

## INDIA MOTOR PARTS & ACCESSORIES LIMITED

CIN: L65991TN1954PLC000958  
Regd. Office: 46, Whites Road, Chennai- 600 014  
Tel:044-28591433; E-mail: [secy@impal.net](mailto:secy@impal.net); Web: [www.impal.net](http://www.impal.net)

### POSTAL BALLOT NOTICE

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

To  
The Members

Notice is hereby given to the shareholders of the Company pursuant to Section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), General Circulars issued by the Ministry of Corporate Affairs from time to time, including without limitation, General Circular No.09/2024 dated 19<sup>th</sup> September, 2024, Secretarial Standard 2 on General Meetings, issued by the Institute of Company Secretaries of India and other applicable laws and regulations, for seeking their approval for Resolutions as set-out below by way of voting through Electronics Means (remote e-voting) using platform provided by the Central Depository Services (India) Limited (CDSL)

1. Appointment of Sri N Krishnan (DIN: 00041381), as a Director and as a Whole Time Director for a period of 3 (Three) years with effect from July 5, 2025 – **Special Resolution**
2. Appointment of Sri Mukund S Raghavan (DIN: 03411396), as Managing Director for a period of 5 (five) years with effect from July 5, 2025 – **Ordinary Resolution**

The draft of the Resolutions together with the Statement pursuant to Section 102 and Section 110 of the Companies Act, 2013, setting out the material facts and the reasons/ rationale is enclosed.

**Regd. Office:**  
46, Whites Road, Chennai - 600 014  
16<sup>th</sup> May, 2025

**By Order of the Board**  
**Aditya Sharma**  
Company Secretary

## INDIA MOTOR PARTS & ACCESSORIES LIMITED

### Notes:

- 1 In accordance with the relaxation granted by the Ministry of Corporate Affairs vide Circular No.09/2024 dated 19<sup>th</sup> September, 2024, this Postal Ballot Notice is being sent only in electronic form, to all the shareholders whose names appear on the Register of Members / list of Beneficial Owners as received from National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) on **Monday, 19<sup>th</sup> May, 2025** and who have registered their email id with the Company / Depositories.
- 2 In accordance with the MCA Circulars, Members are requested to communicate their assent or dissent through the e-voting system only. Members are also requested to carefully read all the instructions given in the Notes.
- 3 The Postal Ballot facility through remote e-voting is being provided to the members in accordance with the provisions of Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI LODR Regulations.
- 4 The Notice and Statement of the material facts have been made available on the website of the Company [www.impal.net](http://www.impal.net) and on the website of CDSL i.e., [www.evotingindia.com](http://www.evotingindia.com).
- 5 The voting rights of the members shall be in proportion to the number of shares held by them in the paid-up equity share capital of the Company as on the **cut-off date, i.e., on Monday, the 19<sup>th</sup> May, 2025**.
- 6 The remote e-voting period will begin at **9:00 a.m. on 27<sup>th</sup> May, 2025 (Tuesday) and ends at 5:00 p.m. on 25<sup>th</sup> June, 2025 (Wednesday)** (both days inclusive). The remote e-voting will be blocked by CDSL thereafter and voting shall not be allowed beyond the said date and time. Once the vote on the resolution is cast by the member, the member shall not be allowed to change it subsequently or cast the vote again.
- 7 In terms of Secretarial Standard–2, the resolutions, on receiving the requisite number of 'assent' votes, shall be deemed to have been passed on **Wednesday, the 25<sup>th</sup> June, 2025 at 5:00 pm**.
- 8 The Board of Directors has appointed Sri. M Damodaran of M/s Damodaran Associates, LLP Practicing Company Secretaries, Chennai as the Scrutinizer, for conducting the postal ballot process in a fair and transparent manner.
- 9 The Scrutinizer will submit his report to the Chairman/ Managing Director of the Company after completion of the scrutiny and the results of the postal ballot will be announced by the Chairman/ Managing Director within 2 working days of conclusion of postal ballot process at the Registered Office of the Company at 46, Whites Road, Chennai 600 014.
- 10 The results of the Postal Ballot will be communicated to the stock exchange(s) where the company's equity shares are listed and posted on the Company's website – [www.impal.net](http://www.impal.net).
- 11 Any query / grievance relating to e-voting may be addressed to Mr. Rakesh Dalvi, Sr. Manager, Central Depository Services (India) Limited (CDSL), A Wing, 25<sup>th</sup> Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call at toll free no. 1800 21 099 11.

