting results of remote e-voting and poll are attached in the prescribed format- Annexure I
2. Consolidated Report of the Scrutiniser for e-voting & Poll – AGM resolutions -Annexure 2.

Kindly take the same on records and acknowledge the receipt.

Thanking you,

Yours faithfully,
For Panasonic Carbon India Co. Limited


P. Maheswari
Company Secretary



ANNEXURE 1

Details of Results of E-Voting and Poll pursuant to Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	
Date of the AGM	8 th August, 2017
Total No of Shareholders as on Record date (01/08/2017)	8,533
No of Shareholders Present in the Meeting either in person or through Proxy	156
Promoter and Promoter Group	04
Public	152
No of Shareholders attended the Meeting through Video conferencing Promoters and Promoters Group Public	Nil



NAME OF THE COMPANY: IMC-PANASONIC CARBON INDIA CO LTD

1. Ordinary Business: Adoption of Audited Financial Statements, Reports of the Board of Directors and Auditors thereon for the year ended 31st March, 2017

Resolution Required: (Ordinary/Special)

PARTICULARS	MODE OF VOTING	Whether promoter/ promoter groups are interested in the agenda/resolution?				Ordinary Resolution			
		NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED	
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100	
PROMOTER AND PROMOTER-GROUP	E-VOTING	3128952	3036820	97.06	3036820	0	100	0	
	POLL		92132	0	92132	0	100	0	
	POSTAL BALLOT		0	0	0	0	0	0	
	SUB TOTAL	3128952	3128952	100	3128952	0	100	0	
PUBLIC-INSTITUTIONS	E-VOTING	150	0	0	0	0	0	0	
	POLL		0	0	0	0	0	0	
	POSTAL BALLOT		0	0	0	0	0	0	
	SUB TOTAL	150	0	0	0	0	#VALUE!	#VALUE!	
PUBLIC-NON INSTITUTIONS	E-VOTING	1670898	1636	0.1	1636	0	100	0	
	POLL		985	0	985	0	100	0	
	POSTAL BALLOT		0	0	0	0	0	0	
	SUB TOTAL	1670898	2621	0.16	2621	0	100	0	
GRAND TOTAL		4800000	3131573	65.24	3131573	0	100	0	

2. Ordinary Business: Declaration of Dividend

Resolution Required: (Ordinary/Special)

PARTICULARS	MODE OF VOTING	Whether promoter/ promoter groups are interested in the agenda/resolution?				Ordinary Resolution			
		NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED	
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100	
PROMOTER AND PROMOTER-GROUP	E-VOTING	3128952	3036820	97.06	3036820	0	100	0	
	POLL		92132	0	92132	0	100	0	
	POSTAL BALLOT		0	0	0	0	0	0	
	SUB TOTAL	3128952	3128952	100	3128952	0	100	0	
PUBLIC-INSTITUTIONS	E-VOTING	150	0	0	0	0	0	0	
	POLL		0	0	0	0	0	0	
	POSTAL BALLOT		0	0	0	0	0	0	
	SUB TOTAL	150	0	0	0	0	#VALUE!	#VALUE!	
PUBLIC-NON INSTITUTIONS	E-VOTING	1670898	1636	0.1	1636	0	100	0	
	POLL		985	0	985	0	100	0	
	POSTAL BALLOT		0	0	0	0	0	0	
	SUB TOTAL	1670898	2621	0.16	2621	0	100	0	
GRAND TOTAL		4800000	3131573	65.24	3131573	0	100	0	

3. Ordinary Business: Appointment of M/s. BSR & Co., LLP Chartered

Resolution Required: (Ordinary/Special)

