

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

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Website: www.hondasielpower.com
CIN: L40103DL2004PLC203950
E-mail: ho.mgt@hspp.com

August 05, 2017

Corporate Relationship Department BSE Limited Phiroze Jeejeebhoy Towers, 25<sup>th</sup> Floor, Dalal Street, Fort, Mumbai – 400 001

Listing Department

The National Stock Exchange of India Ltd. Exchange Plaza, 5<sup>th</sup> Floor, Plot No. C/1, G- Block, Bandra Kurla Complex Bandra (E), Mumbai – 400 051

Subject: Voting results of 32<sup>nd</sup> Annual General Meeting ('AGM').

Dear Sir,

In continuation to our letter dated July 04, 2017, 32<sup>nd</sup> Annual General Meeting ('AGM') of the Company was held on August 04, 2017 and the businesses mentioned in the Notice dated May 15, 2017 were transacted.

In this regard, Please find enclosed the following:-

- 1. Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations are mentioned as Annexure I.
- 2. Report of Scrutinizer dated August 04, 2017, Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 as Annexure-II

We request you to kindly take the aforementioned information on record.

New Delhi

Thanking you.

Yours Truly,

For Honda Siel Power Products Limited

Sunita Ganjoo

Company Secretary

Encl: as above

Annexure-1

## HONDA SIEL POWER PRODUCTS LIMITED

Voting Results of 32<sup>nd</sup> Annual General Meeting held on August 04, 2017

1.	Date of AGM	August 04, 2017
2.	Total number of Shareholders as on record date (i.e. 28 <sup>th</sup> July, 2017)	14797
3.	Number of shareholders present in the meeting either in per	rson or through proxy
	Promoter and Promoters Group:	1
	Public:	328
	Number of shareholders attended the meeting through Vide	o Conferencing
4.	Promoter and Promoters Group:	Not Arranged
	Public:	Not Arranged

Agenda-wise disclosure

				Resolution	equired: Ordi	nary		
		Whether	promoter/pro	moter group	are interested	in the agenda	/resolution- No	
Resolution 1	Adoption of Year ended	of Financial St I March 31, 20	atements, Re	port of the B	oard of Direct	ors and Audit	ors thereon for the	Financial
Promoter/ Public	Mode of voting	(1)	Number of Votes polled (2)	% of Votes polled on outstandi ng shares (3)=[(2)/(1 )]*100	Number of Votes- In Favour (4)	Number 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	E-Voting	6762000	6762000	100	6762000	0	100	0
and	Poll	-	-		-	-		-
Promoter Group	Postal Ballot	NA	NA	NA	. NA	NA	NA	NA
	Total	6762000	6762000	100	6762000	0	100	0
-	E-Voting	598724	598724	100	598724	0	100	0
Public -	Poll	-			-			-
Institutions	Postal Ballot	NA ,	NA	NA	NA	NA	NA	NA NA
	Total	598724	598724	100	598724	0	100	0
<u> </u>	E-Voting	312697	312697	100	312697	0	100	
Public-	Poll	1144	1144	100	1144	0	100	0
Others	Postal Ballot	NA	NA	NA	NA	NA	NΛ	NA .
	Total	313841	313841	100	313841	0	190 NER	
Total		7674565	7674565	100	7674565	0	300 John	0 0

1		8	Res	olution required: C	Ordinary			
	V	Vhether prom	oter/promote	er group are interes	sted in the age	nda/resolu	tion- No	
Resolution 2	Declaration of div				***************************************	ada/10301u	don-110	
Promoter/ Public	Mode of voting	Number of Shares held (1)	Number of Votes polled (2)	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	Number of Votes- In Favour (4)	Numbe r of Votes- Against	% of Votes In Favour on votes polled (6)=[(4)/(2)]* 100	(7)=[(5)/(2)
Promoter	E-Voting	6762000	6762000	100	6762000	0	100	]*100 0
and	Poll	-		, <b>-</b>	-	-	100	U
Promoter	Postal Ballot	NA .	NA	NA	NA	NA	NA NA	- N/A
Group	Total	6762000	6762000	100	6762000	0	100	NA O
	E-Voting	598724	598724	100	598724	0		0
Public -	Poll	-	-		330724	U	100	0
Institutions	Postal Ballot	NA	NA	NA	NA	BIA .		-
	Total	598724	598724	100	598724	NA	NA	NA
	E-Voting	312697	312697	100	312697	0	100	0
Public-	Poll	1144	1144	100	1144	0	100	0
Others	Postal Ballot	NA	NA	NA NA	NA NA	0	100	0
	Total	313841	313841	100	313841	NA	NA	NA
Total		7674565	7674565	100	7674565	0	100	0



