

INDIA MOTOR PARTS & ACCESSORIES LIMITED

VOTING RESULTS UNDER REGULATIONS 44 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

DATE OF THE AGM / EGM	Not Applicable
TOTAL NUMBER OF SHAREHOLDERS ON RECORD DATE : 19.11.2021	9789
NO. OF SHAREHOLDERS PRESENT IN THE MEETING EITHER IN PERSON OR THROUGH PROXY:	Not Applicable
PROMOTERS AND PROMOTER GROUP:	Not Applicable
PUBLIC	Not Applicable

AGENDA - WISE DISCLOSURE (TO BE DISCLOSED SEPARATELY FOR EACH AGENDA ITEM)

RESOLUTION REQUIRED : (ORDINARY / SPECIAL)					Ordinary Resolution through remote e-voting for Amendment in terms of remuneration payable to Sri Mukund S Raghavan, (DIN 03411396) Executive Director, from the existing limit of upto 0.5% to upto 1% of Net Profits of the Company for each financial year, with effect from 01.04.2021				
WHETHER PROMOTER / PROMOTER GROUP ARE INTERESTED IN THE AGENDA / RESOLUTION ?					No				
CATEGORY	MODE OF VOTING	NO.OF SHARES HELD as on 19.11.2021 (1)	NO.OF SHARES POLLED (2)	% OF VOTES POLLED ON OUTSTANDING SHARES (3)	NO.OF VOTES - IN FAVOUR (4)	NO.OF VOTES - AGAINST (5)	% OF VOTES IN FAVOUR ON VOTES POLLED (6)	% OF VOTES AGAINST ON VOTES POLLED (7)	
PROMOTERS	E-VOTING	3833168	3828050	99.87	3828050	0	100.00	0.00	
	POLL		0	0.00	0	0	0.00		
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00	
	TOTAL		3833168	3828050	99.87	3828050	0	100.00	0.00
PUBLIC - INSTITUTIONS	E-VOTING	1245194	0	0.00	0	0	0.00	0.00	
	POLL		0	0.00	0	0	0.00	0.00	
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00	
	TOTAL		1245194	0	0.00	0	0	0.00	0.00
PUBLIC - NON INSTITUTIONS	E-VOTING	7401638	2537944	34.29	2537688	256	99.99	0.01	
	POLL								
	POSTAL BALLOT							0.00	0.00
	TOTAL		7401638	2537944	34.29	2537688	256	99.99	0.01
TOTAL		12480000	6365994	51.01	6365738	256	100.00	0.00	

For INDIA MOTOR PARTS & ACCESSORIES LIMITED


Company Secretary



M DAMODARAN & ASSOCIATES LLP

www.mdassociates.co.in

SCRUTINIZER'S REPORT (POSTAL BALLOT THROUGH REMOTE E-VOTING)

[Pursuant to Section 108 & Section 110 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

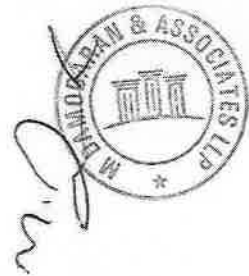
To,
The Managing Director
INDIA MOTOR PARTS & ACCESSORIES LIMITED
CIN: L65991TN1954PLC000958
Registered Office: No. 46,
Whites Road, Chennai 600 014.

Dear Sir,

Subject: Scrutinizer's Report

I, M. Damodaran, Managing Partner of M Damodaran & Associates LLP, Practicing Company Secretaries had been appointed as a Scrutinizer by the Board of Directors of **INDIA MOTOR PARTS & ACCESSORIES LIMITED** ("the Company") for the purpose of Scrutinizing the process of postal ballot through remote e-Voting ("Voting through Electronic means or e-Voting") under the provisions of Section 108 & 110 of the Companies Act, 2013 ("the Act") read with Rule 20 & Rule 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") read with relevant circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India in this regard, for the following resolution proposed to be passed by the members through e-Voting;

- a) Ordinary Resolution for Amendment in terms of remuneration – Revision in percentage of Commission, payable to Sri Mukund S Raghavan, (DIN 03411396), Executive Director, from the existing limit of upto 0.5% to upto 1% of Net Profits of the Company for each financial year, with effect from 01.04.2021.





1. The Company has on November 25, 2021, sent the postal ballot Notice in electronic form in accordance with the relaxation granted by the Ministry of Corporate Affairs vide Circular No. 10/2021 dated June 23, 2021 to its Members whose name(s) appeared on the Register of Members/list of beneficiaries as on November 19, 2021. The said postal ballot Notice contained the procedure for e-Voting by members as required under the Act, Rules and applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. In accordance with the postal ballot Notice dated November 12, 2021, dispatched to Members by electronic mode on November 25, 2021 and the 'Advertisement' pursuant to the Rules published on November 26, 2021, the e-Voting commenced at 9:00 am on November 27, 2021 and ended at 05:00 pm on December 26, 2021. The e-Voting facility was provided by Central Depository Services (India) Limited (CDSL).
3. The Members holding shares as on November 19, 2021, "cut-off date", were entitled to vote on the resolution stated in the postal ballot Notice.
4. The votes were unblocked at 05:00 pm on December 26, 2021 in the presence of Mr. K. Janakiraman and Mr. D. Sampath Kumar and the e-Voting data/results were downloaded from the e-Voting website of CDSL (www.evotingindia.com).
5. The downloaded e-Voting data/results were scrutinized and reviewed, the votes were counted and the results were prepared.
6. Based on the data downloaded from CDSL e-Voting system, the total votes cast in favor or against the resolution proposed in the post ballot Notice are as under:





Resolution:

Amendment in terms of remuneration – Revision in percentage of Commission, payable to Sri Mukund S Raghavan, (DIN 03411396), Executive Director, from the existing limit of upto 0.5% to upto 1% of Net Profits of the Company for each financial year, with effect from 01.04.2021.

