

INDIA MOTOR PARTS & ACCESSORIES LIMITED

REGD. OFFICE : 46, WHITES ROAD, CHENNAI - 600 014.

SECY/NSE/12/2018-19/ 24.08.2018

Telephone : 28523996, 28524097
Fax : 044-28523009
E-mail : secy@impal.net
Post Box No. : 408
Chennai - 600 014.
CIN : L65991TN1954PLC000958

The Manager
Listing Department
National Stock Exchange of India Limited
"Exchange Plaza", Plot C/1, "G", Block
Bandra Kurla Complex
Bandra (E),
Mumbai - 400 051

Symbol – IMPAL, Series – EQ

Dear Sir / Madam,

RE: Regulation 44 - Details regarding the voting results .

Pursuant to Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the details regarding the results of E – Voting and Poll for the Ordinary Resolutions passed at the 64th Annual General Meeting held on 23rd August, 2018 is submitted in the required format. The scrutinizer's report is also enclosed.

We request you to kindly take this on record

Thanking you,

Yours faithfully,
For **India Motor Parts & Accessories Limited**


S. Kalyanaraman
Company Secretary

Copy to:-
The Manager,
Listing Department,
Bombay Stock Exchange Limited,
Floor 25, P J Towers, Dalal Street,
Mumbai 400 001.

Web : www.impal.net

Branches at : AGRA - AHMEDABAD - ASANSOL - AUGURANGABAD - BANGALORE - BHILWARA - BHUBANESHWAR - CALICUT - CHANDIGARH - CHENNAI - COIMBATORE - CUTTACK - DANKUNI - DELHI - DHANBAD - ERNAKULAM - ERODE - GANDHIDHAM - GUWAHATI - HALDWANI - HISAR - HUBLI - HYDERABAD - INDORE - JAIPUR - JALANDHAR - JAMMU - JAMSHEDPUR - JODHPUR - KADAPA - KANPUR - KOLHAPUR - KOLKATA - KOTA - KOTTAYAM - LUDHIANA - MADURAI - MANGALORE - MUMBAI - MUZAFFARPUR - NAGPUR - PATNA - POONAMALLEE - PUNE - RAIPUR - RAJKOT - RANCHI - REDHILLS - SALEM - SAMBALPUR - SHIVAMOGGA - SILCHAR - SILIGURI - SURAT - TIRUNELVELI - TRICHY - TRIVANDRUM - UDAIPUR - VARANASI - VELLORE - VIJAYAPURA - VIJAYAWADA - VISAKAPATNAM.

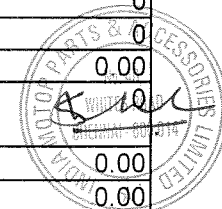
VOTING RESULTS as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015

NAME OF THE COMPANY:	INDIA MOTOR PARTS & ACCESSORIES LTD
Date of The AGM	23RD AUGUST 2018
Total number of Shareholders on record date	8123
No. of Shareholders present in the meeting either in person or through proxy:	1112
Promoters and Promoter Group:	3
Public	1109
No of Shareholders attended the meeting through Video Conferencing :	
Promoters and Promoter Group:	Nil
Public:	Nil

1. Adoption of Audited Financial Statements including the Consolidated Financial Statements, report of the Board of Directors and Auditors for the financial year 2017-18 – Ordinary Resolution

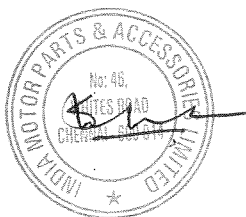
Resolution Required:(Ordinary/Special) :	ORDINARY
Whether Promoter / Promoter group are interested in the agenda / resolution ?	NO

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 VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER GROUP	E-VOTING	2555446	2554446	99.96	2554446	0	100.00	0
	POLL		0	0	0	0	0	0
	POSTAL_3BAL LOT		0	0	0	0	0	0
	SUB TOTAL	2555446	2554446	99.96	2554446	0	100.00	0
PUBLIC-INSTITUTIONS	E-VOTING	709207	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL_BALL OT		0	0	0	0	0	0
	SUB TOTAL	709207	0	0	0	0	0	0
PUBLIC-NON INSTITUTIONS	E-VOTING	5055347	1753157	34.68	1753157	0	100.00	0
	POLL		140911	2.79	140911	0	100.00	0.00
	POSTAL_BALL OT		0	0	0	0	0	0
	SUB TOTAL	5055347	1894068	37.47	1894068	0	100.00	0.00
GRAND TOTAL		8320000	4448514	53.47	4448514	0	100.00	0.00