		Resolution required: Ordinary									
	V	Vhether prom	oter/promote	er group are interes	ted in the agen	da/resolu	tion- No				
Resolution 3	Whether promoter/promoter group are interested in the agenda/resolution- No  Approval for appointment of Mr. Yoshifumi lida, Director retiring by rotation										
Promoter/ Public	Mode of voting	Number of Shares held	Number of Votes polled (2)	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	Number of Votes- In Favour (4)	Numb er of Votes- Agains t	% of Votes In Favour on votes polled (6)=[(4)/(2)]*	% of Votes Against on votes polled			
<b>.</b>	E Votio				2	(5)		(7)=[(5)/(2 )]*100			
Promoter	E-Voting	6762000	6762000	100	6762000	0	100	0			
and Promoter	Poll	-	-		-	- 110	-				
Group	Postal Ballot	NA	NA	NA	NA	NA	NA	NA			
Group	Total	6762000	6762000	100	6762000	0	100	0			
~	E-Voting	598724	598724	100	598724	0	100	0			
Public – Institutions	Poll	-	-	-	-	-					
institutions	Postal Ballot	NA	NA	NA	NA	NA	NA	NA			
	Total	598724	598724	100	598724	0	100	0			
	E-Voting	312697	312697	100	312697	0	100	0			
Public-	Poll	1143	1143	100	871	272	76.20	23.80			
Others	Postal Ballot	NA	NA	NA	NA	NA NA	NA NA	NA			
	Total	313840	313840	100	313568	272	99.91	0.09			
Total		7674564	7674564	100	7674292	272	99.996	0.004			



1 No. 20-2			Res	olution required: C	rdinary						
	7	Whether promoter/promoter group are interested in the agenda/resolution- No									
Resolution 4	Approval for appointment of Auditors and fixing their remuneration										
Promoter/ Public	Mode of voting	Number of Shares held	Number of Votes polled (2)	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	Number of Votes- In Favour (4)	Numbe r of Votes- Against	% of Votes In Favour on votes polled (6)=[(4)/(2)]	% of Votes Against on votes polled			
								(7)=[(5)/(2 )]*100			
Promoter	E-Voting	6762000	6762000	100	6762000	0	100	0			
and	Poll	-	-	-	-		-	-			
Promoter	Postal Ballot	NA	NA	NA	NA	NA	NA ·	NA			
Group	Total	6762000	6762000	100	6762000	0	100	0			
	E-Voting	598724	598724	100	598724	0	100	0			
Public -	Poll	-	-	-	-	_	-				
Institutions	Postal Ballot	NA	NA	NA	NA	NA	NA	NA			
	Total	598724	598724	100	598724	0	100	0			
	E-Voting	312697	312697	100	312697	0	100	. 0			
Public-	Poli	1143	1143	100	1143	100	100	100			
Others	Postal Ballot	NA	NA	NA	NA	NA	NA NA	NA NA			
*	Total	313840	313840	100	313840	100	100	100			
Total		7674564	7674564	100	7674564	100	100	100			



		0 81	Res	olution required: O	rdinary						
	V	Vhether prom	oter/promote	er group are interes	ted in the agen	da/resolu	tion- No				
Resolution 5	Revision in remuneration of Mr. Yoshifumi Iida President & CEO (DIN 07136925)										
Promoter/ Public	Mode of voting	Number of Shares held	Number of Votes polled	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	Number of Votes- In Favour	Numb er of Votes- Agains t	% of Votes In Favour on votes polled (6)=[(4)/(2)]*	% of Votes Against on votes polled			
	-				and the second	(5)	100	(7)=[(5)/(2 )]*100			
Promoter	E-Voting	6762000	6762000	100	6762000	0	100	0			
and	Poll	-	-	-	-	-	-				
Promoter	Postal Ballot	NA	NA	NA	NA	NA	NA	NA			
Group	Total	6762000	6762000	100	6762000	0	100	0			
	E-Voting	598724	598724	100	598724	. 0	100	0			
Public -	Poll	-	-	-	-	-	-				
Institutions	Postal Ballot	NA	NA	NA	NA	NA	NA	NA			
	Total	598724	598724	100	598724	0	100	0			
Public-	E-Voting	312697	312697	100	312697	0	100	0			
Others	Poll	1143	1143	100	871	272	76.20	23.80			
	Postal Ballot	NA NA	NA	NA	NA NA	NA NA	70.20 NA	NA			
	Total	313840	313840	100	313568	272	99.91	0.09			
Total		7674564	7674564	100	7674292	272	99.996	0.09			



