



# INDIA NIPPON ELECTRICALS LIMITED

CIN L31901TN1984PLC011021

(All Correspondence to be addressed to Registered Office)

Regd. Office : Aalim Centre, 2nd Floor,  
82, Dr. Radhakrishnan Salai,  
Mylapore, Chennai - 600 004.

Tel : +91-44-28110063 / 28110074  
Fax : + 91-44-28115624  
e-mail : inelcorp@inel.co.in,  
Web : www.indianippon.com

28 August 2014

Fax: (22) 22721072/22722061

Bombay Stock Exchange Ltd  
Phiroze Jee Jee Towers  
Dalal Street,  
Mumbai 400001

Dear Sirs,

Sub: Outcome of the proceedings of the 29<sup>th</sup> Annual General Meeting (AGM) of the Company held on 27<sup>th</sup> August 2014.

Scrip: 532240; Ref.: 1823/99

We wish to inform you that the 29<sup>th</sup> Annual General Meeting of the Company (AGM) concluded on 27<sup>th</sup> August 2014 at the Kasturi Srinivasan Hall (Music Academy Annexe) No.168, TTK Road, Royapettah, Chennai-600014. Chairman of the Company, in order to regulate the meeting of the shareholders, provided the facility of voting through 'Ballot paper' to all those shareholders and proxy holders, who attended the AGM and who did not participate in E-voting, in proportion to their shareholding, for all the following subjects, as contained in Item Nos.1 to 10 of the Notice of the AGM:

| Resolution No.    | Subject matter of Resolution   | Type of Resolution |
|-------------------|--|--------------------|
| Ordinary Business |  |                    |
| 1.                | Adoption of audited accounts for the year ended 31 <sup>st</sup> March 2014 and the Directors' and Auditors' report. | Ordinary           |
| 2.                | Declaration of Dividend  | Ordinary           |
| 3.                | To appoint Auditors and fix their remuneration   | Ordinary           |
| 4.                | Election of a Director, liable to retire by rotation   | Ordinary           |
| Special Business  |  |                    |
| 5.                | Appointment of Independent Director: Mr G Chidambar  | Ordinary           |
| 6.                | Appointment of Independent Director: Mr V Balaraman  | Ordinary           |
| 7.                | Appointment of Independent Director: Mr K G Raghavan   | Ordinary           |
| 8.                | Appointment of Independent Director: Mr R Vijayaraghavan   | Ordinary           |
| 9.                | Appointment of Independent Director: Dr (Mrs) Jayshree Suresh  | Ordinary           |
| 10.               | Appointment of Mr T Momose as a director liable to retire by rotation  | Ordinary           |

The details of voting results of the 'physical ballot' and the 'electronic voting' opted by the shareholders on all the resolutions as set out in Item nos.1 to 10 of the Notice of AGM will be forwarded separately, in the format prescribed under Clause 35A of the Listing Agreement.

Thanking you  
Yours sincerely  
For India Nippon Electricals Ltd

S SAMPATH  
Company Secretary



Factory : Hosur - Thali Road, Uliveeranapalli, Hosur - 635 114. Tamil Nadu.  
Tel : +91 - 4347 - 233432 to 438 Fax : +91 - 4347 - 233431



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Bombay Stock Exchange Ltd  
Phiroze Jee Jee Towers  
Dalal Street,  
Mumbai 400001

Dear Sirs,

Sub: Report pursuant to Clause 35A of the Listing Agreement.

Scrip: 532240; Ref.: 1823/99

Please refer to our letters as detailed below:

Pursuant to the provisions of Clause 35A of the Listing Agreement with the Stock Exchanges, we attach herewith the results of the voting, at the Annual General Meeting of India Nippon Electricals Ltd, held on 27<sup>th</sup> August 2014 at Chennai.

This is for your reference and records please.

Thanking you

Yours sincerely  
For India Nippon Electricals Ltd

S SAMPATH  
Company Secretary

Encl.: As above



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**Disclosure under Clause 35A of the Listing Agreement**

**I Attendance of Members:**

Date of AGM : Wednesday the 27<sup>th</sup> August 2014

Total number of shareholders as on Record Date i.e., : 6314 Shareholders  
23<sup>rd</sup> July 2014 (for the purpose of e-voting)

**Present: Attendance**

Promoters and Promoter Group : 2 Shareholders  
Public  
- in person : 706 Shareholders  
- through proxy : 1 Shareholders  
**Total shareholders present : 709 Shareholders**

Video conferencing of the Annual General Meeting was not arranged.

