



By online submission

November 06, 2019

BSE LTD

Corporate Relationship Department
1st Floor, New Trading Ring,
Rotunda Building, P J Towers,
Dalal Street, Fort,
Mumbai 400 001
Fax [022-22722037, 22722039]
Email [Corp.compliance@bseindia.com]
Stock Code: 517380

✓ **National Stock Exchange India Limited**

Exchange Plaza, 5th Floor
Plot No.C/1, G-Block
Bandra Kurla Complex
Bandra (East)
Mumbai 400 051
Fax [022-26598237/26598238]
Email[cmlist@nse.co.in]
Stock Code: IGARASHI

Dear Sir,

Subject: Submission of Scrutinizer Report of voting results of the Postal Ballot as per the format prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

With reference to the above subject, we herewith enclose Scrutinizer's Report regarding results of the voting of the Members of the Company, conducted by way of Postal Ballot (Including E-Voting) as per the format prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in Annexure- 1.

Please note that the below mentioned Two resolutions have been passed with requisite majority :

1. Material transactions with related parties - Ordinary Resolution
2. Appointment of Mr. R Chandrasekaran as Managing Director for 3-year period from October 01, 2019 - Special Resolution

You may note that voting results in XBRL mode are being filed online with your esteemed Stock Exchange.

A copy of this letter shall also be available on the website of the Company viz. www.igarashimotors.com

Thanking You,
Yours Faithfully,
For **Igarashi Motors India Limited**

P Dinakara Babu
Company Secretary

Encl: Scrutinizer Report -Postal Ballot Results

IGARASHI MOTORS INDIA LIMITED

Regd. Off. & Plant 1: Plot B12 to B15, Phase II, MEPZ-SEZ, Tambaram, Chennai - 600 045, India
CIN : L29142TN1992PLC021997 E-mail : igarashi@igarashimotors.co.in
Tel. : +91-44-4229 8199 / 2262 8199 Fax : +91-44-2262 8143



BP & ASSOCIATES

Company Secretaries

CONSOLIDATED SCRUTINIZER'S REPORT ON E-VOTING & POSTAL BALLOT OF IGARASHI MOTORS INDIA LIMITED

To,
The Chairman
IGARASHI MOTORS INDIA LIMITED
PLOT NO.B-12,B-15,PIIASE-II,MEPZ,TAMBARAM,CHENNAI-45

Dear Sir,

Sub: Passing of Resolutions through Postal Ballot which includes voting by electronic means.

I, C. Prabhakar, Partner of BP & Associates, Company Secretaries, Chennai - 83, have been appointed as a Scrutinizer for conducting the Postal Ballot in a fair and transparent manner.

i. The Board of Directors at their meeting of the Company held on 10th September 2019 for the purpose of Scrutinizing the e-voting process under the provision of Section 110 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and

ii. The Board of Directors of the Company decided to conduct e-Voting and Postal Ballot under the provisions of Section 109 of the Companies Act 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014, on the resolution contained in the Notice for Postal Ballot and evoting dated 28th September, 2019.

The E-Voting period begun at 10.00 A.M. on 07th October 2019 and ended at 5:00 P.M. on 05th November 2019. During this period, the shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e., 27th September 2019 have cast their vote electronically.

3. The e-voting were unblocked by me on 05th November, 2019 at 05:15 PM in the presence of two witnesses (please refer my Scrutinizer report on evoting dated 5th November, 2019).

Name: Ms.S.M.Yashika

Name: Ms. S.Bharathi

Thereafter, we as Scrutinizer duly compiled details of the Remote E-Voting carried out by the Members and the Postal Ballot conducted, the details of which are as follows:

The results of the e-voting together with that of the Postal Ballot are as under:

Item No - 1

Ordinary Resolution - Approval of Material Transactions with related parties.

Mode of Voting	Votes in favor of the resolution		Votes against the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%	Nos.	Nos.	%
e-Voting	3532672	99.79%	4	0.00%	-	3532676	99.79%
Poll	7348	0.21%	22	0.00%	236,10,319	7370	0.21%
Total	3540020	100.00%	26	0.00%	236,10,319	3540046	100.00%

Based on the aforesaid results, we report that this Ordinary Resolution has been passed with requisite Majority.