**DRAFT RESOLUTIONS****SPECIAL BUSINESS:**

1. **To consider and if thought fit, to pass with or without modifications, the following resolution as a Special Resolution(s):**

**RESOLVED THAT** pursuant to Section 149, 152 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, Sri N Krishnan (DIN:00041381), who was appointed as a Director of the Company by the Board of Directors, subject to approval of the shareholders with effect from 5<sup>th</sup> July, 2025 and in respect of whom the Company has received a Notice in writing from a member under Section 160 of the Companies Act, 2013, proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company and is liable to retire by rotation.

**RESOLVED FURTHER THAT** in accordance with the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Including any statutory modification(s) thereto or re-enactment(s) thereof for the time being in force), consent of the Company be and is hereby accorded for the appointment of Sri N Krishnan (DIN:00041381), as a Whole-Time Director of the Company with effect from 5<sup>th</sup> July 2025 up to 4<sup>th</sup> July, 2028, liable to retire by rotation as per the terms set out hereunder:

Term of office	5 <sup>th</sup> July, 2025 to 4 <sup>th</sup> July, 2028
Salary	Consolidated pay of Rs. 8,00,000/- per month
Commission	Subject to a ceiling of 1% of the Net profits of the Company for each financial year. The quantum will be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors within the ceiling of 1% of the Net Profits of the Company.
Perquisites	As detailed in the Annexure to Explanatory Statement
Minimum Remuneration	Where in any financial year, during the currency of his tenure, the Company has no profits or its profits are inadequate, it may pay him remuneration by way of salary, allowances, commission and perquisites not exceeding the limits specified in Part II of Section II of Schedule V to the Companies Act, 2013 or such other limits as may be prescribed by the Government from time to time as minimum remuneration.

2. **To consider and if thought fit, to pass with or without modifications, the following resolution as an Ordinary Resolution(s):**

**RESOLVED THAT** in accordance with the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Including any statutory modification(s) thereto or re-enactment(s) thereof for the time being in force), consent of the Company be and is hereby accorded for appointment of Sri Mukund S Raghavan, (DIN 03411396), as Managing Director of the Company for a period of 5 (Five) years with effect from 5<sup>th</sup> July, 2025 up to 4<sup>th</sup> July, 2030, not liable to retire by rotation, as per the terms set out hereunder:

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Term of office	5 <sup>th</sup> July, 2025 to 4 <sup>th</sup> July, 2030
Salary	Basic salary is 6,00,000/- per month effective 5 <sup>th</sup> July 2025 in the scale of Rs. 6,00,000/- to Rs. 8,50,000/- per month. The quantum of Annual increase will be effective 1 <sup>st</sup> April of every year, commencing from 1 <sup>st</sup> April 2026, upon recommendation by the Nomination and Remuneration Committee and approval by the Board of Directors.
Commission	Subject to a ceiling of 1.5% of the Net profits of the Company for each financial year. The quantum will be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors within the ceiling of 1.5% of the Net Profits of the Company.
Perquisites	As detailed in the Annexure to Explanatory Statement
Minimum Remuneration	Where in any financial year, during the currency of his tenure, the Company has no profits or its profits are inadequate, it may pay him remuneration by way of salary, allowances, commission and perquisites not exceeding the limits specified in Part II of Section II of Schedule V to the Companies Act, 2013 or such other limits as may be prescribed by the Government from time to time as minimum remuneration.