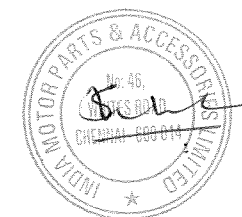
2.To Record Interim Dividend paid for the Financial Year 2017-18

Resolution Required:(Ordinary/Special) :					ORDINARY			
Whether Promoter / Promoter group are interested in the agenda / resolution ?					NO			
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 VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	2555446	2554446	99.96	2554446	0	100.00	0
	POLL		0	0	0	0	0	0
	POSTAL_BALL OT		0	0	0	0	0	0
	SUB TOTAL	2555446	2554446	99.96	2554446	0	100.00	0
PUBLIC-INSTITUTIONS	E-VOTING	709207	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL_BALL OT		0	0	0	0	0	0
	SUB TOTAL	709207	0	0	0	0	0	0
PUBLIC-NON INSTITUTIONS	E-VOTING	5055347	1753157	34.68	1753157	0	100.00	0
	POLL		140911	2.79	140911	0	100.00	0.00
	POSTAL_BALL OT		0	0	0	0	0	0
	SUB TOTAL	5055347	1894068	37.47	1894068	0	100.00	0.00
GRAND TOTAL		8320000	4448514	53.47	4448514	0	100.00	0.00



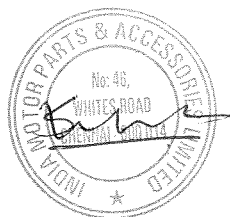
3.Appointment of a Director in the place of Ms Shobhana Ramachandhran (holding Din 00273837) who retires by rotation and being eligible seeks re-appointment

Resolution Required:(Ordinary/Special) :					ORDINARY			
Whether Promoter / Promoter group are interested in the agenda / resolution ?					No			
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 VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	2555446	2554446	99.96	2554446	0	100.00	0
	POLL		0	0	0	0	0	0
	POSTAL_BALL OT		0	0	0	0	0	0
	SUB TOTAL	2555446	2554446	99.96	2554446	0	100.00	0
PUBLIC-INSTITUTIONS	E-VOTING	709207	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL_BALL OT		0	0	0	0	0	0
	SUB TOTAL	709207	0	0	0	0	0	0
PUBLIC-NON INSTITUTIONS	E-VOTING	5055347	1753157	34.68	1753157	0	100.00	0
	POLL		77333	1.53	77029	304	99.61	0.39
	POSTAL_BALL OT		0	0	0	0	0	0
	SUB TOTAL	5055347	1830490	36.21	1830186	304	99.98	0.02
GRAND TOTAL		8320000	4384936	52.70	4384632	304	99.99	0.01



4. Payment of remuneration by way of Commission to the Non-Executive Directors upto 1% of the net profits of the Company commencing from 01.04.2019

Resolution Required:(Ordinary/Special) :					ORDINARY			
Whether Promoter / Promoter group are interested in the agenda / resolution ?					NO			
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 VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	2555446	2346728	91.83	2346728	0	100.00	0
	POLL		0	0	0	0	0	0
	POSTAL_BALL OT		0	0	0	0	0	0
	SUB TOTAL	2555446	2346728	91.83	2346728	0	100.00	0
PUBLIC-INSTITUTIONS	E-VOTING	709207	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL_BALL OT		0	0	0	0	0	0
	SUB TOTAL	709207	0	0	0	0	0	0
PUBLIC-NON INSTITUTIONS	E-VOTING	5055347	1753157	34.68	1753153	4	100.00	0
	POLL		49053	0.97	48169	884	98.20	1.80
	POSTAL_BALL OT		0	0	0	0	0	0
	SUB TOTAL	5055347	1802210	35.65	1801322	888	99.95	0.05
GRAND TOTAL		8320000	4148938	49.87	4148050	888	99.98	0.02



New No.6, Old No.12,
Appavoo Gramani 1st Street,
Mandavelli,
(Opp. to Church Near by BSNL Office)
Chennai - 600 028.
Ph : 044-4360 1111
E-mail : secretarial@mdassociates.co.in
accounts@mdassociates.co.in



