



India Nippon Electricals Limited

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NOTICE OF THE 30TH ANNUAL GENERAL MEETING, REMOTE E-VOTING AND BOOK CLOSURE

Notice is hereby given that the 30th Annual General Meeting (AGM) of the shareholders of the Company is scheduled to be held on Thursday the 27th August 2015 at 10:30 A.M. at Kasturi Srinivasan Hall (Music Academy Annexe) No.168, T.T.K. Road, Royapettah, Chennai-600014.

ELECTRONIC copy of the Annual Report for 2014-15 and Notice of the AGM along with Attendance Slip and Proxy Form have been sent to all the Members whose e.mail address is registered with the Company / Depository Participant.

PHYSICAL copy of Annual Report for 2014-15 and Notice of the AGM along with Attendance Slip and Proxy Form have been sent in permitted mode(s) to all the Members at the registered address whose e.mail id. is not registered or who have requested for a hard copy of the same.

A copy of the Annual Report, Notice of the AGM and the Attendance slip and Proxy form are also available on the Company's website www.indianippon.com. Members, who do not receive the Annual Report may download it from the Company's website or may request for a copy of the same by writing to the Company Secretary at the above mentioned e.mail ID or Registered Office address of the Company. The documents pertaining to the items of business to be transacted in the said AGM are open for inspection at the Registered Office of the Company during business hours between 10 AM and 12 noon on any working day.

The Company is pleased to provide its Members with the facility to exercise their right to vote by electronic means and the following information on voting through electronic means:

A.	Statement on business to be transacted by electronic voting, as per the Notice of the AGM	Item No.1. Adoption of audited accounts for the year ended 31 st March 2015 and the Directors' and Auditors' report. Item No.2. Declaration of Dividend for the year 2014-15 Item no.3. To ratify the appoint Auditors M/s Brahmaya & Co., Chennai Item no.4. Election of Mr T K Balaji as Director liable for retirement by rotation Item no.5. Election of Mr K Seshadri as Director liable for retirement by rotation Item no.6. Appointment of Mr Arvind Balaji as Managing Director of the company under section 196, 197, 198 and 203 of the Companies Act 2013 Item no.7. Ratification of the remuneration of the Cost Auditor for the year 2015-16
B.	Date of completion of sending Notice of AGM	31 st July 2015
C.	Date and time of commencement of remote e-voting	From 9 A.M. onwards on Monday the 24 th August 2015
D.	Date and time of ending of remote e-voting	Upto 5 P.M. on Wednesday the 26 th August 2015
E.	The remote e-voting shall not be allowed beyond the said date and time. Once the vote on a resolution is cast by a Member, such Member will not be allowed to change it subsequently.	
F.	Website details of the Company / Agency, where the Notice of AGM/ Annual Report is displayed	www.indianippon.com www.e-voting.nsdl.com
G.	Contact details of the person responsible to address the grievances connected with electronic voting	Mr Rajiv Ranjan, Asst. Manager, NSDL E.mail IDs.: evoting@nsdl.co.in or rajivr@nsdl.co.in and at the following Telephone Nos.022-2499 4600 / 022-2499 4738

The voting rights shall be as per the number of equity shares held by the Member (s) as on 20th August 2015 (Cut-off Date). Members are eligible to cast vote electronically only if they are holding shares as on that date. The procedures for remote e-voting are available in the Notice of AGM, in the e.mail sent to the members by NSDL as well as on the website of the Company and NSDL. Mr S Ananthanarayan, Practicing Company Secretary, Chennai has been appointed as Scrutinizer for conducting the voting process in a fair and transparent manner.

Notice is hereby further given that pursuant to Section 91 of the Companies Act 2013 read with Rule 10 of the Companies (Management and Administration) Rules, 2014 and Clause 16 of the Listing Agreement, the Register of Members and Share Transfer Books will remain closed from 21st Aug 2015 and 27th Aug 2015 (both days inclusive) for the purpose of 30th Annual General Meeting and for payment of final dividend on the equity shares for the financial year ended 31st March 2015. The Board of Directors at their meeting held on 25th May 2015 has recommended the payment of final dividend @ Rs.4.50 per share i.e. 45% and this will be paid on 4th Sep 2015, if declared by the members of the company at the AGM.

Chennai
1st August 2015

By order of the Board
S Sampath
Company Secretary

Note:

A Member entitled to attend and vote at the above meeting is entitled to appoint a proxy and the proxy need not be a member. The instrument appointing proxy and the power of attorney or other authority, if any, should be deposited at the registered office of the Company not later than 48 hours before the time fixed for holding the meeting. A person can act as proxy on behalf of members not exceeding 50 and holding in the aggregate not more than ten percent of the total share capital of the Company. However, a single person may act as a Proxy for a member holding more than ten percent of the total voting share capital of the Company provided that such person shall not act as a Proxy for any other person.