



India Nippon Electricals Ltd

REGD. OFFICE

11 & 13, Patullos Road, Chennai – 600 002

Tel : +91 44 28460073, **Email :** inelcorp@inel.co.in

CIN : L31901TN1984PLC011021

INEL/SE/2025-26/28

September 20, 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: Submission of Voting Results of the 40th Annual General Meeting ('AGM') of the Company along with Scrutinizer's Report

Please find enclosed herewith the Voting results of the AGM in compliance with Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with the consolidated Scrutinizer's Report on remote e-Voting and e-Voting at the 40th Annual General Meeting (AGM) held on Friday, 19th September 2025 through Video Conferencing/ Other Audio-Visual Means (VC/OAVM).

All resolutions as set out in the Notice have been duly approved by the Shareholders with requisite majority. The voting results along with the Scrutinizer's Report will also be available on the website of the Company at www.indianippon.com and on the website of Central Depository Services Limited at www.evotingindia.com

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



**VOTING RESULTS OF THE 40TH ANNUAL GENERAL MEETING (AGM)
PURSUANT TO REGULATION 44 OF THE SEBI (LISTING OBLIGATIONS AND
DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

Particulars	Details
Date of the AGM	19 th September, 2025
Total number of Shareholders as on Record Date viz., September 12, 2025	22,392
No. of shareholders present in the meeting either in person or through proxy:	
Promoter(s) and Promoter(s) Group	Not Applicable
Public	Not Applicable
No. of Shareholders who attended the meeting through Video Conferencing:	
Promoter(s) and Promoter(s) Group	2
Public	44

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2025				
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 votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	15919122	15919114	99.9999	15919114	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		15919122	15919114	99.9999	15919114	0	100.0000
Public-Institutions	E-Voting	84698	25931	30.6158	25931	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		84698	25931	30.6158	25931	0	100.0000
Public- Non Institutions	E-Voting	6617604	233126	3.5228	231838	1288	99.4475	0.5525
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		6617604	233126	3.5228	231838	1288	99.4475
Total		22621424	16178171	71.5170	16176883	1288	99.9920	0.0080
Whether resolution is Pass or Not.							Yes	

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To confirm the Interim Dividend for the year 2024-25				
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 votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	15919122	15919114	99.9999	15919114	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		15919122	15919114	99.9999	15919114	0	100.0000
Public-Institutions	E-Voting	84698	25931	30.6158	25931	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		84698	25931	30.6158	25931	0	100.0000
Public- Non Institutions	E-Voting	6617604	233126	3.5228	233113	13	99.9944	0.0056
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		6617604	233126	3.5228	233113	13	99.9944
Total		22621424	16178171	71.5170	16178158	13	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a director in place of Mrs. Priyamvada Balaji (DIN: 00730712), who retires by rotation and being eligible offers herself for re-appointment.				
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 votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	15919122	15919114	99.9999	15919114	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		15919122	15919114	99.9999	15919114	0	100.0000
Public-Institutions	E-Voting	84698	25931	30.6158	25931	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		84698	25931	30.6158	25931	0	100.0000
Public- Non Institutions	E-Voting	6617604	233126	3.5228	231838	1288	99.4475	0.5525
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		6617604	233126	3.5228	231838	1288	99.4475
Total		22621424	16178171	71.5170	16176883	1288	99.9920	0.0080
Whether resolution is Pass or Not.							Yes	

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To ratify the remuneration payable to Mr. K Suryanarayanan, the Cost Auditor of the Company for the financial year ending 31st March, 2026				
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 votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	15919122	15919114	99.9999	15919114	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		15919122	15919114	99.9999	15919114	0	100.0000
Public-Institutions	E-Voting	84698	25931	30.6158	25931	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		84698	25931	30.6158	25931	0	100.0000
Public- Non Institutions	E-Voting	6617604	233126	3.5228	231838	1288	99.4475	0.5525
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		6617604	233126	3.5228	231838	1288	99.4475
Total		22621424	16178171	71.5170	16176883	1288	99.9920	0.0080
Whether resolution is Pass or Not.							Yes	

Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To consider and approve minimum remuneration and annual remuneration in excess of 5 Crores payable to Mr. Arvind Balaji, Managing Director for the remaining period of his tenure				
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 votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	15919122	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		15919122	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	84698	25931	30.6158	0	25931	0.0000	100.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		84698	25931	30.6158	0	25931	0.0000
Public- Non Institutions	E-Voting	6617604	227016	3.4305	225541	1475	99.3503	0.6497
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		6617604	227016	3.4305	225541	1475	99.3503
Total		22621424	252947	1.1182	225541	27406	89.1653	10.8347
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	15919114
Public Insitutions	6110
Public - Non Insitutions	

Resolution (6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve the appointment of Secretarial Auditor				
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 votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	15919122	15919114	99.9999	15919114	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		15919122	15919114	99.9999	15919114	0	100.0000
Public-Institutions	E-Voting	84698	25931	30.6158	25931	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		84698	25931	30.6158	25931	0	100.0000
Public- Non Institutions	E-Voting	6617604	233126	3.5228	231836	1290	99.4467	0.5533
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		6617604	233126	3.5228	231836	1290	99.4467
Total		22621424	16178171	71.5170	16176881	1290	99.9920	0.0080
Whether resolution is Pass or Not.							Yes	



Consolidated Scrutinizer's Report - India Nippon Electricals Limited

[Pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman of 40th Annual General Meeting of the Equity Shareholders of India Nippon Electricals Limited held on Friday, 19th September 2025 at 10.00 AM IST through Video Conferencing (VC) or Other Audio Visual Means (OAVM).

Respected Sir,

We, BP & Associates, Company Secretaries, Chennai - 600018, have been appointed as the Scrutinizer by the Board of Directors of India Nippon Electricals Limited ("the Company") at its meeting held on Wednesday, 13th August 2025 for the purpose of scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting) during the 40th Annual General Meeting ("AGM") of the Equity Shareholders of "India Nippon Electricals Limited" held on Friday, 19th September 2025 at 10.00 A.M (Indian Standard Time) through Video Conference (VC) / Other Audio Visual Means (OAVM), pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) along with the General Circular No. 09/2024 dated 19th September, 2024 (in continuation to the circulars issued earlier in this regard) issued by the Ministry of Corporate Affairs ("MCA Circulars") and the General Circular No. SEBI/HO/CFD/CFD-PoD2/P/CIR/2024/133 dated 3rd October, 2024 issued by SEBI (hereinafter collectively referred to as "the Circulars"), companies are allowed to hold AGM through VC, in compliance with Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, ("Listing Regulations").

We hereby state that, We are familiar and well versed with the concept of electronic voting system as prescribed under the said Rules.

1. The Management of the Company is responsible to ensure compliance with the requirements of (i) the Companies Act 2013 and the rules made thereunder and (ii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the Annual General Meeting.





2. My responsibility as scrutinizer for the e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronics means (e-voting) is restricted to make scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated below, based on the reports generated from the e-voting system provided by M/s. Central Depository Services India Ltd, (CDSL) the authorized agency engaged by the Company to provide facilities for remote e-voting and e-voting by the Shareholders of the Company.
3. The e-Voting period remained open from 9:00 AM on Tuesday, 16th September 2025 up to 5:00 PM on Thursday, 18th September 2025. During this period, the shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e., Friday, 12th September 2025 have cast their vote electronically were entitled to vote on the proposed 6 (Six) resolutions as mentioned in the Notice of the 40th Annual General Meeting of "INDIA NIPPON ELECTRICALS LIMITED" (Item Number 1 to 6 of the Notice of the 40th AGM of INDIA NIPPON ELECTRICALS LIMITED).
4. As per the information given by the Company the names of the shareholders 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 during the AGM.
5. After closure of e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of Central Depository Services India Ltd. 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.

Thereafter the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were download from the E-Voting website of Central Depository Services (India) Limited.