PARTICULARS	MODE OF VOTING	Whether promoter/ promoter groups are interested in the agenda/resolution?				Ordinary Resolution			
		NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED	
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100	
PROMOTER AND PROMOTER-GROUP	E-VOTING	3128952	3036820	97.06	3036820	0	100	0	
	POLL		92132	0	92132	0	100	0	
	POSTAL BALLOT		0	0	0	0	0	0	
	SUB TOTAL	3128952	3128952	100	3128952	0	100	0	
PUBLIC-INSTITUTIONS	E-VOTING	150	0	0	0	0	0	0	
	POLL		0	0	0	0	0	0	
	POSTAL BALLOT		0	0	0	0	0	0	





	SUB TOTAL	150	0	0	0	0	#VALUE!	#VALUE!
PUBLIC-NON INSTITUTIONS	E-VOTING	1670898	1636	0.1	1636	0	100	0
	POLL		985	0	963	22	97.77	2.23
	POSTAL BALLOT		0	0	0	0	0	0
	SUB TOTAL	1670898	2621	0.16	2599	22	99.16	0.84
GRAND TOTAL		4800000	3131573	65.24	3131551	22	100	0

4.Special Business: Appointment of Mr. Kazuo Tadanobu as Director

Resolution Required:(Ordinary/Special)

PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	Ordinary Resolution				
				% OF SHARES POLLED ON OUTSTANDING	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
PROMOTER AND PROMOTER-GROUP	E-VOTING	3128952	3036820	97.06	3036820	0	100	0
	POLL		92132	0	92132	0	100	0
	POSTAL BALLOT		0	0	0	0	0	0
	SUB TOTAL	3128952	3128952	100	3128952	0	100	0
PUBLIC-INSTITUTIONS	E-VOTING	150	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	SUB TOTAL	150	0	0	0	0	#VALUE!	#VALUE!
PUBLIC-NON INSTITUTIONS	E-VOTING	1670898	1636	0.1	1636	0	100	0
	POLL		985	0	985	0	100	0
	POSTAL BALLOT		0	0	0	0	0	0
	SUB TOTAL	1670898	2621	0.16	2621	0	100	0
GRAND TOTAL		4800000	3131573	65.24	3131573	0	100	0

5.Special Business: Appointment of Mr. R. Senthil Kumar as Managing Director

Resolution Required:(Ordinary/Special)

PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	Ordinary Resolution				
				% OF SHARES POLLED ON OUTSTANDING	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
PROMOTER AND PROMOTER-GROUP	E-VOTING	3128952	3036820	97.06	3036820	0	100	0
	POLL		92132	0	92132	0	100	0
	POSTAL BALLOT		0	0	0	0	0	0
	SUB TOTAL	3128952	3128952	100	3128952	0	100	0
PUBLIC-INSTITUTIONS	E-VOTING	150	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	SUB TOTAL	150	0	0	0	0	#VALUE!	#VALUE!
PUBLIC-NON INSTITUTIONS	E-VOTING	1670898	1636	0.1	1636	0	100	0
	POLL		985	0	985	0	100	0
	POSTAL BALLOT		0	0	0	0	0	0
	SUB TOTAL	1670898	2621	0.16	2621	0	100	0
GRAND TOTAL		4800000	3131573	65.24	3131573	0	100	0

6.Special Business: Approval of remuneration payable to Mr. R. Senthil Kumar.

Resolution Required:(Ordinary/Special)

PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	Ordinary Resolution				
				% OF SHARES POLLED ON OUTSTANDING	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
PROMOTER AND PROMOTER-GROUP	E-VOTING	3128952	3036820	97.06	3036820	0	100	0
	POLL		92132	0	92132	0	100	0

NAME OF THE COMPANY: IMC-PANASONIC CARBON INDIA CO LTD

	POSTAL BALLOT		0	0	0	0	0	0	0	0	0	0	0
	SUB TOTAL	3128952	3128952	100	0	3128952	100	0	0	0	0	0	0
PUBLIC-INSTITUTIONS	E-VOTING	150	0	0	0	0	0	0	0	0	0	0	0
	POLL		0	0	0	0	0	0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0	0	0	0	0	0
	SUB TOTAL	150	0	0	0	0	0	0	0	0	0	0	#VALUE!
PUBLIC-NON INSTITUTIONS	E-VOTING	1670898	1636	0.1	1636	0	100	0	0	0	0	0	0
	POLL		985	0	985	22	97.77	0	0	0	0	0	2.23
	POSTAL BALLOT		2621	0	0	0	0	0	0	0	0	0	0
	SUB TOTAL	1670898	2621	0.16	2599	22	99.16	0	0	0	0	0	0.84
GRAND TOTAL		4800000	3131573	65.24	3131551	22	100	0	0	0	0	0	0





