



M DAMODARAN & ASSOCIATES LLP

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CONSOLIDATED SCRUTINIZER'S REPORT (Remote e-voting & e-voting at the AGM) Form No. MGT 13

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")]

To,

The Chairman of the 68th Annual General Meeting ("AGM") of the Members of **India Motor Parts & Accessories Limited** (CIN: L65991TN1954PLC000958) held on Thursday, September 1, 2022 at 11:30 A.M (IST) through Video Conferencing ("VC").

Dear Sir,

1. 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 scrutinizing the remote e-voting and e-voting at the AGM pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended ("Rules") and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") in respect of the below mentioned resolutions proposed at the 68th AGM of the Members of the Company held on Thursday, September 1, 2022 at 11:30 A.M (IST) through VC, submit my report as under:
2. The management of the Company is responsible to ensure the compliance with the requirement of the Act and Rules relating to voting through electronic means [i.e. by remote e-voting and e-voting at the AGM] for the resolutions contained in the Notice of the 68th AGM of the Members of the Company. My responsibility as a Scrutinizer for voting process of voting through electronic means (i.e by remote e-voting and e-voting at the AGM) is restricted to make a consolidated Scrutinizer's Report of the vote cast "in favor" or "against" the resolutions stated in the notice of the AGM, based on the report generated from the e-voting system provided by CDSL (Central Depository Services (India) Limited), engaged by the Company to provide e-voting facilities for voting through electronic means.

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3. The remote e-voting commenced on August 27, 2022 (Saturday) at 09.00 A.M (IST) and ended on August 31, 2022 (Wednesday) at 05.00 P.M (IST).
4. The Members present at the AGM through VC voted through e-voting facility provided by CDSL at the AGM.
5. The Members holding shares as on August 24, 2022 (Wednesday), i.e. cut-off date, were entitled to vote on the resolutions stated in the Notice of the 68th Annual General Meeting of the Company.
6. As per the information given by the Company the names of the Members who had voted by remote e-voting through the facility provided by CDSL had been blocked and only those Members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system at the AGM.
7. On completion of e-voting at the AGM, the votes cast through remote e-voting and e-voting by Members at the AGM were unblocked and downloaded on Thursday, September 1, 2022 at 12.25 P.M (IST) in presence of two witnesses who are not in the employment of the Company. The e-voting data/results downloaded from the e-voting system of CDSL were scrutinized and reviewed, the votes were counted, and the results were prepared.
8. Based on the data downloaded from CDSL e-voting system, the total votes cast in favor or against all the resolutions proposed in the Notice of the AGM are as under:





Consolidated Results of Remote e-Voting and e-Voting at the AGM of India Motor Parts & Accessories Limited

Item No: 1

Adoption of Audited Financial Statements, including the Consolidated Financial Statements, of the Company for the year ended 31st March, 2022 and the Board's Report and Auditors' Report for the year ended 31st March 2022.

Passed as an Ordinary Resolution as follows:

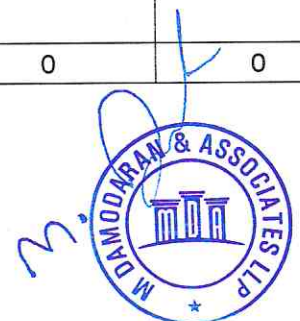
e-Voting	Total valid e-voting casted (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-voting	Number of shares voted	%	Number of e-voting	Number of shares voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-voting	113	111	6344662	100	2	4	0	100
e-voting at the AGM	3	3	195420	100	0	0	0	100
Total	116	114	6540082	100	2	4	0	100

Details of Abstained Votes:

e-Voting	Total number of members whose votes were abstained	Total number of votes abstained
Remote e-Voting	0	0
e-Voting at the AGM	0	0
Total	0	0

Details of invalid Votes:

Mode of e-Voting	Total number of members cast invalid votes	Total invalid votes
Remote e-Voting	0	0
e-Voting at the AGM	0	0
Total	0	0



Item No: 2

Interim Dividend of Rs.13/- per share (130% on the face value of Rs.10/-) declared for the year ended 31st March 2022 was recorded and treated as the total Dividend for the year.

