



IMIL/BSE/PR/APP/0220

February 20, 2020

Online Filing

Bombay Stock Exchange Limited
Corporate Relationship Department
1st Floor, New Trading Ring,
Rotunda Building, P J Towers, Dalal Street, Fort,
Mumbai 400 001
Stock Code : 517380

Dear Sir,

Sub : Reclassification of Mr. Padmanabhan Mukund and MAPE Securities Pvt Ltd from Promoters to Public category-reg.
Ref : Regulation 31A (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

With reference to the above, we herewith attached the following documents for approval of Reclassification of Mr. Padmanabhan Mukund and MAPE Securities Pvt Ltd from Promoters to Public category under Regulation 31A (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Sr. No	Documents to be Submitted
1.	Application on Letter head of the company along with details of listing on other Exchange. (Annexure I)
2.	Copy of BOD resolution approving the application of the promoter along with its recommendation to shareholders. (Annexure II)
3.	Copy of the notice sent to the shareholders seeking their approval inter-ali including the views of the Board on the application made by the promoter. (Annexure III)
4.	Shareholders voting outcome (Voting results) (Annexure IV) , along with certified true copy of the resolution passed. (Annexure IV A)
5.	Latest Pre and Post Reclassification shareholding pattern as per format along with all the Annexure. (Annexure V)
6.	Undertaking from the Company Secretary in the prescribed format. (Annexure VI)
7.	Letter from Promoter seeking reclassification from promoter to public inter-alia containing the rationale for seeking such re-classification and how conditions specified in clause 31A(3)(b) are satisfied. (Annexure VII)
8.	List of persons related to the promoter(s) seeking reclassification specifying the relation with the person seeking reclassification as per Reg 2(1) (pp) of SEBI (ICDR), 2018. (Annexure VII)
9.	Chronology of Events including details of various disclosures related to reclassification made by the company as required under Reg.31A (8). (Annexure IX)
10.	RTGS Payment of Rs. 50,000* + GST (18%) towards Processing Fees. (Annexure X)

We are enclosing BSE check list Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and request you to give Promoters Reclassification approval at the earliest.

Thanking you,

Yours faithfully
For IGARASHI MOTORS INDIA LIMITED


P Dinakara Babu
Company Secretary

Encl: as above

IGARASHI MOTORS INDIA LIMITED

Regd. Off. & Plant 1: Plot B12 to B15, Phase II, MEPZ-SEZ, Tambaram, Chennai - 600 045, India
CIN : L29142TN1992PLC021997 E-mail : igarashi@igarashimotors.co.in
Tel. : +91-44-4229 8199 / 2262 8199 Fax : +91-44-2262 8143

List of details/ documents required for grant of approval for Reclassification of Promoters under Regulation 31A (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Sr. No	Documents to be Submitted	Page No
1.	Application on Letter head of the company along with details of listing on other Exchange (if applicable). (Format enclosed – Annexure I A)	1
2.	Copy of BOD resolution approving the application of the promoter along with its recommendation to shareholders.	2-4
3.	Copy of the notice sent to the shareholders seeking their approval inter-alia including the views of the Board on the application made by the promoter	5-14
4.	Shareholders voting outcome (Voting results) along with certified true copy of the resolution passed.	15-21
5.	Latest Pre and Post Reclassification shareholding pattern as per format along with all the Annexure.	22
6.	Undertaking from the Company Secretary in the prescribed format. (Annexure I B)	23-24
7.	Letter from Promoter seeking reclassification from promoter to public inter-alia containing the rationale for seeking such re-classification and how conditions specified in clause 31A(3)(b) are satisfied.	25-26
8.	List of persons related to the promoter(s) seeking reclassification specifying the relation with the person seeking reclassification as per Reg 2(1) (pp) of SEBI (ICDR), 2018.	27-28
9.	Chronology of Events including details of various disclosures related to reclassification made by the company as required under Reg.31A (8)	29
10.	RTGS/ NEFT Payment of Rs. 50,000* + GST (18%) towards Processing Fees.	30-31