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FORM NO.MGT - 13

Report of Scrutinizer -IGARASHI MOTORS INDIA LIMITED

**[Pursuant to section 109 of the Companies Act, 2013 and Rule 21 (2) of the
Companies (Management and Administration) Rules, 2014]**

To,
The Chairman
IGARASHI MOTORS INDIA LIMITED
PLOT NO.B-12,B-15,PHASE-II,MEPZ,
TAMBARAM, CHENNAI-45

Respected Sir,

Sub: Scrutinizer Report - Passing of Resolution through Postal Ballot -Reg

I, C. Prabhakar, Partner of BP & Associates, Company Secretaries, Chennai - 83, was appointed as Scrutinizer of the Equity Shareholders of "IGARASHI MOTORS INDIA LIMITED" for the purpose of scrutinizing the E-Voting process in a fair and transparent manner and ascertaining the requisite majority on E-Voting carried out as per the provisions of the Companies Act, 2013 and sub rule (xi) of Rule 20 of Companies (Management and Administration) Rules, 2014 on the resolutions referred to in this

We submit our report as under:

1. The E-Voting period commences on 07th October, 2019 and ends on 05th November, 2019.
2. The Shareholders holding shares as on the "cut off" date, i.e., 27th September, 2019 were entitled to vote on the proposed 2 (Two) resolutions as mentioned in the Notice of "IGARASHI MOTORS INDIA LIMITED" (Item Number 1 & 2 of the Notice of IGARASHI MOTORS INDIA LIMITED)
3. The votes were unblocked on 05th November, 2019 around 05:15 PM in the presence of two witnesses, namely, Ms.S.Bharathi and Ms. S.M. Yashika

They have signed below in confirmation of the votes being unblocked in their presence.

Name: S.M.Yashika

Name: S.Bharathi





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4. The result of the Poll is as under:

Item No - 1

Ordinary Resolution - Approval of Material Transactions with related parties.

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

Number of members present and voting (in person and proxy)	Number of votes cast by them	% of total number of valid votes cast
107	7348	99.70%

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

Number of members present and voting (in person and proxy)	Number of votes cast by them	% of total number of valid votes cast
1	22	0.30%

(iii) Invalid Votes:

Number of members present and voting (in person and proxy)	Total number of votes cast by them
14	4031

Item - 2

Special Resolution - Appointment of Mr.R.Chandrasekaran(DIN:00012643)as Director and Managing Director of the Company for a term of three years with effect from October 01,2019

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

Number of members present and voting (in person and proxy)	Number of votes cast by them	% of total number of valid votes cast
107	6471503	99.9995%





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

Number of members present and voting (in person and proxy)	Number of votes cast by them	% of total number of valid votes cast
3	34	0.00053%

(iii) Invalid Votes:

Number of members present and voting (in person and proxy)	Total number of votes cast by them
14	4031

5.A list of equity shareholders who voted "FOR","AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

6.The postal ballot papers and other relevant records were sealed and handed over to the Chairman/Company Secretary for safe keeping.

BP & Associates

Company Secretaries

C. Prabhakar,
Partner

C P No: 11033 | M No : 30433



Place: Chennai

Date: 05th November, 2019

UDIN - A030433A000208237



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Item No - 2

Special Resolution - Appointment of Mr.R.Chandrasekaran(DIN:00012643)as Director and Managing Director of the Company for a term of three years with effect from October 01,2019

Mode of Voting	Votes in favor of the resolution		Votes against the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%	Nos.	Nos.	%
e-Voting	20674793	76.15%	4	0.00%	-	20674797	76.15%
Poll	6471503	23.84%	34	0.00%	4,031	6475568	23.85%
Total	27146296	99.99%	38	0.00%	4,031	27150365	100.00%

Based on the aforesaid results, we report that this Special Resolution has been passed with requisite Majority.

I hereby confirm that I am maintaining the Registers received from the Service Provider both electronically and manually, in respect of the votes cast through e-voting and Postal Ballot by the shareholders of the Company. I shall be arranging to handover these records to you or other person as authorised by you.

Thanking you,

Yours Faithfully,

BP & Associates

Company Secretaries

C. Prabhakar

Partner

C P No: 11033| M No : 30433

Place: Chennai

Date: 05th November, 2019

UDIN - A030433A000208237