**II. Voting by Members:**

| S no.                     | Subject matter of Resolution   | Type of Resolution | Mode of Voting             | Results of Voting                                 |
|---------------------------|--|--------------------|----------------------------|---|
| <b>Ordinary Business:</b> |  |                    |                            |   |
| 1.                        | Adoption of audited accounts for the year ended 31 <sup>st</sup> March 2014 and the Directors' and Auditors' report. | Ordinary           | E-voting & Physical Ballot | The resolution was passed with requisite majority |
| 2.                        | Declaration of Dividend  | Ordinary           | E-voting & Physical Ballot | The resolution was passed with requisite majority |
| 3.                        | To appoint Auditors and fix their remuneration   | Ordinary           | E-voting & Physical Ballot | The resolution was passed with requisite majority |
| 4.                        | Election of a Director, liable to retire by rotation   | Ordinary           | E-voting & Physical Ballot | The resolution was passed with requisite majority |
| <b>Special Business:</b>  |  |                    |                            |   |
| 5.                        | Appointment of Independent Director: Mr G Chidambar  | Ordinary           | E-voting & Physical Ballot | The resolution was passed with requisite majority |
| 6.                        | Appointment of Independent Director: Mr V Balaraman  | Ordinary           | E-voting & Physical Ballot | The resolution was passed with requisite majority |
| 7.                        | Appointment of Independent Director: Mr K G Raghavan   | Ordinary           | E-voting & Physical Ballot | The resolution was passed with requisite majority |
| 8.                        | Appointment of Independent Director: Mr R Vijayaraghavan   | Ordinary           | E-voting & Physical Ballot | The resolution was passed with requisite majority |
| 9.                        | Appointment of Independent Director: Dr (Mrs) Jayshree Suresh  | Ordinary           | E-voting & Physical Ballot | The resolution was passed with requisite majority |
| 10.                       | Appointment of Mr T Momose as a director liable to retire by rotation  | Ordinary           | E-voting & Physical Ballot | The resolution was passed with requisite majority |

**III. Results of Poll / Postal Ballot / E-voting by Members:**

The mode of voting for all resolution was:

- (i) e-voting and
- (ii) physical ballot provided to the shareholders who attended the AGM personally and did not participate in the e-voting process.

The results of the voting in the prescribed format are annexed herewith.



**India Nippon Electricals Limited**

**Declaration in accordance with Clause 35A of the Listing Agreement, for the business transacted by the Company through the facility of E-Voting / ballot paper are furnished below:**

Date of declaration of results: 27th August 2014 (Being the date of Annual General Meeting)

Total shareholders as on Record Date i.e. 23rd July 2014 for e-voting : 6314

**Details of voting on the ordinary resolutions as detailed in the notice of 29th Annual General Meeting**

| Resolution No. 1   | Promoter / Public              | 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 votes polled |
|--|--------------------------------|--------------------|---------------------|---|------------------------|----------------------|--|--------------------------------------|
| Adoption of Accounts for the year ended 31st March 2014 and the Directors' and Auditors report | Promoter and Promoter Group    | 7,509,166          | 7,509,166           | 100.00%                                 | 7,509,166              | -                    | 100.00%                                | 0.00%                                |
|  | Public - Institutional Holders | 35,000             | 35,000              | 100.00%                                 | 35,000                 | -                    | 100.00%                                | 0.00%                                |
|  | Public-Others                  | 3,766,546          | 228,243             | 6.06%                                   | 228,243                | -                    | 100.00%                                | 0.00%                                |
|  | Total                          | 11,310,712         | 7,772,409           | 68.72%                                  | 7,772,409              | -                    | 100.00%                                | 0.00%                                |

| Resolution No. 2        | Promoter / Public              | 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 votes polled |
|-------------------------|--------------------------------|--------------------|---------------------|---|------------------------|----------------------|--|--------------------------------------|
| Declaration of Dividend | Promoter and Promoter Group    | 7,509,166          | 7,509,166           | 100.00%                                 | 7,509,166              | -                    | 100.00%                                | 0.000%                               |
|                         | Public - Institutional Holders | 35,000             | 35,000              | 100.00%                                 | 35,000                 | -                    | 100.00%                                | 0.000%                               |
|                         | Public-Others                  | 3,766,546          | 228,243             | 6.06%                                   | 228,193                | 50                   | 99.978%                                | 0.022%                               |
|                         | Total                          | 11,310,712         | 7,772,409           | 68.72%                                  | 7,772,359              | 50                   | 99.999%                                | 0.001%                               |

For India Nippon Electricals Ltd.