IGARASHI MOTORS INDIA LIMITED


P. DINAKARA BABU
COMPANY SECRETARY

February 20, 2020

Bombay Stock Exchange Limited
Corporate Relationship Department
1st Floor, New Trading Ring,
Rotunda Building, P J Towers,
Dalal Street, Fort,
Mumbai 400 001

Dear Sir,

Subject: Application for Reclassification of Mr. Padmanabhan Mukund and MAPE Securities Pvt Ltd from Promoters to Public category-reg.

Ref: Reg. 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Company is in receipt of a request from Mr. Padmanabhan Mukund and MAPE Securities Pvt Ltd, promoters of the Company, seeking reclassification as public under Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

In this regard, please find attached herewith the requisite documents as specified in the checklist.

In addition to BSE Limited, Company is also listed at NSE India Limited.

Please find enclose herewith the details of RTGS Payment made towards processing fees of **Rs.50,000 + GST (18%)** in (Annexure X).

We hereby request you to kindly process our application for reclassification of promoter as public under Regulation 31A of Listing Regulations 2015 and grant your approval.

In case of any query, please contact the following person:

Name: P Dinakara Babu
Designation: Company Secretary & Compliance Officer
E-mail ID: dinakara@igarashimotors.co.in
Cell No: +91 9940652221
Telephone No: +91-44- 42298184

Thanking You.

Yours Faithfully,
For **IGARASHI MOTORS INDIA LIMITED**



P. Dinakara Babu
Company Secretary

IGARASHI MOTORS INDIA LIMITED

Regd. Off. & Plant 1: Plot B12 to B15, Phase II, MEPZ-SEZ, Tambaram, Chennai - 600 045, India
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(Annexure II)

EXTRACT OF THE RESOLUTION PASSED AT THE 152nd MEETING OF THE BOARD OF DIRECTORS OF IGARASHI MOTORS INDIA LIMITED HELD ON THURSDAY, NOVEMBER 14, 2019 AT 2.00 P.M AT THE REGISTERED OFFICE OF THE COMPANY AT PLOT NO. B 12 TO B15, MEPZ-SEZ, TAMBARAM, CHENNAI-45

Sub : To consider and approve reclassification of Promoters viz., Mr. Padmanabhan Mukund and MAPE Securities Pvt Ltd as Public.

"RESOLVED THAT, The Board was informed that Mr. Padmanbhan Mukund (Former *Managing Director* of the Company) was promoter of the Company Since August 28,2013 and MAPE Securities Private Limited from July 30,2015 (hereinafter referred to as "outgoing Promoters"). Further, the Company Secretary informed that Outgoing Promoters request letters were received on November 07,2019 for re-classification their status from "Promoter Category" to "Public Category" as per Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company intimated the request received for re-classification to BSE Limited and National Stock Exchange of India Ltd on November 07,2019.

It was further informed to the Board that none of the outgoing Promoters are holding shares in the Company. Mape Securities Pvt Ltd is holding 4,591,587 equity shares (8.65%) of Rs. 10/- each in Agile Electric Sub Assembly Pvt Ltd ("Holding Company").

The Board discussed and considered the fact that the aforementioned outgoing promoters are not in control and management over the affairs of the Company, neither they have any say in the significant management decisions. Also , as on the date of receipt of re-classification request from the outgoing Promoters, it has been noted that none of them are holding any shares in the Company and none of them have any kind of special rights in the Company.

The Board noted that Igarashi Electric Works Limited, Japan ("Ultimate Holding Company") is continuing to be the Promoter of the Company along with Agile Electric Sub Assembly Pvt Ltd ("Holding Company") ["Promoter Group Company"] and Igarashi Electric Works (H.K) Ltd, Hong Kong ["Promoter Group Company"]. Also the shareholding of Promoter and Promoter Group continue to be remaining 75% notwithstanding proposed reclassification of outgoing Promoters.