P. Sriram & Associates
Practising Company Secretaries

CONSOLIDATED REPORT OF THE SCRUTINIZER

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(xii) of the Companies (Management and Administration) Rules, 2014)

To,

The Chairman of 35th Annual General Meeting of
Panasonic Carbon India Co. Limited,
Having Registered Office at:
Pottipati Plaza, 77 (Old. No.35)
Nungambakkam High Road,
Third Floor, Nungambakkam,
Chennai-600 034.

THIRTY FIFTH ANNUAL GENERAL MEETING OF THE EQUITY SHAREHOLDERS OF PANASONIC CARBON INDIA CO. LIMITED HELD ON THURSDAY 8th AUGUST, 2017 AT 3:00 PM AT HOTEL BENZZ PARK 62, THIRUMALAI PILLAI ROAD, T.NAGAR, CHENNAI-600017.

I, P. Sriram, Proprietor of P. Sriram & Associates, Practising Company Secretaries, was appointed as Scrutinizer by the Board of Directors of PANASONIC CARBON INDIA CO. LIMITED, CIN:L29142TN1982PLC009560 ("the Company") for the purpose of voting by electronic means i.e. remote e-voting and voting by poll at the Company's Annual General Meeting held on 8th August, 2017 at the venue mentioned above (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 the Regulation 44 of the SEBI (Listing obligations and Disclosure Requirements) Regulations 2015, in respect of resolutions contained in the Notice dated 10th May, 2017 of the AGM held on 8th August, 2017.





P. Sriram & Associates
Practising Company Secretaries

The management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules relating to voting through electronic means [i.e. by remote e-voting and voting by poll (Insta Poll)] at the AGM for the resolutions contained in the Notice of the AGM. My responsibility as a scrutinizer is restricted to ensure that the voting process through remote e-voting and poll at the AGM is conducted in a fair and transparent manner and to make a Consolidated Scrutinizer Report of the votes cast 'For' or 'Against' the resolutions contained in the Notice.

Report on scrutiny:

1. The Company has entered into an arrangement with Central Depository Services (India) Ltd (CDSL), the Agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means to all the members who were eligible to take part in the remote e-voting.
2. The cut-off date for the purposes of identifying the shareholders who will be entitled to vote on the resolution placed for approval of the shareholders was 1st August, 2017.
3. As prescribed in the Rules, remote e-voting facility was kept open for three days from Saturday, 5th August, 2017 (10:00 Hours IST) till Monday 7th August, 2017 (17:00Hours IST) preceding the date of the AGM.
4. As on the cut-off date i.e. 1st August, 2017, there were 8533 Shareholders.


P.SRIRAM
SCRUTINIZER




INITIAL OF THE AUTHORIZED DIRECTOR



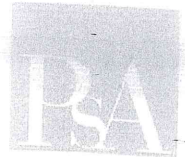
P. Sriram & Associates
Private Limited Company, Bangalore

