



CONSOLIDATED REPORT OF THE SCRUTINIZER

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

To,
The Chairman,
Panasonic Appliances India Company Limited
Reg off: National Highway No.5,
Sholavaram Village,
Chennai – 600 067.

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and voting by ballot paper at the 30th Annual General Meeting of Panasonic Appliances India Company Limited held on Thursday, September 27, 2018 at 10:00 a.m.

1. I, **M. Alagar, Practising Company Secretary**, had been appointed as the Scrutinizer by the Board of Directors of **Panasonic Appliances India Company Limited** ("the Company") on July 18, 2018, pursuant to Section 108 of the Companies Act, 2013(" the Act") read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended to conduct the remote e-voting process for passing the items on the agenda as contained in the Notice dated July 18, 2018 and for the purpose of voting by ballot paper taken at the 30th Annual General Meeting("AGM") of the Equity Shareholders of the Company.
2. The Notice dated July 18, 2018 along with the statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions passed at the AGM of the Company.
3. The Company had availed the remote e-voting facility offered by National Securities Depository Limited (NSDL), for conducting e-voting, to enable the members to exercise their right to vote by electronic means.
4. The Company had also provided the facility for voting through ballot paper to the shareholders present at the AGM, who had not cast their vote through remote e-voting facility. The Shareholders of the Company holding shares as on the "Cut-off" date i.e. Thursday, September 20, 2018 were entitled to vote on the resolutions as set out in the AGM Notice.
5. The remote e-voting commenced on Monday, September 24, 2018 at 9:00 a.m.(IST) and ended on Wednesday, September 26, 2018 at 5:00 p.m.(IST) and members were requested to cast their votes electronically conveying their Assent or Dissent in respect of the Ordinary/Special Resolutions, on e-Voting platform provided by NSDL, and thereafter the NSDL e-voting platform was blocked.



6. At the 30th AGM, after declaration of voting by use of ballot paper by the Chairman, ballot box were locked and kept for voting duly marked by identification mark placed by me. The ballot box subsequently on close of voting hours, were opened in the presence of Ms. Kalpana and Ms. Disha, who are not the employees of the company and ballots received were serially numbered, sorted, signatures verified and were scrutinized and initialled by me. The ballots were reconciled with the records maintained by the Registrar and Transfer Agents ("the RTA") of the Company and the authorizations/proxies lodged with the Company.
7. The ballots, which were incomplete and /or which were otherwise found defective have been treated as invalid and kept separately. Totally there were four (4) invalid ballot papers. The votes cast by use of ballots at the meeting were counted first.
8. The votes on remote e-voting were unblocked thereafter, in the presence of Ms.Kalpana and Ms. Disha, who are not the employees of the company and the e-voting results/list of equity shareholders who have voted for and against were downloaded from the e-voting website of "NDSL" (<https://www.evoting.nsdl.com>) and the same are being handed over to the Chairman.
9. The total vote cast in favour or against all the resolution proposed in the Notice of the AGM are as under:

A. Resolution No.1 - To receive, consider and adopt the Audited Balance Sheet as at March 31, 2018, and the Statement of Profit and Loss Account for the year ended on that date and the Reports of the Directors and Auditors thereon: (Ordinary Resolution)

S.No	Particulars	Total	Assent	Dissent
1.	Total number of valid votes - e-voting	12097826	12097726	100
2.	Total of number of valid votes - by ballot paper at AGM	16	16	Nil
3.	Total of above (1+2)	12097842	12097742	100
4.	% of valid votes cast		100	0.00

B. Resolution No.2 - To appoint a Director in place of Mr. Toshihiro Sakamoto (DIN: 07594920) who retires by rotation and being eligible, offers himself for re-appointment: (Ordinary Resolution)

S.No	Particulars	TOTAL	Assent	Dissent
1.	Total number of valid votes - e-voting	12097826	12097196	630
2.	Total of number of valid votes - by ballot paper at AGM	16	16	Nil
3.	Total of above (1+2)	12097842	12097212	630
4.	% of valid votes cast		99.99	0.01



C. Resolution No.3 -To ratify the appointment of the auditor of the Company, and to fix their remuneration: (Ordinary Resolution)

S.No	Particulars	Total	Assent	Dissent
1.	Total number of valid votes - e-voting	12097826	12097196	630
2.	Total of number of valid votes - by ballot paper at AGM	16	16	Nil
3.	Total of above (1+2)	12097842	12097212	630
4.	% of valid votes cast		99.99	0.01

D. Resolution No.4 – Appointment of Mr. Masayuki Sasage (DIN:- 08107285)as a Director of the Company : (Ordinary Resolution)

S.No	Particulars	Total	Assent	Dissent
1.	Total number of valid votes - e-voting	12097826	12097196	630
2.	Total of number of valid votes - by ballot paper at AGM	16	16	Nil
3.	Total of above (1+2)	12097842	12097212	630
4.	% of valid votes cast		99.99	0.01

E. Resolution No.5 – Appointment of Mr. Hidenori Aso as Managing Director : (Special Resolution)

S.No	Particulars	Total	Assent	Dissent
1.	Total number of valid votes - e-voting	12097826	12097196	630
2.	Total of number of valid votes - by ballot paper at AGM	16	16	Nil
3.	Total of above (1+2)	12097842	12097212	630
4.	% of valid votes cast		99.99	0.01

You may accordingly declare the result of the e-voting and voting by ballot paper.

The Register, all other papers and relevant records relating to remote e-voting and voting by ballot paper at the 30th AGM shall remain in the safe custody until the chairperson considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary for the safe keeping.

Thanking you,
Yours truly,
For M.Alagar & Associates


M.Alagar
F.C.S. – 7488
C.P No. 8196



Date: September 27, 2018
Place: Chennai