M. DAMODARAN & ASSOCIATES

Practicing Company Secretaries



M. Damodaran, B.Com, F.C.S. L.L.B.
Mobile:98412 81693

**CONSOLIDATED SCRUTINIZER'S REPORT
(REMOTE E-VOTING & INSTA POLL)**

Form No MGT - 13

[Pursuant to Section 108 & 109 of the Companies Act, 2013 and
Companies (Management and Administration) Rules, 2014 as amended and the provisions
of Regulation 44 of the SEBI LODR, Regulations 2015]

To,

The **Chairman** of 64th Annual General Meeting of the Equity Shareholders of INDIA MOTOR PARTS & ACCESSORIES LIMITED (CIN: L65991TN1954PLC000958) held on the **23rd day of August 2018, Thursday** at 11.00 AM at The Music Academy, 168 T T K Road, Chennai-600014.

Dear Sir,

1. I, M.Damodaran, Company Secretary in Practice having office at New No. 6, Old No. 12, Appavoo Gramani, 1st Street, Mandaveli, Chennai, Tamil Nadu-600028 have been appointed as a scrutinizer by the Board of Directors of **INDIA MOTOR PARTS & ACCESSORIES LIMITED** (the company) for the purpose of :

(i) Scrutinizing the e-voting process (remote e- voting) under the provisions of Section 108 of the Companies Act 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended (Rules) and the provisions of Regulation 44 of the SEBI LODR, Regulations 2015.

(ii) Poll through Ballot paper (Insta Poll) under the provisions of Section 109 of the Companies Act 2013 read with Rule 21 of the Rules, on the resolutions contained in the notice to the 64th Annual General Meeting (AGM) of the Equity Shareholders of the Company, held on the 23rd day of August 2018, Thursday at 11.00 AM at The Music Academy, 168 T T K Road, Chennai-600014.

2. The management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and Rules relating to voting through electronic means [i.e. by remote e-voting and voting by poll by way of Ballot paper (Insta Poll) at the AGM] for the resolutions contained in the Notice to the 64th AGM of the Equity Shareholders of the company. My responsibility as a scrutinizer for the voting process of voting through

M.



M. DAMODARAN & ASSOCIATES

Practicing Company Secretaries



electronic means (i.e by remote e-voting and Insta Poll at AGM) is restricted to make a consolidated scrutinizer's report of the vote cast "in favour "or "against" the resolution stated above, based on the report generated from the e-voting system provided by Central Depository Services Limited (CDSL), the Agency authorized under the Rules and engaged by the company to provide e-voting facilities for voting through electronic means.

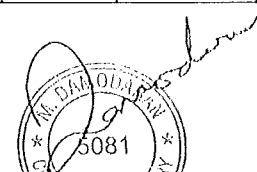
Results of E-Voting and Insta Poll of M/s INDIA MOTOR PARTS & ACCESSORIES LIMITED.

Item No: 1

Adoption of Audited Financial Statements including the Consolidated Financial Statements for the year ended 31st March 2018, and the Board and Auditors Report thereon.

Passed as an Ordinary Resolution as follows:

Mode of Voting	Total Valid Polls Received & valid e-voting casted (3)+(6)	Favour			Against			Total % of valid Votes in Favour & Against (5)+(8)
		Number of Polls & e-voting	Number of shares Voted	%	Number of Polls & e-voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Insta Poll	29	29	140911	100	0	0	0	100
E-Voting	76	76	4307603	100	0	0	0	100
Total	105	105	4448514	100	0	0	0	100

M. 




M. DAMODARAN & ASSOCIATES
Practicing Company Secretaries



Details of Invalid Votes:

Mode of Voting	Total number of members whose votes invalid	Total number of invalid votes
InstaPoll	4	1728
E-Voting	0	0
Total	4	1728

Details of Abstained votes:

Mode of Voting	Total number of members whose votes were abstained	Total number of votes abstained
Instapoll	0	0
E-Voting	0	0
Total	0	0

M. Damodaran
5081
COMPANY SECRETARY



M. DAMODARAN & ASSOCIATES
Practicing Company Secretaries



Item No: 2

Confirmation of Interim Dividend as Dividend for the year 2017-18.

