

Ref: HIPP/SE/2024-25/109

March 27, 2025

Corporate Relationship Department
BSE Limited
Registered Office: Floor 25, P. J. Towers,
Dalal Street,
Mumbai – 400 001

Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot no. C/1, G-Block,
Bandra Kurla Complex Bandra(E),
Mumbai - 400 051

Scrip Code: NSE HONDAPOWER
BSE: 522064

Dear Sir/ Madam,

Sub: Disclosure of Voting Results of Postal Ballot pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with Scrutinizer Report

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and based on the report of the Scrutinizer, Ms. Saryu Munjal, Proprietor of M/s Saryu Munjal & Associates, Company Secretaries, dated March 27, 2025, we wish to inform you that the members of the Company have accorded their approval with requisite majority through postal ballot (remote e- voting) for the resolutions mentioned in Notice of Postal Ballot of the Company dated February 10, 2025.

In this regard, please find enclosed herewith the following:

1. Voting results of business transacted by Postal Ballot, as required under Regulation 44 of LODR.
2. Scrutinizer’s Report pursuant to Section 108 of Companies Act, 2013.

The aforesaid results and the Scrutinizer’s report are also available on Company’s website

Kindly take the above information on your records.

Thanking you.

Yours sincerely,
For **Honda India Power Products Limited**

Sunita Ganjoo
Company Secretary and Compliance Officer

Encl: Voting Results and Scrutinizer’s Report

HONDA

Honda India Power Products Limited
Head Office & Works :
Plot No. 5, Sector-41, (Kasna)
Greater Noida Industrial Development Area,
Distt. Gautam Budh Nagar (U.P.) Pin-201310
Tel. : +91-120-2590 100
Fax : +91-120-2590 350
Website : www.hondaindiapower.com
CIN : L40103DL2004PLC203950
E-mail : ho.mgt@hspp.com



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| Resolution (1) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|--|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Special | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | To appoint Mr. Kavi Prakash Menotra (DIN: 06823899) as an independent Director of the Company for a second term of two years | | | | |
| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 6762000 | 6762000 | 100.0000 | 6762000 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | | 6762000 | 6762000 | 100.0000 | 6762000 | 0 | 100.0000 |
| Public- Institutions | E-Voting | 2030131 | 1952199 | 96.1612 | 1950946 | 1253 | 99.9358 | 0.0642 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | | 2030131 | 1952199 | 96.1612 | 1950946 | 1253 | 99.9358 |
| Public- Non Institutions | E-Voting | 1350940 | 6705 | 0.4963 | 3697 | 3008 | 55.1380 | 44.8620 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | | 1350940 | 6705 | 0.4963 | 3697 | 3008 | 55.1380 |
| Total | | 10143071 | 8720904 | 85.9789 | 8716643 | 4261 | 99.9511 | 0.0489 |
| Whether resolution Is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | Add Notes | |

* this fields are optional

| Details of Invalid Votes | |
|-----------------------------|--------------|
| Category | No. of Votes |
| Promoter and Promoter Group | |
| Public Institutions | |
| Public - Non Institutions | |



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| Resolution (2) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|--|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | Appointment of Mr. Yasuniro Takabatake (DIN 10909958) as a Non-executive (Non-independent) Director of the Company | | | | |
| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – In favour | No. of votes – against | % of votes In favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 6762000 | 6762000 | 100.0000 | 6762000 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | | 6762000 | 6762000 | 100.0000 | 6762000 | 0 | 100.0000 |
| Public- Institutions | E-Voting | 2030131 | 1952199 | 96.1612 | 1950946 | 1253 | 99.9358 | 0.0642 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | | 2030131 | 1952199 | 96.1612 | 1950946 | 1253 | 99.9358 |
| Public- Non Institutions | E-Voting | 1350940 | 6704 | 0.4962 | 3697 | 3007 | 55.1462 | 44.8538 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | | 1350940 | 6704 | 0.4962 | 3697 | 3007 | 55.1462 |
| Total | | 10143071 | 8720903 | 85.9789 | 8716643 | 4260 | 99.9512 | 0.0488 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | Add Notes | |

* this fields are optional

| Details of Invalid Votes | |
|-----------------------------|--------------|
| Category | No. of Votes |
| Promoter and Promoter Group | |
| Public Institutions | |
| Public - Non Institutions | |