### EXPLANATORY STATEMENT UNDER SECTION 102(1) OF THE COMPANIES ACT, 2013.

#### Item No. 1

##### Rationale for appointment:

Sri N Krishnan has served as Managing Director of the Company for more than two decades and his tenure as Managing Director is concluding on 4<sup>th</sup> July, 2025. With over four decades of experience in Original Equipment (OE) sales and the management of aftermarket auto parts distribution, he brings valuable industry knowledge and leadership to the Company.

Sri N Krishnan is not disqualified from being appointed as a Whole-Time Director under Section 164 of the Act and is not debarred by the Securities and Exchange Board of India (SEBI) or any other authority from holding the office of Director. All requisite disclosures and declarations have been duly received from him.

The Nomination and Remuneration Committee, having considered the skills, expertise, and competencies required for the effective functioning of the Board in the context of the Company's business, is of the view that Sri N Krishnan continues to possess the core attributes essential to the role. His continued association is expected to be of immense value to the Company.

Based on the recommendations of the Nomination and Remuneration Committee, the Board of Directors, at its meeting held on 16<sup>th</sup> May 2025, approved and recommends to the Shareholders the appointment of Sri N. Krishnan as a Director, liable to retire by rotation. The Board further recommends his appointment as a Whole-Time Director of the Company for a period of three years, commencing from 5<sup>th</sup> July 2025, on the terms and conditions set out in the accompanying resolution.

The term of office / remuneration payable to the Whole Time Director by way of Salary, Commission and Perquisites are within the specified limits laid down in Schedule V of the Companies Act, 2013 and requires Members approval.

Since, Sri N. Krishnan is above 70 years of age, the Board recommends **Special Resolution(s)** for his appointment as a Director and also as a Whole-time Director, for approval by the shareholders.

## **Details of Perquisites referred to in Item No.1**

### **Perquisites:**

1. The Company will reimburse the appointee the actual expenses incurred on utilities, including gas, electricity, and water, as well as furnishings, and such reimbursements shall be evaluated as per the Income Tax Act and Rules thereof.
2. Medical Reimbursement for self and family including premium payable for medical insurance not exceeding one month salary per annum
3. Fees of clubs subject to a maximum of two clubs. This will not include admission fee and life membership fee.
4. Personal Accident Insurance as per the rules of the Company
5. Provision of Cars with drivers for Company business, the value of which will be evaluated as per Income Tax Rules, 1962
6. Provision of telephone at the residence of the Whole-time Director

**Sitting Fees:** He will not be entitled to sitting fees for attending the Board/Committee meeting(s).

## **DISCLOSURE OF INTEREST**

Except Sri N Krishnan none of the Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested, in the resolution(s).

## **Item No.2**

### **Rationale for appointment:**

Sri Mukund S Raghavan, is presently the Deputy Managing Director of the Company since 18<sup>th</sup> May, 2022. His existing term of office comes to an end on 17<sup>th</sup> May, 2027. He has occupied various positions in the company during his tenure of more than a decade.

Sri Mukund S Raghavan brings with him over 28 years of diverse industrial experience in the automotive aftermarket sector, with a strong background in marketing, operations, and business development. He has played a pivotal role in shaping the Company's strategic direction, particularly in driving initiatives focused on profitable and sustainable growth. His deep understanding of market dynamics, customer behavior, and operational efficiency has contributed significantly to the Company's competitive positioning and expansion efforts.

Sri Mukund S Raghavan is not disqualified from being appointed as a Managing Director under Section 164 of the Act and is not debarred by the Securities and Exchange Board of India (SEBI) or any other authority from holding the office of Director. All requisite disclosures and declarations have been duly received from him.

The Nomination and Remuneration Committee, after evaluating the skills, expertise, and competencies has recommended the appointment of Sri Mukund S Raghavan as Managing Director of the Company.

Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors at their meeting held on 16<sup>th</sup> May, 2025, and subject to approval of the shareholders, approved the appointment of Sri Mukund S Raghavan (DIN 03411396) as Managing Director of the Company effective 5<sup>th</sup> July, 2025 for a period of 5 (Five) years, on the terms set out in the resolution.