Keeping in view of Mr. Padmanbhan Mukund's vast experience and expertise in Product & Market Knowledge and Customer Relationship, the Board discussed to engage him as Consultant from January 01,2020 and obtain approval of shareholders while re-classification of Mr. Padmanbhan Mukund as Public.

The Board discussed the matter in detail and passed the following resolution unanimously in favor of the re-classifying the outgoing promoters.

FURTHER RESOVLED THAT in accordance with provisions of Regulation 31A of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and other applicable provisions, if any, and subject to necessary approvals from the Shareholders of the Company, Stock Exchanges, and other appropriate Statutory Authorities, as may be necessary, the consent of the Board be and is hereby accorded to re-classify the following persons from the Promoter Category to Public Category ("hereinafter referred to as the "Outgoing Promoters").

IGARASHI MOTORS INDIA LIMITED

Regd. Off. & Plant 1: Plot B12 to B15, Phase II, MEPZ-SEZ, Tambaram, Chennai - 600 045, India

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Tel. : +91-44-4229 8199 / 2262 8199 Fax : +91-44-2262 8143


R. DHANASEKARAN
COMPANY SECRETARY

Name	No. of shares	% to Total shares
Mr. Padmanabhan Mukund	NIL	NIL
MAPE Securities Private Limited	NIL	NIL

FURTHER RESOVLED THAT the consent of the Board be and is hereby accorded, subject to approval of shareholders, for engaging Mr. Padmanabhan Mukund as Consultant for advising on matters of DC Motors, Automotive Market and Customer Relationship for 3 years from April 01,2020 or such other date as may be agreed to.

FURTHER RESOVLED THAT the consent of the Board be and is hereby accorded for seeking approval of the shareholders at the ensuing Extra-ordinary General Meeting (EGM) for the re-classification of the Status of "Outgoing Promoters" as "Public" by including this item and also obtain approval for engaging Mr. Padmanabhan Mukund as Consultant in the Notice of EGM to be held on February 14,2020.

RESOLVED FURTHER THAT Mr. R Chandrasekaran, Managing Director and Mr. P Dinakara Babu, Company Secretary be and are hereby severally authorized to take such steps and do all such acts, deeds, matters and things as may be considered necessary, proper and expedient to give effect to this resolution."

//CERTIFIED TRUE COPY//

IGARASHI MOTORS INDIA LIMITED


P. DINAKARA BABU
COMPANY SECRETARY

EXTRACT OF THE RESOLUTION PASSED AT THE 152nd MEETING OF THE BOARD OF DIRECTORS OF IGARASHI MOTORS INDIA LIMITED HELD ON THURSDAY, NOVEMBER 14, 2019 AT 2.00 P.M AT THE REGISTERED OFFICE OF THE COMPANY AT PLOT NO. B 12 TO B15, MEPZ-SEZ, TAMBARAM, CHENNAI-45

Sub : To consider and approve convening of Extra-ordinary General meeting on Friday, February 14, 2020

“RESOLVED THAT, The Board was informed that Extra-ordinary General Meeting shall be convened after 3 months from the date of Board approval but within 6 months from the date of Board approval for re-classification of Promoters under Reg. 31A of SEBI Listing Regulations, 2015. The Board was informed that following two resolutions to be approved :-

- 1) Reclassification of Mr. Padmanabhan Mukund and Mape Securities Pvt Ltd from Promoters to Public-Ordinary Resolution
- 2) Appointment of Mr. Padmanabhan Mukund as Advisor for three years- Ordinary Resolution

The Board approved by passing the following resolution :

FURTHER RESOLVED THAT the consent of the Board be and is hereby accorded for convening Extra-ordinary General Meeting (EGM) of members of the Company to be held on Friday, February 14, 2020 at 10.00 am at The Music Academy, Mini Hall, New No. 168 (Old No. 306) , T.T.K Road, Chennai- 600 0146 to transact following matters :-

- 1) Reclassification of Mr. Padmanabhan Mukund and MAPE Securities Pvt Ltd from Promoters to Public-Ordinary Resolution
- 2) Appointment of Mr. Padmanabhan Mukund as Advisor for three years- Ordinary Resolution

FURTHER RESOLVED THAT the draft EGM Notice be and is hereby approved.