		V-2-10000000	Res	solution required: (	Ordinary	×					
		Whether prom	oter/promote	er group are interes	sted in the ago	ndo/wood 1	7.1				
Resolution 6	Whether promoter/promoter group are interested in the agenda/resolution-No Revision in remuneration of Mr. Hiroyoshi Sugimizu, Whole Time Director (DIN 06848213)										
Promoter/ Public	Mode of voting		Number of Votes polled (2)	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	Number of Votes- In Favour (4)	Number of Votes- Against	In Favour on votes polled (6)=[(4)/(2)	% of Votes Against on votes polled			
Promoter	E-Voting	6762000	6762000	100	6760000		•	)]*100			
and	Poll		-	100	6762000	0	100	0			
Promoter	Postal Ballot	NA	NA	- NA		-	2				
Group	Total	6762000	6762000	NA 100	NA	NA	NA	NA			
	E-Voting	598724	598724	100	6762000	0	100	0			
Public -	Poll	-	336724	100	598724	0	100	0			
nstitutions	Postal Ballot	NA	NA	-	•		-	-			
	Total	598724	598724	NA 100	NA	NA	NA	NA			
	E-Voting	312697	312697	100	598724	0	100	0			
Public-	Poll	1143	1143	100	312697	0	100	0			
Others	Postal Ballot	NA	NA NA	100	871	272	76.20	23.80			
	Total	313840	313840	NA 100	NA	NA	NA	NA			
Total		7674564	7674564	100	313568	272	99.91	0.09			
2.0		59	- 57 7304	100	7674292	272	99.996	0.004			



*	•	Resolution required: Ordinary										
	N.	Vhether prom	oter/promote	er group are interes	ted in the agen	da/resolu	tion- No					
Resolution 7	Whether promoter/promoter group are interested in the agenda/resolution-No Approval of re-appointment and remuneration of Mr. Vinay Mittal as Whole Time Director (DIN 05242535) of the Company											
Promoter/ Public	Mode of voting	Number of Shares held (1)	Number of Votes polled (2)	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	Number of Votes- In Favour (4)	Numb er of Votes- Agains t	% of Votes In Favour on votes polled (6)=[(4)/(2)]*	% of Votes Against on votes polled				
			4 5			(5)		(7)=[(5)/(2 )]*100				
Promoter	E-Voting	6762000	6762000	100	6762000	0	100	0				
and Promoter	Poll	-		-	-	-	-					
Group	Postal Ballot	NA	NA NA	NA	NA	NA	NA	NA				
Group	Total	6762000	6762000	100	6762000	0	100	. 0				
20.11	E-Voting	598724	598724	100	598724	0	100	0				
Public -	Poll	-	-									
Institutions	Postal Ballot	NA	NA	NA	NA	NA ·	NA	NA				
	Total	598724	598724	100	598724	0	100	0				
	E-Voting	312697	312697	100	312697	0	100	0				
Public-	Poll	1143	1143	100	1143	100	100	100				
Others	Postal Ballot	NA	NA	NA	NA	NA	NA NA	NA NA				
	Total	313840	313840	100	313840	100	100	100				
Total	·	7674564	7674564	100	7674564	100	100	100				