5. At the end of remote e-voting period on 7th August, 2017 at 17:00 HRS IST, voting portal of CDSL was blocked forthwith.
6. After the poll ordered by the Chairman at the AGM, One poll box kept for polling were locked in my presence with due identification marks placed by me. The keys of the poll boxes were handed over to the Chairman of the AGM after locking them.
7. After completion of the poll at the AGM, the poll boxes kept for voting were immediately opened by me in presence of Mr. P. Venkateswara Rao (DPIN CLIENT ID_P0001737/IN30018311044345) and Mr. S. Kalyanaraman (DPIN CLIENT ID_IN30015910313555) who are not the employees of the Company.
8. The Shareholders present in person or through proxy at the AGM 152 & 4 respectively.
9. On Tuesday, 8th August, 2017 at 16.13 P.M after counting votes cast at the AGM, the votes cast through remote e-voting were unblocked by me in the presence of Ms. Nithya Pasupathy and Mr.Naresh Babu.
10. The voting ballot papers for the Poll conducted at the AGM and remote e-voting records were reconciled with the records maintained by M/s Cameo Corporate Services Limited, the Registrar and Share Transfer Agents (RTA) of the Company along with the authorizations/ proxies lodged with the RTA/Company. The voters were also scrutinized for the purpose of eliminating duplicate voting (i.e.,) on remote e-voting as well as by use of ballot.


P.SRIRAM
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INITIAL OF THE AUTHORISED DIRECTOR



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11. The poll papers which were incomplete and/ or which were otherwise found defective have been treated as invalid and kept separately

12. The total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under :





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P. Sriram & Associates
Chartered Accountants

CONSOLIDATED REPORT ON RESULT OF VOTING THROUGH ELECTRONIC MEANS i.e.,
REMOTE E- VOTING AND VOTING BY POLL IS AS UNDER:

ITEM NO. 1: AS AN ORDINARY RESOLUTION

ADOPTION OF AUDITED FINANCIAL STATEMENTS OF THE COMPANY (INCLUDING
CONSOLIDATED FINANCIAL STATEMENTS) FOR THE FINANCIAL YEAR ENDED 31ST MARCH,
2017:

Voting	Voted in favour of the resolution		Voted against the resolution		Votes invalid	
	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting
Number of Members voted (in person or by proxy)	27	9	0	0	0	0
Number of Votes Cast by Members	93117	3038456	0	0	0	0
% of total number of valid votes cast	2.974	97.026	0	0	0	0

CONSOLIDATED RESULT ON VOTING ITEM NO: 1

Percentage of Votes in Favour -100%

Percentage of Votes against -0.00%


P.SRIRAM
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Practising Company Secretaries

ITEM NO.2: AS AN ORDINARY RESOLUTION

CONFIRMATION DECLARATION OF FINAL DIVIDEND ON EQUITY SHARES FOR FY-2016-2017.

Voting	Voted in favour of the resolution		Voted against the resolution		Votes invalid	
	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting
Number of Members voted (in person or by proxy)	27	9	0	0	0	0
Number of Votes Cast by Members	93117	3038456	0	0	0	0
% of total number of valid votes cast	2.974	97.026	0	0	0	0

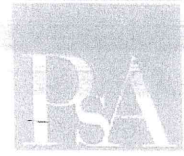
CONSOLIDATED RESULT ON VOTING ITEM NO: 2

Percentage of Votes in Favour -100%

Percentage of Votes against - 0.00%


P.SRIRAM
SCRUTINIZER


INITIAL OF THE AUTHORISED DIRECTOR



P. Sriram & Associates
Chartered Accountants

ITEM NO.3 AS AN ORDINARY RESOLUTION

APPOINTMENT OF AUDITORS TO HOLD THE OFFICE IN PLACE OF RETIRING AUDITOR FROM CONCLUSION OF THIS AGM TILL CONCLUSION OF NEXT AGM AND FIXING THEIR REMUNERATION:

Voting	Voted in favour of the resolution		Voted against the resolution		Votes invalid	
	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting
Number of Members voted (in person or by proxy)	26	9	1	0	0	0
Number of Votes Cast by Members	93095	3038456	22	0	0	0
% of total number of valid votes cast	2.972	97.026	0.002	0	0	0

CONSOLIDATED RESULT ON VOTING ITEM NO: 3

Percentage of Votes in Favour -99.998%

Percentage of Votes against - 0.002%


P. SRIRAM
SCRUTINIZER


INITIAL OF THE AUTHORISED DIRECTOR



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Practising Company Secretaries