FURTHER RESOLVED THAT Mr. P Dinakara Babu, Company Secretary be and is hereby authorized to send notice to all eligible members of the Company and to do all acts, deeds which are required to give effect to this resolution.”

//CERTIFIED TRUE COPY//

IGARASHI MOTORS INDIA LIMITED


P. DINAKARA BABU
COMPANY SECRETARY

// CERTIFIED TRUE COPY //

IGARASHI MOTORS INDIA LIMITED



P. Dinakara Babu
P. DINAKARA BABU
COMPANY SECRETARY

Registered Office : Plot No. B-12 to B-15, Phase II, MEPZ- SEZ, Tambaram, Chennai 600 045

CIN : L29142TN1992PLC021997, Phone : +91-44-42298199/22628199,

e-mail :investorservices@igarashimotors.co.in / website : www.igarashimotors.com

NOTICE

NOTICE is hereby given that an Extraordinary General Meeting ("EGM") of the shareholders of Igarashi Motors India Limited ("the Company") will be held on Friday, February 14, 2020 at 10.00 a.m at The Music Academy, Mini Hall, New No. 168 (Old No. 306) , T.T.K Road, Chennai- 600 014 to transact the following business :-

SPECIAL BUSINESS

1. Reclassification of Promoters

To consider and, if thought fit, to pass, the following resolution **as an Ordinary Resolution:**

"RESOLVED THAT pursuant to the recommendation of the Board and subject to the applicable provisions of Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Including any statutory modifications or re-enactment thereof for the time being in force) and other applicable provisions and subject to necessary approvals from the Securities and Exchange Board of India (SEBI), Stock Exchanges and other appropriate statutory authorities as may be required, consent of the Members be and is hereby accorded for the reclassification of the status of following person/entity (hereinafter individually and jointly referred to as the 'outgoing promoters') from "Promoter" to the "Public" shareholding of the Company :

Name of the Outgoing Promoter	No. of equity shares held as on the date of this Notice	Percentage of shareholding / voting rights
Mr. Padmanabhan Mukund	NIL	NIL
MAPE Securities Private Limited	NIL	NIL

RESOLVED FURTHER THAT in supersession of any provision etc., their special rights, if any, with respect to the Company through formal or informal arrangements including through any shareholders agreements, if any, stand withdrawn/terminated and be null and void, with immediate effect.

RESOLVED FURTHER THAT upon receipt of necessary approval(s) for reclassification/classification for the aforementioned outgoing promoters, the Company shall effect such re-classification/classification in the statement of Shareholding pattern of the Company from the immediate succeeding quarter/half year under Regulation 31 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as applicable, in compliance to Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and other applicable provisions for the time being in force.

RESOLVED FURTHER THAT Mr. R Chandrasekaran, Managing Director and Mr. P Dinakara Babu, Company Secretary of the Company, be and are hereby severally authorised to intimate Stock Exchanges post members approval, and to submit a reclassification application to the Stock Exchanges within the permitted time, and thereby execute all such documents, instruments, papers and writings etc., on behalf of the Company, as may be required from time to time and to do all such acts and deeds as may be necessary to give effect to this resolution."

