

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 : 14.09.2018	8136
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) . .					Special Resolution through postal ballot for Continuation of Directorship of Sri S Ram (DIN 00018309), Chairman and Non-Executive Director from April 1, 2019 until the date he becomes liable to retire by rotation.			
WHETHER PROMOTER / PROMOTER GROUP ARE INTERESTED IN THE AGENDA / RESOLUTION ?					No			
CATEGORY	MODE OF VOTING	NO.OF SHARES HELD as on 14.09.2018	NO.OF SHARES 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)	(4)	(5)	(6)	(7)
PROMOTERS	E-VOTING	2555446	2535546	99.22	2535546	0	100.00	0.00
	POLL							
	POSTAL BALLOT	2555446	0	0.00	0	0	0.00	0.00
	TOTAL	2555446	2535546	99.22	2535546	0	100.00	0.00
PUBLIC - INSTITUTIONS	E-VOTING	709293			0	0	0.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	709293	0	0.00	0	0	0.00	0.00
	TOTAL	709293	0	0.00	0	0	0.00	0.00
PUBLIC - NON INSTITUTIONS	E-VOTING	5055261	1807914	35.76	1807914	0	100.00	0.00
	POLL							
	POSTAL BALLOT	5055261	317228	6.28	316749	479	99.85	0.15
	TOTAL	5055261	2125142	42.04	2124663	479	99.98	0.02
TOTAL		8320000	4660688	56.02	4660209	479	99.99	0.01

NOTE: There are invalid votes for 6500 shares (0.14%)

For INDIA MOTOR PARTS & ACCESSORIES LIMITED


Company Secretary



RESOLUTION REQUIRED : (ORDINARY / SPECIAL)					Ordinary Resolution through postal ballot for amendment in terms of remuneration – Non-payment of Sitting Fees to Sri N Krishnan, (DIN 00041381) Managing Director.			
WHETHER PROMOTER / PROMOTER GROUP ARE INTERESTED IN THE AGENDA / RESOLUTION ?					No			
CATEGORY	MODE OF VOTING	NO.OF SHARES HELD as on 14.09.2018 (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 POLL	2555446	2555446	100.00	2555446	0	100.00	0.00
	POSTAL BALLOT	2555446	0	0.00	0	0	0.00	0.00
	TOTAL	2555446	2555446	100.00	2555446	0	100.00	0.00
PUBLIC - INSTITUTIONS	E-VOTING POLL	709293	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	709293	0	0.00	0	0	0.00	0.00
	TOTAL	709293	0	0.00	0	0	0.00	0.00
PUBLIC - NON INSTITUTIONS	E-VOTING POLL	5055261	1781040	35.23	1781010	30	99.998	0.0017
	POSTAL BALLOT	5055261	317186	6.27	315193	1993	99.37	0.63
	TOTAL	5055261	2098226	41.51	2096203	2023	99.90	0.10
TOTAL		8320000	4653672	55.93	4651649	2023	99.96	0.04

NOTE: There are invalid votes for 6500 shares (0.14%)

For INDIA MOTOR PARTS & ACCESSORIES LIMITED


Company Secretary

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 THURSDAY, THE 25TH OCTOBER, 2018 AT 5.00 P.M. FOR DECLARATION OF RESULTS OF VOTING BY POSTAL BALLOT

PRESENT

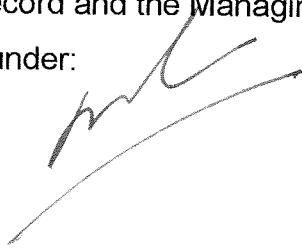
Sri N Krishnan : Managing Director
Sri M Damodaran : Scrutinizer
Sri S Kalyanaraman : Secretary & Compliance Officer

INVITEE:

Sri D Narasimhan : 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 all the Postal Ballot Forms received up to the close of working hours (17.00 hrs) on 23RD October, 2018 and submitted his report relating to the results on the voting by Postal Ballot to 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 Voting by Postal Ballot as under:



INDIA MOTOR PARTS & ACCESSORIES LIMITED

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

SPECIAL BUSINESS

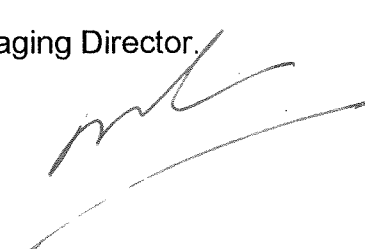
1. Special Resolution through postal ballot for Continuation of Directorship of Sri S Ram (DIN 00018309), Chairman and Non-Executive Director from April 1, 2019 until the date he becomes liable to retire by rotation.

	Postal Ballot	E – Voting	Total
Number of valid postal/electronic ballot forms received	360	92	452
Votes in favour of the Resolution	316749	4343460	4660209
Votes against the Resolution	479	0	479
Number of invalid postal ballot forms received	11	-	-
% of votes in favour			99.99

The Managing Director then declared that the following Special Resolution, as set out in the Postal Ballot Notice dated 11th September, 2018, was carried with the requisite majority:

“RESOLVED that pursuant to Regulation 17 (1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended on May 09, 2018 and the applicable provisions of the Companies Act, 2013, if any and the rules made there under (Including any statutory modification(s) or re-enactment thereof for the time being in force), the continuation of Sri S Ram, (DIN 00018309) aged 78 years as Non-executive Director of the Company from April 01, 2019 until the date he retires by rotation in terms of Section 152 of the Companies Act, 2013, is hereby approved.

2. Ordinary Resolution through postal ballot for amendment in terms of remuneration – Non-payment of Sitting Fees to Sri N Krishnan, (DIN 00041381) Managing Director.



INDIA MOTOR PARTS & ACCESSORIES LIMITED

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

	Postal Ballot	E – Voting	Total
Number of valid postal/electronic ballot forms received	360	90	450
Votes in favour of the Resolution	315193	4336456	4651649
Votes against the Resolution	1993	30	2023
Number of invalid postal ballot forms received	11	-	
% of votes in favour			99.96

The Managing Director then declared that the following Ordinary Resolution, as set out in the Postal Ballot Notice dated 11th September, 2018, was carried with the requisite majority:

“RESOLVED that in partial modification of the resolution passed by the shareholders in the 63rd Annual General Meeting held on 04.09.2017 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 – Non-payment of Sitting Fees to Sri N Krishnan, Managing Director (DIN 00041381) for the remaining duration of his tenure of office, upto 04.07.2022 as Managing Director. All other terms of the remuneration approved by the shareholders, remain the same for the remaining duration of his tenure upto 04th July, 2022.

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

Date:25th October, 2018
Place:Chennai


MANAGING DIRECTOR