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| Resolution (3) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|--|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | Approval for revision in remuneration payable to Mr. Vinay Mittal (UIN 05242535), whole time Director of the Company | | | | |
| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – In favour | No. of votes – against | % of votes In favour on votes polled | % of Votes against on votes polled |
| | | {1} | {2} | {3}={2}/{1}*100 | {4} | {5} | {6}={4}/{2}*100 | {7}={5}/{2}*100 |
| Promoter and Promoter Group | E-Voting | | 6762000 | 100.0000 | 6762000 | 0 | 100.0000 | 0.0000 |
| | Poll | 6762000 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 6762000 | 6762000 | 100.0000 | 6762000 | 0 | 100.0000 | 0.0000 |
| Public- Institutions | E-Voting | | 1952199 | 96.1612 | 1942597 | 9602 | 99.5081 | 0.4919 |
| | Poll | 2030131 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 2030131 | 1952199 | 96.1612 | 1942597 | 9602 | 99.5081 | 0.4919 |
| Public- Non Institutions | E-Voting | | 6695 | 0.4956 | 3542 | 3153 | 52.9052 | 47.0948 |
| | Poll | 1350940 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 1350940 | 6695 | 0.4956 | 3542 | 3153 | 52.9052 | 47.0948 |
| Total | | 10143071 | 8720894 | 85.9788 | 8708139 | 12755 | 99.8537 | 0.1463 |
| Whether resolution Is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | Add Notes | |

* this fields are optional

| Details of Invalid Votes | |
|-----------------------------|--------------|
| Category | No. of Votes |
| Promoter and Promoter Group | |
| Public Institutions | |
| Public - Non Institutions | |





Saryu Munjal, M.Com., CS, LLB

SARYU MUNJAL & ASSOCIATES

Company Secretaries

252, Sector-16, Urban Estate, Karnal, Haryana-132001

Email: cs.saryumunjal@gmail.com

Contact Number: 91-9729344171; 91-9650823987

(A Peer Reviewed firm by ICSI)

SCRUTINIZER REPORT

[Pursuant to Section 108 and 110 of the Companies Act, 2013 read with the Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]

To

The CMD and President & CEO
Honda India Power Products Limited
409, DLF Tower B,
Jasola Commercial Complex,
New Delhi-110025

| SCRUTINIZER'S REPORT | | |
|---------------------------------------|---|--|
| Name of the Company | Honda India Power Products Limited | |
| CIN | L40103DL2004PLC203950 | |
| ISIN | INE634A01018 | |
| Nature of Meeting / Event | Postal Ballot | |
| Mode of Voting | Electronic Voting (E-Voting) only | |
| Electronic Voting Event Number (EVEN) | 133188 | |
| Schedule | Commencement Day, Date & Time | End Day, Date & Time |
| | Tuesday, February 25, 2025 at 9:00 AM (IST) | Wednesday, March 26, 2025 at 5:00 PM (IST) |

Dear Sir,

I, Saryu Munjal, Proprietor of Saryu Munjal & Associates, Company Secretaries, having its Registered Office at 252, Sector-16, Urban Estate, Karnal, Haryana-132001 have been appointed as the scrutinizer by the Board of Directors of M/s Honda India Power Products Limited (hereinafter called "the Company") at its meeting held on Monday, February 10, 2025 to scrutinize the Postal Ballot and electronic voting (e-voting) process of the Company, pursuant to Sections 108 and 110, and other applicable provisions of the Companies Act, 2013, as amended ("the Act"), read together with the Companies (Management and Administration) Rules, 2014, as amended ("the Management Rules"), General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 issued by Ministry of Corporate Affairs (MCA), in a fair and transparent manner with respect to the below mentioned resolutions proposed for approval of members through postal ballot notice dated February 10, 2025:

1. To appoint Mr. Ravi Prakash Mehrotra (DIN: 06823899) as an Independent Director of the Company for a second term of two years
2. Appointment of Mr. Yasuhiro Takabatake (DIN 10909958) as a Non-Executive (Non-Independent) Director of the Company.
3. Approval for revision in remuneration payable to Mr. Vinay Mittal (DIN 05242535), Whole Time Director of the Company

I HEREBY SUBMIT MY REPORT AS UNDER:

1. The notice of Postal Ballot dated February 10, 2025 along with the statement pursuant to Section 102 of the Companies Act, 2013, setting out the material facts and disclosures as required to be stated under Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, was duly sent to the equity shareholders of the Company through electronic mode at the e-mail addresses of the shareholders

as registered with the Company/RTA/Depositories in compliance with the MCA Circulars and Securities and Exchange Board of India Circulars on February 24, 2025.