2. Appointment of Mr. Padmanabhan Mukund as Advisor

To consider and, if thought fit, to pass, the following resolution **as an Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Including any statutory modifications or re-enactment thereof for the time being in force) and other applicable provisions and subject to necessary approvals, if any, from the Securities and Exchange Board of India (SEBI), Stock Exchanges and other appropriate statutory authorities as may be required, consent of the Members be and is hereby accorded for engagement of Mr. Padmanabhan Mukund ("outgoing promoter") as Advisor to Company as set out in explanatory statement for a period of three years, from April 01,2020 or such other date as may be agreed by the Board, and with a liberty to the Board of Directors to finalise terms & conditions including the fee as may be agreed between the Board and Mr. Padmanabhan Mukund from time to time.

RESOLVED FURTHER THAT the Directors of the Company and/or Company Secretary of the Company be and are hereby severally authorized to take such steps as may be deemed necessary for obtaining approvals, statutory, contractual or otherwise as may be deemed necessary, in relation to the above and to settle all matters arising out of and incidental thereto, and generally to do all such acts, deeds, matters and things, including but not limiting to execution of such documents, the power to sub-delegate the said powers to any Committee of the Board, as may be necessary, proper, expedient or incidental to give effect the aforesaid resolution."

Place: Chennai
Date: January 03,2020

By Order of the Board
For Igarashi Motors India Limited

P. Dinakara Babu
Company Secretary
Membership No. A14812

Registered Office :-



Plot No. B-12 to B-15, Phase II, MEPZ- SEZ, Tambaram, Chennai 600 045
CIN : L29142TN1992PLC021997, Phone : +91-44-42298199/22628199,
e-mail :investorservices@igarashimotors.co.in / website : www.igarashimotors.com

Notes:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT EXTRAORDINARY GENERAL MEETING (“EGM” or “MEETING”) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/ HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. IN ORDER TO BE EFFECTIVE, THE INSTRUMENT APPOINTING PROXY, DULY COMPLETED AND SIGNED, MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
2. The instrument appointing Proxy submitted on behalf of limited companies, societies, etc. must be supported by appropriate resolutions/ authority, as applicable. A person can act as proxy on behalf of Members not exceeding 50 and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company, then such proxy shall not act as a proxy for any other person or Member.
3. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 setting out material facts is appended hereto.
4. The notice of EGM is being sent to those members/ beneficial owners whose name appeared in the register of members/ list of beneficiaries received from the depositories as on Friday, January 03, 2020.
5. The material documents referred to in the accompanying Explanatory Statement shall be open for inspection by the members at the Registered Office of the Company on all working days except Saturdays, Sundays and Public Holidays (between 11.00 a.m. and 1.00 p.m.) up to the conclusion of EGM.
6. The Notice of EGM along with Explanatory Statement, e-voting instructions, attendance slip and proxy form are being sent to all the eligible shareholders of the Company whose names appear in the Register of Members / list of Beneficial Owners as received from the National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) or Registrar and Share Transfer Agent (RTA) Cameo Corporate Services Limited No 1, “Suburamanian Building” 5th floor, Club House Road, Chennai 600 002 as on Friday, January 03, 2020 by way of e-mail to members who have registered their e-mail ids with RTA/ Depository Participant. Member(s) whose e-mail id is not registered, are being sent physical copies of the Notice of EGM at their registered address through permitted mode.

In case a Member is desirous of obtaining a printed copy of EGM Notice, he or she may send an e-mail to investor@cameoindia.com (“RTA”) or investorservices@igarashimotors.co.in (“The Company”).

The EGM Notice will be displayed on the website of the Company (www.igarashimotors.com) and of CDSL.
7. Members, who are holding shares in physical form are requested to address all correspondence concerning registration of transmissions or any other share related matters and/or change in address or updation thereof to the Company’s RTA. Members, whose shareholding is in electronic form are requested to direct change of address requests, registration of e-mail address and updation of bank account details to their respective DPs.
8. As per Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to convert their holdings to dematerialized form. Members can contact the Company or Company’s RTA for assistance in this regard.