Passed as an Ordinary Resolution as follows:

Mode of Voting	Total Valid e-Voting casted (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against: (5)+(8)
		Number of e-Voting	Number of shares Voted	%	Number of e-Voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
e-Voting	91	85	6365738	99.99	6	256	0.01	100

There were no abstained or invalid votes for the above said resolution.

7. Based on the aforesaid results, I report that the Resolution as set out in the postal ballot Notice dated November 12, 2021 has been passed.
8. The electronic data and all other relevant records relating to e-Voting are under my safe custody and will be handed over to the Company Secretary for preserving safely after the Managing Director considers, approves and signs the minutes of Postal Ballot conducted through Remote E-Voting.

Thanking You,
Yours faithfully,

For **M Damodaran & Associates LLP**

Place: Chennai
Date: 27.12.2021

M. Damodaran
Managing Partner
COP No.: 5081
Membership No.: 5837
ICSI UDIN: F005837C001933268



INDIA MOTOR PARTS & ACCESSORIES LIMITED

"SUNDARAM TOWERS" III FLOOR, 46 WHITES ROAD, CHENNAI 600 014

MINUTES OF THE PROCEEDINGS HELD AT THE REGISTERED OFFICE ON MONDAY, THE 27TH DECEMBER, 2021 AT 2.00 P.M. FOR DECLARATION OF RESULTS OF E VOTING CONDUCTED BY POSTAL BALLOT

PRESENT

Sri N Krishnan : Managing Director
Sri M Damodaran : Scrutinizer
Sri S Kalyanaraman : Secretary & Compliance Officer

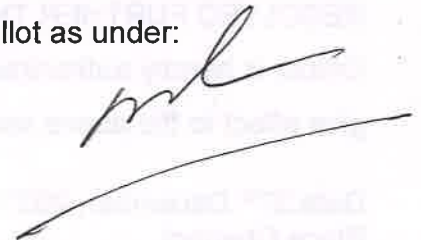
INVITEE:

Ms R Komalavalli : Representative of Registrar and Share Transfer
Agents – Cameo Corporate Services Limited,
Chennai.

Sri M Damodaran, Scrutinizer stated that he had carried out the scrutiny of the votes polled through Remote E-Voting conducted by Postal Ballot, up to the close of working hours (17.00 hrs) on 26th December, 2021 and submitted his report on remote E-Voting to the Managing Director. He added that the Company had extended the facility of e-voting to its members as required under Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. He also stated that the Postal ballot has been conducted in compliance with the provisions of Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014.

The Report submitted by the Scrutinizer was taken on record and the Managing Director announced the results of the Remote E - Voting by Postal Ballot as under:

5/11



INDIA MOTOR PARTS & ACCESSORIES LIMITED

"SUNDARAM TOWERS" III FLOOR, 46 WHITES ROAD, CHENNAI 600 014

SPECIAL BUSINESS

1. Ordinary Resolution for amendment in terms of remuneration – Revision in percentage of Commission, payable to Sri Mukund S Raghavan, (DIN 03411396), Executive Director, from the existing limit of upto 0.5% to upto 1% of Net Profits of the Company for each financial year, with effect from 01.04.2021

	E – Voting
Number of votes cast	91
Number of Shares Voted in favour of the Resolution	6365738
Number of Shares Voted against the Resolution	256
% of votes in favour of the Resolution	99.99

The Managing Director then declared that the following Ordinary Resolution, as set out in the Postal Ballot Notice dated 12th November, 2021, was passed with the requisite majority:

“RESOLVED THAT in partial modification of the resolution passed by the shareholders in the 65th Annual General Meeting held on 16.09.2019 and in accordance with the provisions of Sections 196, 197, and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, approval of the Company be and is hereby accorded for the amendment in terms of remuneration by way of Commission payable to Sri Mukund S Raghavan, (DIN 03411396), Executive Director, from the existing limit of upto 0.5% to upto 1% of Net Profits of the Company for each financial year, with effect 01.04.2021, for the remaining tenure of office, upto 06.02.2024 . All other terms of the remuneration approved by the shareholders, remain the same for the remaining tenure of office, upto 06th February 2024.

RESOLVED FURTHER THAT Sri S Kalyanaraman, Company Secretary & Compliance Officer is hereby authorized to do all acts and take all such steps as may be required to give effect to the above said resolution.

Date: 27th December, 2021

Place: Chennai

MANAGING DIRECTOR