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M. DAMODARAN & ASSOCIATES
Practicing Company Secretaries



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**SCRUTINIZER'S REPORT
(POSTAL BALLOT)**

[Pursuant to Section 108 & Section 110 of the Companies Act, 2013 and
Companies (Management and Administration) Rules, 2014 as amended and the provisions of
Regulation 44 of the SEBI LODR, Regulations 2015]

To,
The Managing Director
M/s. INDIA MOTOR PARTS & ACCESSORIES LIMITED
No.46 Whites Road
CHENNAI- 600014



I, M. Damodaran, M. Damodaran & Associates, Company Secretary in Practice having office at
New No. 6, Old No. 12, Appavoo Gramni 1st Street, Mandaveli, Chennai, Tamil Nadu 600 028
have been appointed as a scrutinizer by the Board of Directors of M/s. INDIA MOTOR PARTS &
ACCESSORIES LIMITED (the company) for the purpose of;

- (i) Scrutinizing the e-voting process (remote e- voting) under the provisions of
Section 108 of the Companies Act 2013 (the 2013 Act) read with Rule 20 of the
Companies (Management and Administration) Rules, 2014, as amended (Rules)
and
- (ii) Scrutinizing the Postal Ballot process under the provisions of Section 110 of the
Companies Act 2013 (the 2013 Act) read with Rule 22 of the Companies
(Management and Administration) Rules, 2014, for

Item: 1 - Obtaining consent of the members of the Company with respect to 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.

Item: 2 - Obtaining consent of the members of the Company to make Amendment in terms of
remuneration – Non-payment of Sitting Fees to Sri N Krishnan, (DIN 00041381) Managing
Director.

1. The management of the Company is responsible to ensure the compliance with the
requirement of the Companies Act 2013 and Rules relating to e-voting and voting
through Postal Ballot for the resolutions contained in the Notice of the company. My
responsibility as a scrutinizer for the voting process is restricted to make a scrutinizer's
report of the votes cast "in favour "or "against" the resolution stated above, based on
the report generated from the e-voting system provided by CDSL, authorized under the
Rules and engaged by the company to provide e-voting facilities for voting through
electronic means and based on the Ballot forms report provided to me by the company.

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2. I submit herewith my Scrutinizers report on the results of e-voting and voting through postal ballot as under:

Item No: 1

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.

Passed as Special Resolution as follows:

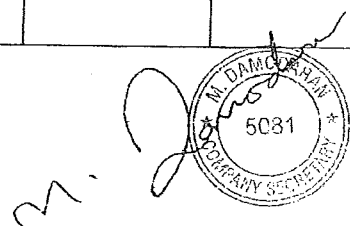
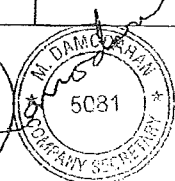
Mode of Voting	Total Valid Ballots Received & valid e-voting casted (3)+(6)	Favour			Against			Total % of valid Votes in Favour & Against (5)+(8)
		Number of Ballots & e-voting	Number of shares Voted	%	Number of Ballots & e-voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Postal Ballot	360	356	316749	99.85	4	479	0.15	100
E-Voting	92	92	4343460	100	0	0	0	100
Total	452	448	4660209	99.99	4	479	0.01	100

Details of invalid Votes:

Mode of Voting	Total number of members whose votes invalid	Total number of invalid votes
Postal Ballot	11	6500
E-Voting	0	0
Total	11	6500

Details of Abstained votes:

Mode of Voting	Total number of members whose votes were abstained	Total number of votes abstained
Postal Ballot	0	0
E-Voting	1	19900
Total	1	19900

M. 




Item No: 2

Amendment in terms of remuneration – Non-payment of Sitting Fees to Sri N Krishnan, (DIN 00041381) Managing Director.

Passed as an Ordinary Resolution as follows:

Mode of Voting	Total Valid Ballots Received & valid e-voting casted (3)+(6)	Favour			Against			Total % of valid Votes in Favour & Against (5)+(8)
		Number of Ballots & e-voting	Number of shares Voted	%	Number of Ballots & e-voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Postal Ballot	360	355	315193	99.37	5	1993	0.63	100
E-Voting	90	89	4336456	100	1	30	0	100
Total	450	444	4651649	99.96	6	2023	0.04	100

Details of Invalid Votes:

Mode of Voting	Total number of members whose votes invalid	Total number of invalid votes
Postal Ballot	11	6500
E-Voting	0	0
Total	11	6500

Details of Abstained votes:

Mode of Voting	Total number of members whose votes were abstained	Total number of votes abstained
Postal Ballot	0	0
E-Voting	3	26874
Total	3	26874

M. J. [Signature]



M. DAMODARAN & ASSOCIATES
Practicing Company Secretaries



The electronic data and all other relevant records relating to e voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Managing Director considers, approves and signs the minutes of proceedings for the declaration of results for postal ballot including e-voting.

Thanking You,
Yours faithfully,



M. Damodaran
Practicing Company Secretary

Place: Chennai
Date: 25.10.2018

Membership No: 5837
CP No. 5081