



India Nippon Electricals Ltd

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CIN : L31901TN1984PLC011021

INEL/SE/2025-26/27

September 19, 2025

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor,

Plot no C 1, G Block,

Bandra Kurla Complex,

Bandra (East), Mumbai 400 051

Scrip: INDNIPPON

BSE Limited

Phiroze Jeejeebhoy Towers

Dalal Street, Fort

Mumbai 400 001

Scrip: 532240

Dear Sir/ Madam,

Sub: Proceedings of the 40th Annual General Meeting of the Company held on 19th September 2025.

Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), we wish to inform you that the 40th Annual General Meeting (AGM) of the Members of India Nippon Electricals Limited (the Company) was held today i.e., September 19, 2025 at 10:00 AM through Video Conference (V.C.)/ Other Audio-Visual Means (O.A.V.M.).

The Summary of proceedings of the AGM is enclosed.

This is for your information and record.

Thanking you

Yours sincerely

For India Nippon Electricals Limited

S Logitha

Company Secretary

Membership No.: A29260

Encl.: As above

Summary of proceedings of 40th Annual General Meeting

The 40th Annual General Meeting (“AGM”) of the members of India Nippon Electricals Limited (“the Company”) was held on Friday 19th September 2025 at 10:00 AM (IST) through video conferencing /other audio-visual means (“VC/OAVM”).

The AGM was held in compliance with the General Circulars issued by the Ministry of Corporate Affairs and circulars issued by the Securities and Exchange Board of India (‘SEBI’) and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Panelists:

Directors, KMP and management team present through VC

Name	Designation
Mr Anant J Talaulicar	Chairman of the meeting and Independent Director
Mr Arvind Balaji	Managing Director
Mrs Priyamvada Balaji	Director
Mr Heramb R Hajarnavis	Independent Director
Ms Gangapriya Chakraverti	Independent Director
Mr Elango Srinivasan	Chief Financial Officer
Ms Logitha S	Company Secretary & Compliance Officer
Mr Ravinder Sharma	President

The representatives of M/s Deloitte Haskins & Sells LLP, Statutory Auditors; M/s S.A.E. & Associates LLP, Secretarial Auditors; Mr K. Suryanarayanan, Cost Auditor; M/s Cameo Corporate Services Limited, Registrar & Share Transfer Agent; M/s BP & Associates, Scrutinisers were present during the meeting.

Quorum:

46 members attended the meeting through video conferencing.

Proceedings of meeting:

Mr T K Balaji, Chairman of the Board was unable to attend the meeting due to business exigency. The Company Secretary briefed the Directors and members that as per the Articles of Association of the Company, in the absence of the Chairman of the Board, the Managing Director / Whole -time Director shall be entitled to take the Chair and failing him the Directors present may choose one of their Member to be the Chairman of the Meeting.

Accordingly, the Directors present elected Mr Anant J Talaulicar, Independent Director of the Company as Chairman of the meeting. Mr Anant J Talaulicar occupied the Chair and welcomed the members and panelists to the 40th AGM. Upon confirmation that the requisite quorum was present, the Chairman called the meeting to order with a prayer and introduced the panelists for the benefit of the members present. The Chairperson of the Nomination and Remuneration Committee, Audit Committee and Stakeholders Relationship Committee were present at the meeting.

Thereafter, the Chairman invited Mr Arvind Balaji, Managing Director (MD) of the Company to address the members.

After MD's speech, the Company Secretary with the permission of Chairman, informed the members that the Register of Directors, KMP and their shareholding and Register of Contracts were available for inspection by the members.

The Company Secretary read out the items specified in the Notice convening the Annual General Meeting:

S No	Description of Resolution	Type of resolution
Ordinary Business		
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31 st March 2025	Ordinary Resolution
2.	To confirm the Interim Dividend for the year 2024-25	Ordinary Resolution
3.	To appoint a director in place of Mrs. Priyamvada Balaji (DIN: 00730712), who retires by rotation and being eligible offers herself for re-appointment.	Ordinary Resolution
Special Business		
4.	To ratify the remuneration payable to Mr. K Suryanarayanan, the Cost Auditor of the Company for the financial year ending 31 st March, 2026.	Ordinary Resolution
5.	To consider and approve minimum remuneration and annual remuneration in excess of Rs. 5 Crores payable to Mr. Arvind Balaji, Managing Director for the remaining period of his tenure.	Special Resolution
6.	To approve the appointment of Secretarial Auditor.	Ordinary Resolution

The Notice convening the AGM and the Annual Report of the Company for the financial year ended 31st March, 2025, were taken as read as the same were already circulated to the members. As the Statutory Auditors' Report and Secretarial Auditors' Report, did not contain any qualifications/adverse remarks, they were also taken as read.

Shareholders queries

The Company Secretary then invited the members who had registered with the Company, to express views/ raise queries. The moderator from Central Depository Services (India) Limited (CDSL) unmuted each member when they were invited to speak. The members queries were appropriately answered by Mr Arvind Balaji, Managing Director; Mr Ravinder Sharma, President and Mr Elango Srinivasan, Chief Financial Officer.

Intimation on appointment of Scrutiniser and e-voting process

The Company Secretary informed the members that as per the provisions of Companies Act, 2013 and the Rules made thereunder, the Company had provided the members with the facility to cast their vote electronically from 09:00 hrs of September 16, 2025 to 17:00 hrs of September 18, 2025. Members who were present at the AGM and had not cast their votes during remote e-voting were provided an opportunity to cast their votes electronically during the meeting and up to 15 minutes from the conclusion of the meeting.

Further, The Company Secretary informed the Members that the Company had appointed Mr. C. Prabhakar (FCS No. 11722 CP No. 11033) from M/s. BP & Associates, Practising Company Secretaries as the Scrutinizer to scrutinize the remote E-voting and E-voting at the AGM in a fair and transparent manner.

The Company Secretary further informed that the voting results would be announced within two working days from the conclusion of AGM. The results declared along with the Scrutinizer's Report would be intimated to the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited and shall also be uploaded on the website of the Company and the Central Depository Services Limited.

Vote of thanks

Chairman of the meeting Mr. Anant J Talaulicar thanked the members for their continued support and declared the meeting as closed.

The meeting concluded at 10:55 AM IST.