			Res	solution required: C	Ordinary							
		Whether prom	oter/promote	er group are interes	sted in the ager	da/resolv	tion No					
Resolution 8		Whether promoter/promoter group are interested in the agenda/resolution- No Approval and Ratification of payment of remuneration to the Cost Auditors										
Promoter/ Public	Mode of voting	Number of Shares held	Number of	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	Number of Votes- In Favour	Numb er of Votes- Agains t	% of Votes In Favour on votes polled (6)=[(4)/(2)]*	Against on votes				
<del></del>	F.V.:					(5)		(7)=[(5)/(2 )]*100				
Promoter	E-Voting	6762000	-	-	-	-	_	)]"100				
and Promoter	Poll	-	-	-	-	-		-				
Group	Postal Ballot	NA	NA	. NA	NA -	NA	NA	NA NA				
Group	Total	6762000	A 📮	•			- 110	IVA				
Public -	E-Voting Poll	598724	598724	100	598724	0	100	0				
Institutions		-	-	-	-	-	100					
strutions	Postal Ballot Total	NA	NA	NA	NA	NA	NA	NA				
		598724	598724	100	598724	0	100					
n	E-Voting	312697	312697	100	312697	0	100	0				
Public- Others	Poll	1143	1143	100	1143	100	100					
Others	Postal Ballot	NA	NA	NA	NA	NA NA	NA NA	100				
	Total	313840	313840	100	313840	100	100	NA				
Total		7674564	7674564	100	7674564	100	100	100				



	* * * * * * * * * * * * * * * * * * *	*	Re	solution required:	Special			•			
	V	Vhether prome	oter/promote	r group are interes	ted in the agen	da/resolu	tion- Voc				
Resolution 9	Whether promoter/promoter group are interested in the agenda/resolution- Yes  Approval of material related party transactions										
Promoter/ Public	Mode of voting	Number of Shares held (1)	Number of Votes polled (2)	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	Number of Votes- In Favour (4)	Numb er of Votes- Agains t	votes polled (6)=[(4)/(2	% of Votes Against on votes polled (7)=[(5)/(2)]* 100			
Promoter	E-Voting	6762000	-				)]*100	7			
and	Poll		-	- ,	-	-	-	-			
Promoter	Postal Ballot	NA	NA	NA	NA	-	-	-			
Group	Total	6762000		- 10.7	. NA	NA ·	NA	NA			
	E-Voting	598724	598724	100	598724	0	100	-			
Public -	Poll	-	-		338724		100	0			
Institutions	Postal Ballot	NA	NA	NA	NA	NA.	- 1	-			
	Total	598724	598724	100	598724	0	NA 100	NA			
	E-Voting	312697	312697	100	312697	0	100	0			
Public-	Poll	1043	1043	100	1043	0	100	0			
Others	Postal Ballot	NA	NA	NA NA	NA NA		100	100			
	Total	313740	313740	100	313740	NA O	NA 100	NA			
Total		912464	912464	100	912464	0	100	100			



Annexure-11.



# TVA & Co. LLP Company Secretaries

#### CONSOLIDATED REPORT OF SCRUTINIZER

## FOR VOTING THROUGH REMOTE E-VOTING AND BALLOT PAPERS

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014)

To,

The Chairman
Honda Siel Power Products Limited
CIN: L40103DL2004PLC203950
409, DLF Tower B
Jasola Commercial Complex
New Delhi-110025

Dear Sir,

I, Tanuj Vohra, Practicing Company Secretary and Partner at M/s TVA & Co. LLP, Company Secretaries, having its Registered Office at N-145A, Ground Floor, Greater Kailash-1, 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 process of remote e-voting pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and voting by means of ballot/poll papers pursuant to section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 at the 32nd Annual General Meeting of the shareholders of the Company held on Friday, August 4, 2017 at 11:00 A.M. at Kamani Auditorium, 1, Copernicus Marg, New Delhi – 110001, in a fair and transparent manner in respect to the below mentioned resolutions, submit my report as under:

- 1. The notice dated May 15, 2017 convening Annual General Meeting of the Company along with the statement under section 102 of the Companies Act, 2013, setting out the material facts and disclosures as required to be stated under Rule 20(4)(iii) and (iv) of the Companies (Management and Administration) Rules, 2014, was duly sent to the shareholders in respect to the below mentioned resolutions passed at the said Annual General Meeting held on August 04, 2017.
- 2. The Company has issued a public notice by way of advertisement on July 05, 2017 in both English and Hindi language in "Business Standard" newspapers pursuant to the provisions of Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014.
- 3. The Company has availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting remote e-voting by the equity shareholders of the Company.