**S. Sampath**  
Company Secretary

**India Nippon Electricals Limited**

**Declaration in accordance with Clause 35A of the Listing Agreement, for the business transacted by the Company through the facility of E-Voting / ballot paper are furnished below:**

Date of declaration of results: 27th August 2014 (Being the date of Annual General Meeting)

Total shareholders as on Record Date i.e. 23rd July 2014 for e-voting : 6314

**Details of voting on the ordinary resolutions as detailed in the notice of 29th Annual General Meeting**

| Resolution No. 3                         | Promoter / Public              | 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 votes polled |
|--|--------------------------------|--------------------|---------------------|---|------------------------|----------------------|--|--------------------------------------|
| To appoint auditors and fix remuneration | Promoter and Promoter Group    | 7,509,166          | 7,509,166           | 100.00%                                 | 7,509,166              | -                    | 100.00%                                | 0.00%                                |
|  | Public - Institutional Holders | 35,000             | 35,000              | 100.00%                                 | 35,000                 | -                    | 100.00%                                | 0.00%                                |
|  | Public-Others                  | 3,766,546          | 228,243             | 6.06%                                   | 227,443                | 800                  | 99.65%                                 | 0.35%                                |
|  | Total                          | 11,310,712         | 7,772,409           | 68.72%                                  | 7,771,609              | 800                  | 99.99%                                 | 0.01%                                |

| Resolution No.4                       | Promoter / Public              | 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 votes polled |
|---------------------------------------|--------------------------------|--------------------|---------------------|---|------------------------|----------------------|--|--------------------------------------|
| Retirement of a Director, by rotation | Promoter and Promoter Group    | 7,509,166          | 7,509,166           | 100.00%                                 | 7,509,166              | -                    | 100.00%                                | 0.00%                                |
|                                       | Public - Institutional Holders | 35,000             | 35,000              | 100.00%                                 | 35,000                 | -                    | 100.00%                                | 0.00%                                |
|                                       | Public-Others                  | 3,766,546          | 228,243             | 6.06%                                   | 227,443                | 800                  | 99.65%                                 | 0.35%                                |
|                                       | Total                          | 11,310,712         | 7,772,409           | 68.72%                                  | 7,771,609              | 800                  | 99.99%                                 | 0.01%                                |

For India Nippon Electricals Ltd.



S. Sampath  
Company Secretary

**India Nippon Electricals Limited**

**Declaration in accordance with Clause 35A of the Listing Agreement, for the business transacted by the Company through the facility of E-Voting / ballot paper are furnished below:**

Date of declaration of results: 27th August 2014 (Being the date of Annual General Meeting)

Total shareholders as on Record Date i.e. 23rd July 2014 for e-voting : 6314

**Details of voting on the ordinary resolutions as detailed in the notice of 29th Annual General Meeting**

| Resolution No.5                                    | Promoter / Public              | 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 votes polled |
|--|--------------------------------|--------------------|---------------------|---|------------------------|----------------------|--|--------------------------------------|
| Appointment of Independent Director Mr G Chidambar | Promoter and Promoter Group    | 7,509,166          | 7,509,166           | 100.00%                                 | 7,509,166              | -                    | 100.00%                                | 0.00%                                |
|  | Public - Institutional Holders | 35,000             | 35,000              | 100.00%                                 | 35,000                 | -                    | 100.00%                                | 0.00%                                |
|  | Public-Others                  | 3,766,546          | 228,243             | 6.06%                                   | 226,743                | 1,500                | 99.34%                                 | 0.66%                                |
|  | Total                          | 11,310,712         | 7,772,409           | 68.72%                                  | 7,770,909              | 1,500                | 99.98%                                 | 0.02%                                |

| Resolution No.6                                    | Promoter / Public              | 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 votes polled |
|--|--------------------------------|--------------------|---------------------|---|------------------------|----------------------|--|--------------------------------------|
| Appointment of Independent Director Mr V Balaraman | Promoter and Promoter Group    | 7,509,166          | 7,509,166           | 100.00%                                 | 7,509,166              | -                    | 100.00%                                | 0.00%                                |
|  | Public - Institutional Holders | 35,000             | 35,000              | 100.00%                                 | 35,000                 | -                    |  |                                      |
|  | Public-Others                  | 3,766,546          | 228,243             | 6.06%                                   | 226,743                | 1,500                | 99.34%                                 | 0.66%                                |
|  | Total                          | 11,310,712         | 7,772,409           | 68.72%                                  | 7,770,909              | 1,500                | 99.98%                                 | 0.02%                                |