Passed as an Ordinary Resolution as follows:

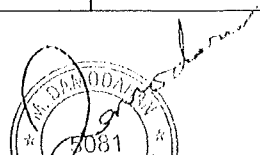
Mode of Voting	Total Valid Polls Received & valid e-voting casted (3)+(6)	Favour			Against			Total % of valid Votes in Favour & Against (5)+(8)
		Number of Polls & e-voting	Number of shares Voted	%	Number of Polls & e-voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Insta Poll	29	29	140911	100	0	0	0	100
E-Voting	76	76	4307603	100	0	0	0	100
Total	105	105	4448514	100	0	0	0	100

Details of Invalid Votes:

Mode of Voting	Total number of members whose votes invalid	Total number of invalid votes
InstaPoll	4	1728
E-Voting	0	0
Total	4	1728

Details of Abstained votes:

Mode of Voting	Total number of members whose votes were abstained	Total number of votes abstained
Instapoll	0	0
E-Voting	0	0
Total	0	0

M. 




M. DAMODARAN & ASSOCIATES

Practicing Company Secretaries



Item No: 3

Re-appointment of Ms.Shobhana Ramachandhran (DIN: 00273837) as Director, who retires by rotation.

Passed as an Ordinary Resolution as follows:

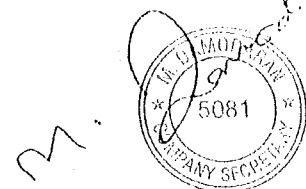
Mode of Voting	Total Valid Polls Received & valid e-voting casted (3)+(6)	Favour			Against			Total % of valid Votes in Favour & Against (5)+(8)
		Number of Polls & e-voting	Number of shares Voted	%	Number of Polls & e-voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Insta Poll	28	26	77333	99.61	2	304	0.39	100
E-Voting	76	76	4307603	100	0	0	0	100
Total	104	102	4384936	99.99	2	304	0.01	100

Details of Invalid Votes:

Mode of Voting	Total number of members whose votes invalid	Total number of invalid votes
InstaPoll	4	1728
E-Voting	0	0
Total	4	1728

Details of Abstained votes:

Mode of Voting	Total number of members whose votes were abstained	Total number of votes abstained
Instapoll	1	63275
E-Voting	0	0
Total	1	63275





M. DAMODARAN & ASSOCIATES

Practicing Company Secretaries



Special Business

Item No: 4

Payment of Remuneration by way of commission to the Non Executive Directors upto 1 % of the net profits of the company commencing from 01.04.2019.

Passed as an Ordinary Resolution:

Mode of Voting	Total Valid Polls Received & valid e-voting casted (3)+(6)	Favour			Against			Total % of valid Votes in Favour & Against (5)+(8)
		Number of Polls & e-voting	Number of shares Voted	%	Number of Polls & e-voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Insta Poll	21	16	48169	98.20	5	884	1.80	100
E-Voting	71	69	4099881	99.99	2	4	0.01	100
Total	92	85	4148050	99.98	7	888	0.02	100

Details of invalid Votes:

Mode of Voting	Total number of members whose votes invalid	Total number of invalid votes
InstaPoll	4	1728
E-Voting	0	0
Total	4	1728

Details of Abstained votes:

Mode of Voting	Total number of members whose votes were abstained	Total number of votes abstained
Instapoll	8	91859
E-Voting	5	207718
Total	13	299577

M. Damodaran



M. DAMODARAN & ASSOCIATES
Practicing Company Secretaries



3. The electronic data and all other relevant records relating to 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,
Yours faithfully,

M.Damodaran
Practicing Company Secretary

Place: Chennai
Date: 23.08.2018



INDIA MOTOR PARTS & ACCESSORIES LIMITED

MINUTES OF THE 64th ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF THE COMPANY HELD BETWEEN 11 A.M. AND 11.45 A.M. ON THURSDAY, THE 23RD AUGUST 2018 AT MUSIC ACADEMY, #168, TTK ROAD, CHENNAI 600 014.