- 4. In accordance with the notice sent to the equity shareholders of the Company and the advertisement published, e-voting remained open from 9:00 AM on August 01, 2017 to 5:00 PM on August 03, 2017.
- 5. The equity shareholders of the Company holding shares as on July 28, 2017 "cut off date" were entitled to vote on the resolutions as set out in the notice of the Annual General Meeting of the Company.
- 6. The equity shareholders details that 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) in order to ensure that such members did not vote again at the Annual General Meeting.
- 7. The locked ballot box was opened and the votes casted through remote e-voting were unblocked in the presence of two witnesses, Mr. Deepanshu Gambhir and Ms. Bhawna, who were not in the employment of the Company and who have signed below as witness to the unblocking of the votes.
- 8. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- 9. The Consolidated Results of remote e-voting pursuant to the provisions of Section 108 of the Companies Act, 2013 read with amended Rule 20 of the Companies (Management and Administration) Rules, 2014 and Poll conducted pursuant to Section 109 of the Companies Act read with Rule 21 of the Companies (Management and Administration) Rules, 2014 is as under:

#### Resolution-1: Ordinary Resolution

Adoption of Financial Statements, Report of the Board of Directors and Auditors thereon for the financial year ended March 31, 2017

#### Valid Votes

Particulars	Numbe	r of Members o	asted votes	Number of votes casted				
19	E-voting	Poll	Total	E-voting	Poll	Total	(%)	
Assent	315	40	355	7673421	1144	7674565	100	
Dissent	0	0	0	0	0	0	0	
Total	315	40	355	7673421	1144	7674565	100	

#### Invalid/Abstained votes

Number of members whose vote	es Total number of votes
re declared invalid/ Abstained	and discount to the state of th
2	2
0	0
2	2

Based on the above, the Resolution has been passed with requisite majority

## Resolution-2: Ordinary Resolution

Declaration of dividend on equity shares

#### Valid Votes

Particulars Number of Members casted votes			Number of votes casted				
Allerin	E-voting	Poll	Total	E-voting	Poll	Total	(%)
Assent	315	40	355	7673421	1144	7674565	100
Dissent	0	0	0	0	0	0	0
Total	315	40	355	7673421	1144	7674565	100

## Invalid/Abstained votes

Invalid/Abstained	Total Number of members whose votes were declared invalid/ Abstained	Total number of votes
Invalid	2	2
Abstained	0	0
Total	2	2

Based on the above, the Resolution has been passed with requisite majority

## **Resolution-3: Ordinary Resolution**

Approval for re-appointment of Mr. Yoshifumi Iida, Director retiring by rotation

#### Valid Votes

Particulars	Number	of Members ca	asted votes	Nu	mber of votes	casted	
200 (100 (100 (100 (100 (100 (100 (100 (	E-voting	Pol1	Total	E-voting	Poll *	Total	(%)
Assent	315	37	352	7673421	871	7674292	99,9964
Dissent	0	2	2	0	272	272	0.0036
Total	315	39	354	7673421	1143	7674564	100

#### Invalid/Abstained votes

Invalid/Abstained	Total Number of members whose votes	Total number of votes
	were declared invalid/ Abstained	A STATE OF S
Invalid	2	2
Abstained	1	1
Total	3	3



## Resolution-4: Ordinary Resolution

Approval for appointment of Auditors and fixing their remuneration

#### Valid Votes

Particulars	Number	of Members c	asted votes	Nu	mber of votes	casted	
	E-voting	Poll	Total	E-voting	Poll	Total	(%)
Assent	315	39	354	7673421	1143	7674564	100
Dissent	0	0 ,	0	0	0	0	0
Total	315	39	354	7673421	1143	7674564	100

#### Invalid/Abstained votes

Invalid/Abstained	Total Number of members whose votes	Total number of votes
	were declared invalid/ Abstained	
Invalid	2	2
Abstained	1	1
Total	3	3

Based on the above, the Resolution has been passed with requisite majority

## Resolution-5: Ordinary Resolution

Approval for revision in remuneration of Mr. Yoshifumi Iida, President and CEO

#### Valid Votes

Particulars Number of Members casted votes				Number of votes casted			
Elita Elita	E-voting	Poll	Total	E-voting	Poll	Total	(%)
Assent	315	37	352	7673421	871	7674292	99,9964
Dissent	0	2	2	0	272	272	0.0036
Total	315	39	354	7673421	1143	7674564	100