ITEM NO. 4: AS AN ORDINARY RESOLUTION

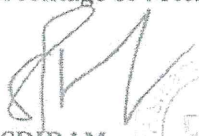
APPOINTMENT OF MR.KAZUO TADANOBU (HOLDING DIN: 07818992) AS DIRECTOR OF THE COMPANY:


Voting	Voted in favour of the resolution		Voted against the resolution		Votes invalid	
	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting
Number of Members voted (in person or by proxy)	27	9	0	0	0	0
Number of Votes Cast by Members	93117	3038456		0	0	0
% of total number of valid votes cast	2.974	97.026	0	0	0	0

CONSOLIDATED RESULT ON VOTING ITEM NO: 4

Percentage of Votes in Favour -100%

Percentage of Votes against - 0.00%


P.SRIRAM
SCRUTINIZER




INITIAL OF THE AUTHORIZED DIRECTOR



P. Sriram & Associates
Frost & Company, Bangalore

ITEM NO. 5 AS AN ORDINARY RESOLUTION

RE-APPOINTMENT OF MR. R.SENTHIL KUMAR (HOLDING DIN 02170079) AS MANAGING DIRECTOR:

Voting	Voted in favour of the resolution		Voted against the resolution		Votes invalid	
	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting
Number of Members voted (in person or by proxy)	27	9	0	0	0	0
Number of Votes Cast by Members	93117	3038456		0	0	0
% of total number of valid votes cast	2.974	97.026	0	0	0	0

CONSOLIDATED RESULT ON VOTING ITEM NO: 5

Percentage of Votes in Favour -100%

Percentage of Votes against - 0.00%


P.SRIRAM
SCRUTINIZER



INITIAL OF THE AUTHORISED DIRECTOR



P. Sriram & Associates
Chartered Accountants & Company Secretaries

ITEM NO. 6 AS AN ORDINARY RESOLUTION

FOR REVISION OF REMUNERATION PAYABLE TO MR.R.SENTHIL KUMAR, MANAGING DIRECTOR:

Voting	Voted in favour of the resolution		Voted against the resolution		Votes invalid	
	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting
Number of Members voted (in person or by proxy)	26	9	1	0	0	0
Number of Votes Cast by Members	93095	3038456	22	0	0	0
% of total number of valid votes cast	2.972	97.026	0.002	0	0	0

CONSOLIDATED RESULT ON VOTING ITEM NO: 6

Percentage of Votes in Favour -99.998%

Percentage of Votes against - 0.002%


P.SRIRAM
SCRUTINIZER


INTIAL OF THE AUTHORISED DIRECTOR



P. Sriram & Associates
Chartered Company Secretaries

14. It is to be noted that

- a. The shareholders abstained from voting on specific resolutions under remote e-voting were not considered.
- b. Shareholders whose signature is not matched, improperly voted, abstained from voting resolutions are considered as invalid ones.
- c. The Shareholders who had exercised their right to vote by way of remote e-voting and has once again voted in the AGM, then the voting cast by him/ her by way of remote e-voting has be considered.

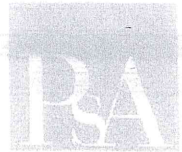
15. Based on the voting reported in the above table all resolutions are passed with requisite majority, we request the Chairman of the AGM to announce the results accordingly.

16. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed herewith.


P. SRIRAM
SCRUTINIZER



INITIAL OF THE AUTHORISED DIRECTOR



P. Sriram & Associates
Practising Company Secretaries

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

Thanking You,

SIGNATURE OF THE SCRUTINIZER:

**P. SRIRAM
PRACTISING COMPANY SECRETARY
MEMBERSHIP NO: 4862**



SIGNATURE OF THE AUTHORISED DIRECTOR

**P. SRIRAM
SCRUTINIZER**



INITIAL OF THE AUTHORISED DIRECTOR