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The term of office / remuneration payable as Managing Director by way of Salary, Commission and Perquisites are within the specified limits laid down in Schedule V of the Companies Act, 2013 and require Members approval.

Accordingly, the Board recommends the **Ordinary Resolution** in relation to the appointment of Sri Mukund S Raghavan as Managing Director, for the approval by the shareholders.

### Details of Perquisites referred to in the Item No.2

#### Perquisites:

1. Free use of furnished accommodation owned or leased by the Company with amenities including Water, Gas, Electricity and Furnishings. If no accommodation is provided, the Managing Director is entitled to a House Rent Allowance subject to a ceiling of 70% of his salary. The Company will reimburse the appointee actual expenses incurred on utilities, including gas, electricity, and water, as well as furnishings, and such reimbursements shall be evaluated as per the Income Tax Act and Rules thereof.
2. Medical Reimbursement for self and family including premium payable for medical insurance not exceeding one month salary.
3. Leave Travel Concession for self and family once in a year in accordance with the rules of the Company.

Explanation: Family means the spouse, dependent children and dependent parents of the appointee.

4. Fees of clubs subject to a maximum of two clubs. This will not include admission fee and life membership fee.
5. Personal Accident Insurance as per the rules of the Company
6. Contribution to Provident Fund, Superannuation Fund or Annuity Fund and payment of Gratuity as per the rules of the Company.
7. Encashment of leave at the end of the tenure.
8. Provision of Car with driver for Company business, the value of which will be evaluated as per Income Tax Rules, 1962.
9. Provision of telephone at the residence of the Managing Director.
10. Such other perquisites, benefits and amenities as may be provided by the Company to the other senior executives from time to time.

**Sitting Fees:** He will not be entitled to sitting fees for attending the Board/Committee meeting(s).

#### DISCLOSURE OF INTEREST

Except Sri Mukund S Raghavan, none of the Directors/Key Managerial Personnel of the Company and their relatives are concerned or interested in the resolution.

**Particulars of the Directors seeking appointment / re-appointment pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of the Secretarial Standard - 2 as issued by the Institute of Company Secretaries of India**

**Item No 1 & 2**

Name of the Director	<b>Sri N Krishnan</b>	<b>Sri Mukund S Raghavan</b>
DIN	00041381	03411396
Date of Birth	20 <sup>th</sup> December, 1952	5 <sup>th</sup> July, 1965
Age	72 Years	59 Years
Qualifications	B.E.(Mechanical), MBA and MS from the University of Southern California, Los Angeles, California, USA	B.Sc. (Mathematics), M.E.P (Indian Institute of Management, Ahmedabad), PG Diploma in Export Management from Indian Institute of Export Management.
Experience, skill and Expertise in specific functional area	Having served as General Manager (Sales) in Axles India Limited, he joined IMPAL in December 1993 as General Manager. Sri N Krishnan was inducted into the Board as Deputy Managing Director on 24 <sup>th</sup> July, 1997. His initial appointment as Managing Director was from 1 <sup>st</sup> July, 1999 and was later reappointed on 5 <sup>th</sup> July, 2002, 5 <sup>th</sup> July, 2007, 5 <sup>th</sup> July, 2012 and 5 <sup>th</sup> July, 2017 for a period of 5 years each respectively. He was further re-appointed on 5 <sup>th</sup> July, 2022 for 3 years. He has over 4 decades of experience in OE Sales and Management of After Market Auto Parts distribution.	Sri Mukund S Raghavan was appointed as an Executive Director of the Company in February 2019 for a term of five years. On 18 <sup>th</sup> May 2022, he was elevated as Deputy Managing Director, for 5 years from 18 <sup>th</sup> May, 2022. Before joining the Board, he served as President – Marketing & Business Development in the Company. He brings with him over 28 years of experience in the automotive aftermarket business. Prior to this he also served in Indian Navy for 10 Years.
Date of first appointment on the Board	24 <sup>th</sup> July, 1997	7 <sup>th</sup> February, 2019
Terms and conditions of appointment or re-appointment	Appointment as a Director and as a Whole-time Director for a term of 3 years effective 5 <sup>th</sup> July, 2025	Appointment as Managing Director for a term of 5 years, effective 05 <sup>th</sup> July, 2025
Details of remuneration sought to be paid	Basic Salary: Consolidated pay of Rs. 8,00,000/- (Rupees Eight Lakhs only) per month effective 5 <sup>th</sup> July, 2025.	Basic Salary: Rs. 6,00,000/- (Rupees Six Lakhs only) per month effective 5 <sup>th</sup> July, 2025 in the scale of Rs. 6,00,000/- to Rs. 8,00,000/-
Remuneration last drawn	Last drawn Basic Salary – 5,00,000/- p.m.in the scale of Rs.5,00,000 to Rs.6,50,000/-	Last drawn Basic Salary – Rs.4,62,000 p.m. in the scale of Rs. 3,50,000 to Rs. 5,00,000/-