## Invalid/ Abstained votes

otal Number of members whose vote	s Total number of votes
were declared invalid/Abstained	The second secon
2	2
1	1
3	3
	otal Number of members whose vote were declared invalid/Abstained 2 1



#### Resolution-6: Ordinary Resolution

Approval for revision in remuneration of Mr. Hiroyoshi Sugimizu, Whole Time Director

#### Valid Votes

Particulars	Number	of Members c	asted votes	Number of votes casted			
	E-voting	Poll	Total	E-voting	Poll	Total	(%)
Assent	315	37	352	7673421	871	7674292	99.9964
Dissent	0	2	2	0	272	272	0.0036
Total	315	39	354	7673421	1143	7674564	100

#### Invalid/ Abstained votes

Invalid/Abstained	Total Number of members whose votes	Total number of votes
Invalid	were declared invalid/Abstained	48 A 1 A 1 A 1 A 1 A 1 A 1 A 1 A 1 A 1 A
·	2	2
Abstained	1	1
Total	3	3

Based on the above, the Resolution has been passed with requisite majority

#### Resolution-7: Ordinary Resolution

Approval for re-appointment and payment of remuneration to Mr. Vinay Mittal, Whole Time Director

#### **Valid Votes**

Particulars	Number	of Members	casted votes	Nu	mber of votes	casted	
	E-voting	Poll	Total	E-voting	Poll	Total	(%)
Assent	315	39	354	7673421	1143	7674564	100
Dissent	0	0	0	0	0	0	0
Total	315	39	354	7673421	1143	7674564	100

#### Invalid/ Abstained votes

Invalid/Abstained	Total Number of members whose votes	Total number of votes
	were declared invalid/Abstained	
Invalid	2	2
Abstained	1	1
Total	3	3



#### Resolution-8: Ordinary Resolution

Ratification of remuneration of the Cost Auditors for the Financial Year 2017-18

#### **Valid Votes**

Particulars Number of Members casted votes				Number of votes casted			
	E-voting	Poll	Total	E-voting	Poll	Total	(%)
Assent	315	39	354	7673421	1143	7674564	100
Dissent	0	0	0	0	0	0	0
Total	315	39	354	7673421	1143	7674564	100

#### Invalid/ Abstained votes

Invalid/Abstained	Total Number of members whose votes	Total number of votes
	were declared invalid/Abstained	
Invalid	2	2
Abstained	1	1
Total	3	3

Based on the above, the Resolution has been passed with requisite majority

## Resolution-9: Ordinary Resolution

Approval of material related party transactions entered/to be entered from April 01, 2016 to March 31, 2019

#### Valid Votes

Particulars Number of Members casted votes			Number of votes casted				
	E-voting	Pol1	Total	E-voting	Poll	Total	(%)
Assent	314	38	352	911421	1043	912464	100
Dissent	0	0 '	0	0	0	0	0
Total	314	38	352	911421	1043	912464	100

#### Invalid/ Abstained votes

Invalid/Abstained T	otal Number of members whose vote	S Total number of votes		
	were declared invalid/Abstained			
Invalid	2	2		
Abstained	3	6762101		
Total	5	6762103		



Registers, Ballot papers and all other relevant records relating to remote e-voting and voting through ballot papers shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the 32nd Annual General Meeting and the same shall be handed over thereafter to the Company Secretary of the Company for safe keeping.

Scrutinizer
Tanuj Vohra

Partner TVA & Co. LLP Company Secretaries M. No.: F5621, CP No. 5253

Delhi, August 04, 2017

Countersigned by

For Honda Siel Power Products Limited

New Delhi

Chairman Siddharth Shriram

DIN: 00027750

We, the undersigned witnesseth that the votes casted through remote e-voting were unblocked from the e-voting website of Central Depository Services (India) Limited (CDSL) in our presence at 11:29 A.M. on August 04, 2017.

Deepanshu Gambhir 380-H, Pocket-2, Mayur Vihar Phase-1

Delhi-110091

Delhi, August 04, 2017

Bhawna

D-33, 3rd Floor, Street No.9

Laxmi Nagar

Delhi-110092

Delhi, August 04, 2017