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Managing Partner

Registered Valuer & Insolvency Professional

D. SARAVANAN B.Com., ACS.,

Partner

M.ALAGAR & ASSOCIATES

Practising Company Secretaries

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 as amended)

To,
The Chairperson,
Panasonic Appliances India Company Limited,
National Highway No.5,
Sholavaram Village,
Ponneri Taluk,
Chennai 600067

Dear Sir,

Sub: Consolidated Scrutinizer's Report of the Remote E-Voting and E-Voting conducted at the 32nd Annual General Meeting (AGM) of Panasonic Appliances India Company Limited held on Friday, September 25, 2020 at 10:00 AM (IST), through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM).

1. I, **D. Saravanan (COP: 22608), Partner of M/s. M. Alagar & Associates, Practising Company Secretaries**, have been appointed as the Scrutinizer by the Board of Directors of **Panasonic Appliances India Company Limited ("the Company")**, for the **Annual General Meeting held on Friday, September 25, 2020 at 10.00 AM held through Video Conferencing / Other Audio Visual Means**, 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 from time to time to conduct the Remote E-Voting and E-Voting at the AGM for passing the items on the agenda as contained in the AGM Notice dated August 10, 2020 of the 32nd Annual General Meeting ("AGM") of the Equity Shareholders of the Company.
2. In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs vide its Circular No.20/2020 dated May 05, 2020 read with Circular No.14/2020 dated April 8, 2020 and Circular No.17/2020 dated April 13, 2020 has permitted conducting of Annual General Meeting of the Company through Video Conferencing (VC) or Other Audio Visual Means (OAVM) without the physical presence of the members for the meeting at a common venue. Since the AGM is held in pursuance of the above mentioned circulars the physical presence of the members has been dispensed with and the facility for appointment of proxies by the members was also dispensed with.

Members attended the meeting through VC or OAVM had been counted for the purpose of reckoning the quorum under Section 104 of the Companies Act, 2013.



3. The management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the rules made thereunder and the Circulars published by Ministry of Corporate Affairs (MCA) for conducting the AGM of the Company through VC / OAVM.
4. The Company had availed the voting facility offered by National Securities Depository Limited (NSDL), for conducting Remote E-voting and E-voting at the AGM, to enable the members to exercise their right to vote by electronic means.
5. My Responsibility as a scrutinizer for the voting process is restricted to preparing a Scrutinizer Report on the votes cast "in favour" or "against" the resolution(s) based on the reports generated from the E-Voting system provided by the National Securities Depository Limited (NSDL).
6. The Shareholders of the Company holding shares as on the "**Cut-off**" date of (i.e. on Friday, September 18, 2020) were entitled to vote on the resolution as set out in the AGM Notice.
7. The remote E-Voting commenced on Tuesday, 22nd September, 2020, 09:00 AM (IST) and ended on Thursday, 24th September, 2020 at 5:00 PM (IST) and the NSDI F-Voting platform was closed in due time. After declaration of voting by the Chairperson, the shareholders present at the AGM through VC voted through e-voting facility provided by NSDL at the AGM.
8. The shareholders who had voted by remote e-voting through the facility provided by NSDL had been blocked and only those members who were present at the AGM through VC and who had not voted on remote E-Voting were allowed to cast their votes through E-Voting system during the AGM.
9. After closure of E-Voting at the AGM, the votes cast through E-Voting at the AGM and through remote E-Voting prior to the date of AGM were unblocked in the presence of two witnesses, who are not in the employment of the company. The e-voting data/results downloaded from the e-voting system of NSDL were scrutinized and reviewed, the votes were counted, and the results were prepared.
10. Based on the data downloaded from NSDL e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are submitted by me as under:

Resolution No.1

Adoption of financial statements (Ordinary Resolution)

S. No	Particulars	Total	Assent	Dissent
1.	Number of members voting	38	28	10
2.	Number of votes cast by them	12097566	12097553	13
3.	% of votes cast	100%	99.999%	0.001%



RESULT:

I report that the Ordinary Resolution with regard to Resolution No.1 as set out in the Notice of the AGM has been passed by members through E-Voting at the AGM and remote e-voting with requisite majority.

Resolution No.2

Appointment of Mr. Ken Nakayama (DIN: 08377188) as a director who is liable to retire by rotation (**Ordinary Resolution**)

S. No	Particulars	Total	Assent	Dissent
1.	Number of members voting	38	28	10
2.	Number of votes cast by them	12097566	12097553	13
3.	% of votes cast	100%	99.999%	0.001%

RESULT:

I report that the Ordinary Resolution with regard to Resolution No.2 as set out in the Notice of the AGM has been passed by members through E-Voting at the AGM and remote e-voting with requisite majority.

Resolution No.3

Reappointment of current auditors M/s. B S R & Co. LLP, Chartered Accountants (Firm Registration No. 101248W/W-100022), Chennai as Statutory Auditors of the Company (**Ordinary Resolution**)

S.No	Particulars	Total	Assent	Dissent
1.	Number of members voting	38	28	10
2.	Number of votes cast by them	12097566	12097553	13
3.	% of votes cast	100%	99.999%	0.001%

RESULT:

I report that the Ordinary Resolution with regard to Resolution No.3 as set out in the Notice of the AGM has been passed by members through E-Voting at the AGM and remote e-voting with requisite majority.



Resolution No.4

Approval of Remuneration of Mr. Ken Nakayama (DIN: 08377188), Executive Director and Key Managerial Personnel of the Company. **(Ordinary Resolution)**

S.No	Particulars	Total	Assent	Dissent
1.	Number of members voting	38	28	10
2.	Number of votes cast by them	12097566	12097553	13
3.	% of votes cast	100%	99.999%	0.001%

RESULT:

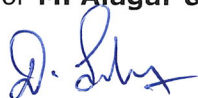
I report that the Ordinary Resolution with regard to Resolution No.4 as set out in the Notice of the AGM has been passed by members through E-Voting at the AGM and remote e-voting with requisite majority.

You may accordingly declare the result of the remote E-Voting and E-Voting at the AGM.

The Electronic data and relevant records relating to Remote e-voting/E-voting at the AGM shall remain in our 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**



D Saravanan
Partner

A.C.S. - 60177

C.P No. 22608

UDIN: A060177B000769886



Date: September 25, 2020

Place: Chennai