PRESENT

SRI S RAM	CHAIRMAN
SRI N KRISHNAN	MANAGING DIRECTOR
SRI ANANTH RAMANUJAM	DIRECTOR
MS SHOBHANA RAMACHANDHRAN	DIRECTOR
SRI S RAVINDRAN	DIRECTOR
SRI S PRASAD	DIRECTOR
SRI RASESH R DOSHI	DIRECTOR
SRI S VENKATESAN	DIRECTOR
SRI T N P DURAI	DIRECTOR
SRI L RAVISANKAR	Partner M/S Brahmayya & Co., Statutory Auditors.
SRI M DAMODARAN	SECRETARIAL AUDITOR & SCRUTINIZER FOR REMOTE E- VOTING AND POLL

Member Present: 1105

Proxy: 7

Total 1112

In Attendance

Sri S Ramasubramanian, Chief Financial Officer and Sri S Kalyanaraman, Company Secretary & Compliance Officer.

Sri S Ram occupied the Chair. After declaring that the necessary quorum was present, the Chairman welcomed the members and called the meeting to Order.

With the permission of the members present, Notice of the Meeting was taken as read

The Chairman informed the shareholders that, as per the provisions of Section 145 of the Companies Act, 2013, Auditors' Report on the accounts for the year ended 31st March 2018, being an unqualified/unmodified one, was not required to be read at the Annual General Meeting



INDIA MOTOR PARTS & ACCESSORIES LIMITED

Sri S Ram, Chairman in his speech highlighted the following points:

- Performance of the company for the year under review, the state of the Spare Parts Business, Indian economic environment and the business outlook for the year 2018 -19.
- Introduction of Goods and Services Tax and its impact on the Business.
- Performance of the Company in the first quarter of 2018-19.
- Dividend Payout by the Company for the year 2017-18: During the year the total dividend payout was Rs.11/- per equity share.
- Expressed thanks to the suppliers, dealers, bankers, shareholders and all the staff members of the company for their continued support and co-operation.

After delivering his speech, the Chairman informed the shareholders that as per the Listing Regulations, the Company had offered remote E-Voting facility to the shareholders.

The Chairman invited the shareholders to seek clarifications, if any on the audited accounts and matters relating to resolutions to be moved.

The queries raised by the members on the audited accounts and other subjects were answered by the Chairman and Sri N Krishnan, Managing Director.

The Chairman then informed that those shareholders, who have not exercised their votes through remote e-voting, could do so through the physical ballot paper in Form MGT 12 which would be made available to them to exercise their vote. Thereafter, some members exercised their vote.

After conclusion of the Poll, the Chairman announced that the final results of the voting (after consolidating the results of remote e-voting and poll) would be uploaded in the website of the Company and announced to the stock exchanges within 48 hours of the conclusion of the meeting.

Based on the final results, of the voting (remote e-voting and poll) as announced to the stock exchanges, the resolutions were passed.



INDIA MOTOR PARTS & ACCESSORIES LIMITED

1. ADOPTION OF AUDITED FINANCIAL STATEMENTS INCLUDING THE CONSOLIDATED FINANCIAL STATEMENTS, REPORT OF THE BOARD OF DIRECTORS AND AUDITORS FOR THE FINANCIAL YEAR 2017-18 – ORDINARY RESOLUTION

	Total Number of Shares	Total Number of Members
Total Valid Votes	4448514	105
Votes in favour	4448514	105
Votes against	0	0

% of total valid votes cast in favour of the resolution:100%

2. TO RECORD INTERIM DIVIDEND FOR THE YEAR 2017-18 – ORDINARY RESOLUTION

	Total Number of Shares	Total Number of Members
Total Valid Votes	4448514	105
Votes in favour	4448514	105
Votes against	0	0

% of total valid votes cast in favour of the resolution:100%

3. RE-APPOINTMENT OF MS SHOBHANA RAMACHANDHRAN DIRECTOR RETIRING BY ROTATION - ORDINARY RESOLUTION

	Total Number of Shares	Total Number of Members
Total Valid Votes	4385240	104
Votes in favour	4384936	102
Votes against	304	2

% of total valid votes cast in favour of the resolution:99.99%

4. APPROVAL OF PAYMENT OF REMUNERATION BY WAY OF COMMISSION TO THE NON-EXECUTIVE DIRECTORS - ORDINARY RESOLUTION

	Total Number of Shares	Total Number of Members
Total Valid Votes	4148938	92
Votes in favour	4148050	85
Votes against	888	7

% of total valid votes cast in favour of the resolution: 99.98%

There being no other business to transact, after Vote of thanks by a member, the Chairman declared the meeting as closed.

Date: 23.08.2018

Place: Chennai


CHAIRMAN

