



22nd June, 2015

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

Corporate Office : No.135, 1st Floor, Nagi Reddy Thottam, Thiru.Vi.Ka Industrial Estate, Ekkattuthangal, Chennai - 600 032.
Phone: +91-44-22258701 Fax: +91-44-22258730 E-mail: info@panasonicindia.in
Website: www.panasonicappliances.in, www.21timesbetter.com

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 adopt a new set of Articles of Association of the Company.

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 19, 2015 before 5.30 p.m.

Mr. Rabi Narayan Pal, of Rabi Narayan & Associates, Company Secretary in Practice, the Scrutinizer has submitted his report dated June 22, 2015 on the Postal Ballot & e-Voting and the following results were announced on Monday, June 22, 2015 at 05.00 p.m. at the Corporate Office of the Company by the Managing Director.

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	1,690	89,13,336	89,15,026	Not Applicable
Less: No. of Invalid Votes	-	-	-	Not Applicable
Net Valid Number of Votes	1,690	89,13,336	89,15,026	100.00
Total No. of Votes cast in favour of the Resolution	1,588	89,13,205	89,14,793	99.997
Total No. of Votes cast against the Resolution	102	131	233	0.003

Accordingly, a Special Resolution as mentioned in the Notice of Postal Ballot dated April 27, 2015 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

Tessa J.K

Tessa. J. K
Company Secretary

Encl: As above



Panasonic

Regd. Office & Factory : N.H. No. 5, Sholavaram Village, Ponneri Taluk, Chennai - 600 067.
Phone: 2633 0133, 2633 0397. Fax: 91-44-2633 0132.
CIN : L30007TN1988PLC016184



Rabi Narayan & Associates
Company Secretaries

REPORT OF SCRUTINIZER

(Pursuant to Section 110 of the Companies Act, 2013 and Rule 22(9) of the Companies (Management and Administration) Rules, 2014)

To,
The Chairman / Managing Director
PANASONIC APPLIANCES INDIA COMPANY LIMITED
CIN: L30007TN1988PLC016184
Corporate Off: No.135, 1st Floor,
Nagi Reddy Thottam,
Thiru.Vi.Ka Industrail Estate,
Ekkattuthangal,
Chennai, 600032

Dear Sir,

I, Rabi Narayan Pal, Partner of M/s.Rabi Narayan & Associates, Company Secretaries in Practice, having office at "Aparajita" No.14/20, First Floor, Srinivasa Pillai Street, West Mambalam, Chennai, 600033, Tamilnadu, India, appointed as Scrutinizer by the Board of Directors of M/s.**PANASONIC APPLIANCES INDIA COMPANY LIMITED** (the Company) at its meeting held on 27th April 2015, for the purpose of scrutinizing Postal Ballot process in a fair and transparent manner in respect of the resolution stated in the Notice of the Postal Ballot dated April 27, 2015 proposed to be passed by the Equity Shareholders of the Company, submit, my report as under

1. In accordance with the Notice of the Postal Ballot dated April 27, 2015 dispatched to the shareholders by prescribed modes on May 20, 2015 and the 'Advertisement' published pursuant, to Rule 22(3) of the Companies (Management and Administration) Rules, 2014 on May 21, 2015 (In Business Standard) and May 21, 2015 (In Makkal Kural), the voting commenced on Thursday, May 21, 2015 at 9:00 Hours IST and ended on Friday, June 19, 2015 at 17:30 Hours IST for physical ballots and as well as for e-voting. The e-voting facility was provided by National Services Depository Limited (NSDL). The votes were unblocked at around 17:45 hours on 19th June, 2015 and the e-voting summary statement was downloaded from e-voting website of NSDL (<https://www.evoting.nsdl.com>).
2. The Equity Shareholders holding shares as on May 12, 2015, "cut off date", were entitled to vote on the resolution stated in the Notice of the Postal Ballot.



3. The Register of Ballots entered and prepared in electronic mode showing equity shareholders who have voted "For" and "Against" and e-voting results downloaded from the e-voting website of the NSDL (<https://www.evoting.nsdl.com>) are being handed over to the Chairman / Managing Director.
4. The ballot papers received were scrutinized. The ballot papers received were reconciled with the records maintained by the R&TA and the authorizations / Power of attorney etc. lodged. The voters were also scrutinized for the purpose of eliminating duplicate voting i.e. on e-voting as well as by physical ballot. Invalid ballots were marked and segregated and the summary results were prepared. For processing Postal Ballots, necessary technical support was provided by M/s.Integrated Enterprises (India) Limited, Unit: Panasonic Appliances India Co. Ltd., "Kences Towers", 2nd Floor, #1, Ramakrishna Street, North Usman Road, T.Nagar, Chennai - 600 017, the Registrar & Share Transfer Agents of the Company.
5. The result of the voting is as under:

Resolution -1: Special Resolution

To accord consent pursuant to Section 14 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014 for Adoption of New Set of Articles of Association of the Company – Special Resolution

Sr. No.	Particulars	No. of postal Ballot forms	No. of Shares	% to the total shares Representing valid votes
(a)	1. Total postal Ballot forms received	100	1,690	
	2. Total E-voting options received	19	89,13,336	
	Total (1+2)	119	89,15,026	100.00
(b)	Less: Invalid postal Ballot Forms. (not voted for/ against the resolution)	--	--	--
(c)	1. Net valid postal Ballot forms (As per register)*	100	1,690	
	2. Net E-voting options	19	89,13,336	
	Total (1+2)	119	89,15,026	100.00
(d)	1. Postal ballot forms with assent for the resolution	98	1,588	
	2. E-voting Options with assent for the resolution	16	89,13,205	
	Total (1+2)	114	89,14,793	99.997
(e)	1. Postal ballot forms with dissent for the resolution	2	102	
	2. E-voting Options with dissent for the resolution	3	131	
	Total (1+2)	5	233	0.003



6. The Resolution accordingly stand passed with requisite majority
7. Register of postal ballot and all other relevant records of voting process given/provided/maintained in electronic mode and the postal ballots (physical) will remain in our custody until the Chairman / Managing Director considers, approves and signs the minutes of the Postal Ballot and the same shall be handed over thereafter to the Chairman / Managing Director for safe keeping.
8. You may accordingly declare the result of voting by postal ballot and e-voting.

Thanking you,

Yours faithfully,
For Rabi Narayan & Associates
Company Secretaries in Practice



A handwritten signature in black ink, appearing to read "Rabi Narayan Pal".

Rabi Narayan Pal
Partner
FCS.4993/ C.P. No.3480

Place: Chennai
Date: June 22, 2015