Passed as an Ordinary Resolution as follows:

e-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)
Remote e-voting	113	111	6344662	100	2	4	0	100
e-voting at the AGM	3	3	195420	100	0	0	0	100
Total	116	114	6540082	100	2	4	0	100

Details of Abstained Votes:

e-Voting	Total number of members whose votes were abstained	Total number of votes abstained
Remote e-Voting	0	0
e-Voting at the AGM	0	0
Total	0	0

Details of invalid Votes:

Mode of e-Voting	Total number of members cast invalid votes	Total invalid votes
Remote e-Voting	0	0
e-Voting at the AGM	0	0
Total	0	0



Item No: 3

Sri. Mukund S Raghavan (DIN 03411396), the retiring Director, be and is hereby re-elected as a Director of the Company, liable for retirement by rotation.

Passed as an Ordinary Resolution as follows:

e-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)
Remote e-voting	112	110	6332518	100	2	4	0	100
e-voting at the AGM	3	3	195420	100	0	0	0	100
Total	115	113	6527938	100	2	4	0	100

Details of Abstained Votes:

e-Voting	Total number of members whose votes were abstained	Total number of votes abstained
Remote e-Voting	1	12144
e-Voting at the AGM	0	0
Total	1	12144

Details of invalid Votes:

Mode of e-Voting	Total number of members cast invalid votes	Total invalid votes
Remote e-Voting	0	0
e-Voting at the AGM	0	0
Total	0	0



Item No: 4

Re-appointment of M/s. Brahmayya & Company, Chartered Accountants, Chennai (Firm Registration No.000511S), as Statutory Auditors of the Company, to hold office for a period of 5 (five) years.

Passed as an Ordinary Resolution as follows:

e-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)
Remote e-voting	113	111	6344662	100	2	4	0	100
e-voting at the AGM	3	3	195420	100	0	0	0	100
Total	116	114	6540082	100	2	4	0	100

Details of Abstained Votes:

e-Voting	Total number of members whose votes were abstained	Total number of votes abstained
Remote e-Voting	0	0
e-Voting at the AGM	0	0
Total	0	0

Details of invalid Votes:

Mode of e-Voting	Total number of members cast invalid votes	Total invalid votes
Remote e-Voting	0	0
e-Voting at the AGM	0	0
Total	0	0



Item No: 5

Approval for Material Related Party Transaction to be entered with M/s Brakes India Private Limited up to Rs.350 crores per annum.

Passed as an Ordinary Resolution as follows:

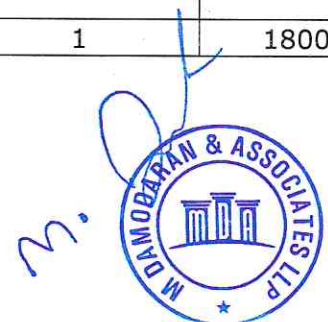
e-Voting	Total valid e-voting casted (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-voting	Number of shares voted	%	Number of e-voting	Number of shares voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-voting	56	53	2482472	100	3	5	0	100
e-voting at the AGM	3	3	195420	100	0	0	0	100
Total	59	56	2677892	100	3	5	0	100

Details of Abstained Votes:

e-Voting	Total number of members whose votes were abstained	Total number of votes abstained
Remote e-Voting	56	3860389
e-Voting at the AGM	0	0
Total	56	3860389

Details of invalid Votes:

Mode of e-Voting	Total number of members cast invalid votes	Total invalid votes
Remote e-Voting	1	1800
e-Voting at the AGM	0	0
Total	1	1800





9. The electronic data and all other relevant records relating to remote e-voting and e-voting at the AGM are under my safe custody and will be handed over to the Company Secretary of the Company for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking You,

Yours faithfully,

For **M Damodaran & Associates LLP**


M. Damodaran
Managing Partner
Membership No.: 5837
CP No.: 5081
FRN: L2019TN006000
PR 1374/2021
ICSI UDIN: F005837D000893537



Place: Chennai
Date: 02.09.2022