6. The result of the E- voting is as under:

ITEM NO – 1

Ordinary Resolution - To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2025

Mode of Voting	Votes in favor of the resolution		Votes in against of the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	Nos.
Remote E-Voting	15,984,067	98.81	1,288	100.00	-	15,985,355	98.81
E-Voting	192,816	1.19	-	-	-	192,816	1.19
Total	16,176,883	100.00	1,288	100.00	-	16,178,171	100.00

Based on the aforesaid results, we report that this **Ordinary Resolution** has been passed with requisite Majority.

ITEM NO – 2

Ordinary Resolution - To confirm the Interim Dividend for the year 2024-25

Mode of Voting	Votes in favor of the resolution		Votes in against of the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	Nos.
Remote E-Voting	15,985,342	98.81	13	100.00	-	15,985,355	98.81
E-Voting	192,816	1.19	-	-	-	192,816	1.19
Total	16,178,158	100.00	13	100.00	-	16,178,171	100.00

Based on the aforesaid results, we report that this **Ordinary Resolution** has been passed with requisite Majority.





ITEM NO – 3

Ordinary Resolution - To appoint a director in place of Mrs. Priyamvada Balaji (DIN: 00730712), who retires by rotation and being eligible offers herself for re-appointment.

Mode of Voting	Votes in favour of the resolution		Votes in against of the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	Nos.
Remote E-Voting	15,984,067	98.81	1,288	100.00	-	15,985,355	98.81
E-Voting	192,816	1.19	-	-	-	192,816	1.19
Total	16,176,883	100.00	1,288	100.00	-	16,178,171	100.00

Based on the aforesaid results, we report that this **Ordinary Resolution** has been passed with requisite Majority.

ITEM NO – 4

Ordinary Resolution -To ratify the remuneration payable to Mr. K Suryanarayanan, the Cost Auditor of the Company for the financial year ending 31st March, 2026.

Mode of Voting	Votes in favour of the resolution		Votes in against of the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	Nos.
Remote E-Voting	15,984,067	98.81	1,288	100.00	-	15,985,355	98.81
E-Voting	192,816	1.19	-	-	-	192,816	1.19
Total	16,176,883	100.00	1,288	100.00	-	16,178,171	100.00

Based on the aforesaid results, we report that this **Ordinary Resolution** has been passed with requisite Majority.





ITEM NO – 5

Special Resolution - To consider and approve minimum remuneration and annual remuneration in excess of 5 Crores payable to Mr. Arvind Balaji, Managing Director for the remaining period of his tenure

Mode of Voting	Votes in favour of the resolution		Votes in against of the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	%
Remote E-Voting	38,837	17.22	27,404	99.99	1,59,19,114	66,241	26.19
E-Voting	186,704	82.78	2	0.01	6,110	186,706	73.81
Total	225,541	100.00	27,406	100.00	15,925,224	252,947	100.00

Based on the aforesaid results, we report that this **Special Resolution** has been passed with requisite Majority.

ITEM NO – 6

Ordinary Resolution - To approve the appointment of Secretarial Auditor

Mode of Voting	Votes in favour of the resolution		Votes in against of the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	%
Remote E-Voting	15,984,067	98.81	1,288	99.84	-	15,985,355	98.81
E-Voting	192,814	1.19	2	0.16	-	192,816	1.19
Total	16,176,881	100.00	1,290	100.00	-	16,178,171	100.00

Based on the aforesaid results, we report that this **Ordinary Resolution** has been passed with requisite Majority.





7. All electronic data and relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 40th Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

**Thanking you,
Yours faithfully,**

**BP & Associates
Company Secretaries
Peer Review No: 7014/2025**

For India Nippon Electricals Limited

PRABHAKAR
CHANDRASEKAR
AN

Digitally signed by
PRABHAKAR
CHANDRASEKARAN
Date: 2025.09.20 16:37:31
+05'30'

**Prabhakar Chandrasekaran
Partner
C P No: 11033 | M No: F11722
UDIN: F011722G001296214**

**S Logitha
Company Secretary
M No. A29260**

**Place: Chennai
Date: 20th September 2025**

**Place: Chennai
Date: 20th September 2025**