2. The Company had sent Postal Ballot Notice electronically to all those Members whose names appeared on the Register of Members/List of Beneficial Owners received from Depositories as on Tuesday, February 18, 2025 ("Cut-Off Date") i.e. members whose names appeared on the Register of Members/List of Beneficial Owners as on the Cut-Off Date, Tuesday, February 18, 2025 were only considered eligible for the purpose of e-voting.
3. In accordance with General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 issued by Ministry of Corporate Affairs, (hereinafter collectively referred to as "MCA circulars"), the Company had sent the Postal Ballot Notice in electronic form only and no hard copies of Postal Ballot Notice along with Postal Ballot forms and pre-paid business envelopes were sent to the shareholders. Accordingly, the communication of the assent or dissent of the members took place through e-voting process only.
4. For the members who had not registered their e-mail address in the records of Company/Depository Participant(s), the Postal Ballot Notice was made available on the Company's website (www.hondaindiapower.com) and on the Stock Exchange websites (www.bseindia.com and www.nseindia.com) and website of NSDL (<https://www.evoting.nsdl.com>). The Company had also issued a public notice by way of advertisement on February 25, 2025 in "Financial Express" (English/Delhi Edition) and "Jansatta" (Hindi/Delhi Edition) newspapers, pursuant to the provisions of Rule 22(3) of the Companies (Management and Administration) Rules, 2014.
5. The Company had engaged National Securities Depository Limited (NSDL) as the service provider, for extending the facility of e-voting to all the Members of the Company.
6. In accordance with the notice sent to the equity shareholders / updated on the website of the Company (<https://www.hondaindiapower.com>) as well as on the Stock Exchange websites (www.bseindia.com and www.nseindia.com) and the advertisement published, the e-voting started on Tuesday, February 25, 2025 at 9.00 A.M. (IST) and ended on Wednesday, March 26, 2025 at 5:00 P.M (IST).
7. I have monitored the process of e-voting through the scrutinizer's secured link provided by NSDL through its designated website (<https://www.evoting.nsdl.com>). The e-voting was unblocked by me immediately after the end of e-voting period in presence of two witnesses not in the employment of the Company and I have downloaded the E-voting report from the website of NSDL (<https://www.evoting.nsdl.com>) in respect of members, who voted through e-voting.
8. The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) the Companies Act, 2013 and the rules made thereunder including MCA circulars; and (ii) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to postal ballot and voting by electronic means.
9. My responsibility as Scrutinizer for e-voting process is restricted to make Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited ("NSDL / Service Provider"), the authorized agency engaged by the Company to provide remote e-voting facility.
10. After my scrutiny, the results of voting through Postal Ballot in respect to the proposed resolutions as set out in notice are as follows:

TYPE OF BUSINESS: SPECIAL BUSINESS

RESOLUTION 1: SPECIAL RESOLUTION

| TO APPOINT MR. RAVI PRAKASH MEHROTRA (DIN: 06823899) AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR A SECOND TERM OF TWO YEARS | | | | | | | | | |
|--|---|------------------------------------|------------|---|------------------------------------|------------|------------------------------|------------------------------------|------------|
| Manner of Voting | Valid Votes in favour of the Resolution (Assented) | | | Valid Votes against the Resolution (Dissented) | | | Total Valid Votes | | |
| | No. of Members casted | No. of Votes /Shares casted | (%) | No. of Members casted | No. of Votes /Shares casted | (%) | No. of Members casted | No. of Votes /Shares casted | (%) |
| Remote e-voting through Postal Ballot | 137 | 8716643 | 99.95 | 10 | 4261 | 0.05 | 147 | 8720904 | 100 |

| Manner of Voting | Invalid Votes | | Abstained Votes | | Total Invalid /Abstained Votes | |
|---------------------------------------|---|---------------------|--|---------------------|---|---------------------|
| | No. of Members whose votes were declared invalid | No. of Votes | No. of Members whose votes were abstained | No. of Votes | No. of whose votes were declared invalid/abstained | No. of Votes |
| Remote e-voting through Postal Ballot | 0 | 0 | 0 | 0 | 0 | 0 |

Based on the aforesaid result, I report that Special Resolution as set out in Item No. 1 in the postal ballot notice dated February 10, 2025 is passed with requisite majority.

