



PANASONIC APPLIANCES INDIA CO. LTD., (formerly Panasonic Home Appliances India Co. Ltd.)

Regd. Office & Factory : N.H. No. 5, Sholavaram Village, Ponneri Taluk, Chennai - 600 067.
Phone: 2633 0133, 2633 0397. Fax: 91-44-2633 0132. E-mail : factory@panasonicindia.in
Website: www.panasonic.com CIN : U30007TN1988PLC016184

June 15, 2018

DECLARATION OF RESULTS OF POSTAL BALLOT (INCLUDING E-VOTING)



Pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, approval of the Members of the Company was sought by way of Postal Ballot for the Special Resolution to issue the equity shares of the Company on preferential basis to Panasonic Corporation.

The last date for casting of vote through e-Voting and to receive the Postal Ballot Forms, duly completed and signed by the Members was June 05, 2018 before 5.30 p.m.

Mr. M Alagar, of M/s. M Alagar & Associates, Company Secretary in Practice, the Scrutinizer has submitted his report dated June 05, 2018 on the Postal Ballot & e-Voting and the following results were announced on Friday, June 15, 2018 at 4.00 p.m. at SPIC HOUSE, 6th Floor, Mount Road, Guindy – 600 032 by the Chairman.

Resolution No. 1

| Particulars | No. of Shares (through Postal Ballot) | No. of Shares (through e-Voting) | Total No. of Shares | % of Total Net Valid Votes |
|--|---|-------------------------------------|------------------------|-------------------------------|
| Total No. of Votes received | 7,295 | 92,53,367 | 92,60,662 | Not Applicable |
| Less: No. of Invalid Votes | 1,200 | - | 1,200 | Not Applicable |
| Net Valid Number of Votes | 6,095 | 92,53,367 | 92,60,662 | 100.00 |
| Total No. of Votes cast in favour of the Resolution | 5,222 | 92,52,687 | 92,57,909 | 99.98 |
| Total No. of Votes cast against the Resolution | 873 | 680 | 1553 | 0.02 |

Accordingly, a Special Resolution as mentioned in the Notice of Postal Ballot dated April 17, 2018 has been passed by the requisite majority.

As required under Rule 22(13) of the Companies (Management and Administration) Rules, 2014, a copy of the Scrutinizer's Report is enclosed along with the above results.

Thanking you,

Yours faithfully,
for Panasonic Appliances India Co. Ltd


Subhanarayan Muduli
Company Secretary

Encl: As above

CONSOLIDATED REPORT OF THE SCRUTINIZER

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014]

To

**The Chairman,
Panasonic Appliances India Company Limited
Reg Off: National Highway, No.5,
Sholavaram Village, Tiruvallur Dist.,
Chennai – 600067.**

Result of Postal Ballot / E-Voting

Sir,

I, M Alagar, Company Secretary in Practice (CoP No.8196) have been appointed as a Scrutinizer by the Board of Directors of **Panasonic Appliances India Company Limited** (herein after referred to as "**the Company**") vide their meeting held on April 17, 2018 for scrutinizing postal ballot voting (both e-voting and physical voting) in respect of the passing of the resolutions contained in the Postal Ballot Notice Dated April 17, 2018.

I submit my report as under

1. The company has completed the dispatch of Notice of Postal Ballot along with the Postal Ballot Form by Registered Post on, **May 05, 2018** along with postage prepaid business reply envelope to its Members whose name(s) appeared on the Register of Members / List of Beneficial Owners as on **April 20, 2018**.
2. The company has made an advertisement regarding dispatch of postal ballot notice along with the postal ballot forms in Financial Express (English) all editions on **May 06, 2018** and Makkal Kural (Tamil) Chennai Edition on **May 07, 2018**.
3. I monitored the process of electronic voting through the scrutinizer's secured link provided by National Securities Depository Limited (NSDL) ("E-voting Agency and Registrar and Transfer Agent") on the designated website.
4. The e-voting period remain opened starting from **9.00 a.m on Monday, May 07, 2018 until 5.00 p.m on Tuesday, June 05, 2018**.
5. Particulars of all the postal ballot forms received from the Members in physical form (s) and electronic voting report generated from e-voting agency's portal have been entered in a register maintained for the purpose.



6. The postal ballot forms were kept under my safe custody in sealed and tamper proof ballot envelopes before commencing the scrutiny of such postal ballot forms.
7. All postal ballot forms received up to 5.00 PM on June 05, 2018, being the last date and time fixed by the Company for receipt of the forms were considered for my scrutiny. The e-voting was disabled immediately thereafter. Envelopes received after 5.00 PM on June 05, 2018 were not considered.
8. With the support of the Registrar and Transfer Agent ("**RTA**") of the Company, the Postal Ballot forms were scrutinized and the signatures of Members who had cast their votes verified with their specimen signature registered with the RTA as provided by the depositories.
9. The Postal ballot envelopes were opened from time to time and the last lot was opened on June 05, 2018 after 05.00 p.m in my presence, along with unblocking of e-voting results in the presence of two witnesses, Ms. N Ramya Devi and Ms. B G Yamuna who are not in the employment of the Company.
10. I found 11 invalid ballot paper(s) which were not counted for the results.
11. The shareholders exercised their voting either by electronic or physical mode. There was no shareholders who opted for both facilities.
12. A summary of the postal ballot (e-voting and physical mode both) is given hereunder below:-

Resolution No. 1: Allotment of Equity Shares to Promoters on preferential basis

| S. No | No of shareholders voted | | | No. of shares / vote casted | | | Percentage on net valid votes | |
|-------|---|--------------------|----------|-----------------------------|--------------------|----------|-------------------------------|-------|
| | Particulars of Voting | Postal Ballot Form | E-Voting | Total | Postal Ballot Form | E-Voting | | Total |
| 1 | Total Votes received | 60 | 23 | 83 | 7295 | 9253367 | 9260662 | |
| 2 | Less: Invalid votes (as per the register) | 11 | 0 | 11 | 1200 | 0 | 1200 | |
| 3 | Net valid votes (as per the register) | 49 | 23 | 72 | 6095 | 9253367 | 9259462 | |
| 4 | Votes with assent | 40 | 20 | 60 | 5222 | 9252687 | 9257909 | 99.98 |
| 5 | Votes with dissent | 9 | 3 | 12 | 873 | 680 | 1553 | 0.02 |




13.I will hand over the register and all other papers/ records relating to electronic voting for safe custody to the Company, upon signing of minutes of the meeting by the Chairman.

14.You may accordingly declare the result of voting through Postal Ballot.

Thanking you

Yours truly,

For M. Alagar & Associates


M. Alagar
CoP.No. 8196
F.C.S - 7488



Date: June 05, 2018
Place: Chennai