| Resolution No.7                                     | Promoter / Public              | 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 votes polled |
|---|--------------------------------|--------------------|---------------------|---|------------------------|----------------------|--|--------------------------------------|
| Appointment of Independent Director Mr K G Raghavan | Promoter and Promoter Group    | 7,509,166          | 7,509,166           | 100.00%                                 | 7,509,166              | -                    | 100.00%                                | 0.00%                                |
|   | Public - Institutional Holders | 35,000             | 35,000              | 100.00%                                 | 35,000                 | -                    | 100.00%                                | 0.00%                                |
|   | Public-Others                  | 3,766,546          | 228,243             | 6.06%                                   | 227,443                | 800                  | 99.65%                                 | 0.35%                                |
|   | Total                          | 11,310,712         | 7,772,409           | 68.72%                                  | 7,771,609              | 800                  | 99.99%                                 | 0.01%                                |

For India Nippon Electricals Ltd.



S. Sampath  
Company Secretary

Declaration in accordance with Clause 35A of the Listing Agreement, for the business transacted by the Company through the facility of E-Voting / ballot paper are furnished below:

Date of declaration of results: 27th August 2014 (Being the date of Annual General Meeting)

Total shareholders as on Record Date i.e. 23rd July 2014 for e-voting : 6314

**Details of voting on the ordinary resolutions as detailed in the notice of 29th Annual General Meeting**

| Resolution No.8   | Promoter / Public              | 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 votes polled |
|---|--------------------------------|--------------------|---------------------|---|------------------------|----------------------|--|--------------------------------------|
| Appointment of Independent Director Mr R Vijayaraghavan | Promoter and Promoter Group    | 7,509,166          | 7,509,166           | 100.00%                                 | 7,509,166              | -                    | 100.00%                                | 0.00%                                |
|   | Public - Institutional Holders | 35,000             | 35,000              | 100.00%                                 | 35,000                 | -                    | 100.00%                                | 0.00%                                |
|   | Public-Others                  | 3,766,546          | 228,243             | 6.06%                                   | 227,443                | 800                  | 99.65%                                 | 0.35%                                |
|   | Total                          | 11,310,712         | 7,772,409           | 68.72%                                  | 7,771,609              | 800                  | 99.99%                                 | 0.01%                                |

| Resolution No.9  | Promoter / Public              | 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 votes polled |
|--|--------------------------------|--------------------|---------------------|---|------------------------|----------------------|--|--------------------------------------|
| Appointment of Independent Director Dr (Mrs) Jayshree Suresh | Promoter and Promoter Group    | 7,509,166          | 7,509,166           | 100.00%                                 | 7,509,166              | -                    | 100.00%                                | 0.00%                                |
|  | Public - Institutional Holders | 35,000             | 35,000              | 100.00%                                 | 35,000                 | -                    | 100.00%                                | 0.00%                                |
|  | Public-Others                  | 3,766,546          | 228,243             | 6.06%                                   | 227,543                | 700                  | 99.69%                                 | 0.31%                                |
|  | Total                          | 11,310,712         | 7,772,409           | 68.72%                                  | 7,771,709              | 700                  | 99.99%                                 | 0.01%                                |

| Resolution No.10  | Promoter / Public              | 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 votes polled |
|---|--------------------------------|--------------------|---------------------|---|------------------------|----------------------|--|--------------------------------------|
| Appointment of Mr T Momose as a director liable to retire by rotation | Promoter and Promoter Group    | 7,509,166          | 7,509,166           | 100.00%                                 | 7,509,166              | -                    | 100.00%                                | 0.00%                                |
|   | Public - Institutional Holders | 35,000             | 35,000              | 100.00%                                 | 35,000                 | -                    | 100.00%                                | 0.00%                                |
|   | Public-Others                  | 3,766,546          | 228,243             | 6.06%                                   | 228,243                | -                    | 100.00%                                | 0.00%                                |
|   | Total                          | 11,310,712         | 7,772,409           | 68.72%                                  | 7,772,409              | -                    | 100.00%                                | 0.00%                                |

For India Nippon Electricals Ltd.



S. Sampath  
Company Secretary