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Membership / Chairmanship of the Committees of the Board of Directors	<ol style="list-style-type: none"> <li>1. Risk Management Committee - Chairman</li> <li>2. Corporate Social Responsibility Committee- Member</li> </ol>	<ol style="list-style-type: none"> <li>1. Audit Committee -Member</li> <li>2. Risk Management Committee- Member</li> <li>3. Stakeholders Relationship Committee – Member</li> </ol>
Number of Meetings of the Board attended during the year	FY 2024-2025: 5 Board Meetings. For the current financial year till the date of this Notice – 1 meeting	FY 2024-2025: 5 Board Meetings. For the current financial year till the date of this Notice – 1 meeting
Other Directorship and Membership / Chairmanship of the Committees of the Board as on 16 <sup>th</sup> May, 2025	<b>(A) Directorship</b> Nil	<b>(A) Directorship</b> <ol style="list-style-type: none"> <li>a. Royal Sundaram General Insurance Co. Ltd</li> <li>b. T Ram Financial Service Private Limited</li> </ol>
	<b>(B) Chairmanship</b> Nil	<b>(B) Chairmanship</b> Nil
	<b>(C) Membership</b> Nil	<b>(C) Membership</b> Nil
List of listed entities from which the person has resigned in the past three years.	Nil	Nil
No. of shares held as on 16 <sup>th</sup> May, 2025	40,311 Shares	12,144 Shares
Relationship with other Directors Manager and other Key Managerial Personnel of the Company	Nil	Nil

## CDSL e-Voting System – For Remote e-voting

### INSTRUCTIONS TO SHAREHOLDERS FOR REMOTE E-VOTING:

The e-voting period will begin at **9:00 a.m. on 27<sup>th</sup> May, 2025 (Tuesday) and ends at 5:00 p.m. on 25<sup>th</sup> June, 2025 (Wednesday)** (both days inclusive). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date **Monday, 19<sup>th</sup> May, 2025** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09<sup>th</sup> December, 2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

In terms of SEBI circular no. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09<sup>th</sup> December, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

#### **Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.**

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL</b> Depository	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon & New System Myeasi Tab.

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	<p>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period.</p> <p>Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</p> <p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
<p>Individual Shareholders holding securities in demat mode with <b>NSDL</b> Depository</p>	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select "Register Online for IDeAS" Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></p>

	<p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period</p> <p>4) For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b></p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 21 099 11
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at: 022 - 4886 7000 and 022 - 2499 7000

(iv) Step-2: Login method for remote e-Voting for Physical shareholders and shareholders other than individual holding in Demat form.

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>• Shareholders who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> <li>• If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</li> </ul>

- (v) After entering these details appropriately, click on “SUBMIT” tab.
- (vi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (ix) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (x) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details
- (xi) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xiv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvi) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

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- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [secy@impal.net](mailto:secy@impal.net) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

### **PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

- 1 For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to [secy@impal.net](mailto:secy@impal.net) / [investor@cameoindia.com](mailto:investor@cameoindia.com).
- 2 For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP).
- 3 For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting through Depository.

**All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, Central Depository Services (India) Limited (CDSL), A Wing, 25<sup>th</sup> Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 21 099 11.**