TYPE OF BUSINESS: SPECIAL BUSINESS

RESOLUTION 2: ORDINARY RESOLUTION

| APPOINTMENT OF MR. YASUHIRO TAKABATAKE (DIN 10909958) AS A NON-EXECUTIVE (NON-INDEPENDENT) DIRECTOR OF THE COMPANY | | | | | | | | | |
|---|---|------------------------------------|------------|---|------------------------------------|------------|------------------------------|------------------------------------|------------|
| Manner of Voting | Valid Votes in favour of the Resolution (Assented) | | | Valid Votes against the Resolution (Dissented) | | | Total Valid Votes | | |
| | No. of Members casted | No. of Votes /Shares casted | (%) | No. of Members casted | No. of Votes /Shares casted | (%) | No. of Members casted | No. of Votes /Shares casted | (%) |
| Remote e-voting through Postal Ballot | 137 | 8716643 | 99.95 | 9 | 4260 | 0.05 | 146 | 8720903 | 100 |

| Manner of Voting | Invalid Votes | | Abstained Votes | | Total Invalid /Abstained Votes | |
|---------------------------------------|---|---------------------|--|---------------------|---|---------------------|
| | No. of Members whose votes were declared invalid | No. of Votes | No. of Members whose votes were abstained | No. of Votes | No. of whose votes were declared invalid/abstained | No. of Votes |
| Remote e-voting through Postal Ballot | 0 | 0 | 0 | 0 | 0 | 0 |

Based on the aforesaid result, I report that Ordinary Resolution as set out in Item No. 2 in the postal ballot notice dated February 10, 2025 is passed with requisite majority.

TYPE OF BUSINESS: SPECIAL BUSINESS

RESOLUTION 3: ORDINARY RESOLUTION

APPROVAL FOR REVISION IN REMUNERATION PAYABLE TO MR. VINAY MITTAL (DIN 05242535), WHOLE TIME DIRECTOR OF THE COMPANY

| Manner of Voting | Valid Votes in favour of the Resolution (Assented) | | | Valid Votes against the Resolution (Dissented) | | | Total Valid Votes | | |
|---------------------------------------|--|-----------------------------|-------|--|-----------------------------|------|-----------------------|-----------------------------|-----|
| | No. of Members casted | No. of Votes /Shares casted | (%) | No. of Members casted | No. of Votes /Shares casted | (%) | No. of Members casted | No. of Votes /Shares casted | (%) |
| Remote e-voting through Postal Ballot | 128 | 8708139 | 99.85 | 18 | 12755 | 0.15 | 146 | 8720894 | 100 |

| Manner of Voting | Invalid Votes | | Abstained Votes | | Total Invalid /Abstained Votes | |
|---------------------------------------|--|--------------|---|--------------|--|--------------|
| | No. of Members whose votes were declared invalid | No. of Votes | No. of Members whose votes were abstained | No. of Votes | No. of whose votes were declared invalid/abstained | No. of Votes |
| Remote e-voting through Postal Ballot | 0 | 0 | 0 | 0 | 0 | 0 |

Based on the aforesaid result, I report that Ordinary Resolution as set out in Item No. 3 in the postal ballot notice dated February 10, 2025 is passed with requisite majority.

11. The electronic data and other relevant records relating to e-voting are under my safe custody until the chairman considers, approves and sign the minutes and the same will be handed over thereafter to the Company Secretary of the Company for safe keeping.

Thanking You,

Yours Sincerely,

For Saryu Munjal & Associates,

Company Secretaries

SARYU

Digitally signed by
SARYU MUNJAL
Date: 2025.03.27
16:16:36 +05'30'

MUNJAL

Saryu Munjal

Proprietor

M. No. A34161; C.P. No.: 23014

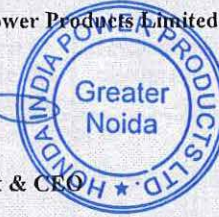
UDIN: A034161F004164562

Peer Review No.: 5633/2024

Countersigned by

For Honda India Power Products Limited


Shigeki Iwama
CMD and President & CEO
(DIN 10075458)



Date: 27-03-2025

Place: Karnal

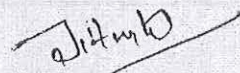
We, the undersigned witnesseth that the votes casted through remote e-voting, under the postal ballot process, were unblocked from the e-voting website of National Securities Depository Limited (NSDL) in our presence on March 26, 2025 at 09:29 P.M.



Isha Munjal

#252, Sector-16, Urban Estate, Karnal,
Haryana-132001

Karnal, 27-03-2025



Jitender

#829, Sector-16, Urban Estate, Karnal,
Haryana-132001

Karnal, 27-03-2025