9. The Securities and Exchange Board of India ("SEBI") has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their DPs with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to submit their PAN to the Company's RTA.
10. The Company has appointed Mr. C Prabhakar, Partner (CP No. 11033, Membership No. A30433) of BP & Associates, Practising Company Secretaries (prabhakar@bpcorpadvisors.com) as Scrutinizer to conduct Physical Voting at the EGM and remote e-voting process in a fair and transparent manner.
11. In compliance with the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide to its members facility to exercise their right to vote on resolutions proposed to be passed in the Meeting by electronic means. The members may cast their votes using an electronic voting system from a place other than the venue of the Meeting ("remote e-voting"). The Company has engaged the services of CDSL as the Agency to provide remote e-voting facility.
12. Since the Company is providing the facility of remote e-voting to the members, there will be no voting by show of hands at the EGM. The facility for ballot (physical voting) will be made available at the Meeting and the members attending the Meeting who have not cast their vote by remote e-voting will be able to vote at the Meeting.
13. The members can opt for only one mode of voting i.e. remote e-voting or physical voting at the meeting. In case of voting by both the modes, vote cast through remote e-voting will be considered final and voting through physical voting at the meeting will not be considered. The members who have cast their vote by remote e-voting may also attend the Meeting.
14. The e-voting detailed instructions are provided in the e-voting instructions, being sent along with the notice of EGM.
15. The e-voting period begins from **10.00 Hrs (IST) on Tuesday, February 11, 2020 till 17.00 Hrs (IST) on, Thursday, February 13, 2020**. During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the close cut-off-date of **Friday, February 07, 2020** may cast their vote electronically. The remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled by CDSL upon expiry of aforesaid period.
16. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on close of the cut-off date i.e. **Friday, February 07, 2020** will only be entitled to avail the facility of remote e-voting or physical voting at the EGM venue. The person who is not a member/beneficial owner on the cut-off date should treat this notice for information purpose only.
17. Any person who becomes member of the Company after dispatch of the Notice of the meeting and holding shares as on the cut-off date i.e. **Friday, February 07, 2020** may participate in physical voting at the EGM or remote e-voting.
18. Members/ proxies/ authorized representatives are requested to bring duly filled admission/ attendance slips sent herewith along with the notice of the EGM to the meeting.
19. Members having any question on any agenda item proposed in the notice of EGM are requested to send their queries at least ten days prior to the date of EGM of the Company at its registered office address to enable the Company to collect the relevant information and redress the queries.

20. Corporate members intending to send their authorized representative(s) to attend the meeting are requested to send to the Company a certified copy of the board resolution/ authority letter/ power of attorney authorizing their representative(s) to attend and vote on their behalf at the meeting.
21. The route map for the EGM Venue is provided at the end of this notice.
22. The instructions for the Shareholders for voting electronically are as under :

INSTRUCTIONS FOR E-VOTING

Members are requested to follow the below mentioned instructions to cast their vote through e-voting:

The voting period begins from **10.00 Hrs (IST) on Tuesday, February 11, 2020 till 17.00 Hrs (IST) on, Thursday, February 13, 2020**. During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the close cut-off-date of **Friday, February 07, 2020** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- i) The shareholders should log on to the e-voting website www.evotingindia.com.
- ii) Click on Shareholders.
- iii) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 characters Alpha-numeric DPID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- iv) Next enter the Image Verification as displayed and Click on Login.
- v) If you are holding shares in Demat form and had logged on to www.evotingindia.com and casted your vote earlier for any company, then your existing password is to be used. If you are a first time user, follow the steps given in the table below.

	For Members holding shares in Demat Form and Physical Form
PAN	<ul style="list-style-type: none"> • Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders). • Members who have not updated their PAN with the Company / Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field as mentioned on the mailing address. • In case the sequence number is less than 8 digits, enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. e.g. if your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	<ul style="list-style-type: none"> • Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the Depository or Company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iii) above.

- vi) After entering these details appropriately, click on "SUBMIT" tab
- vii) Members holding shares in physical form will then reach directly to the EVSN selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- viii) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- ix) Click on EVSN of IGARASHI MOTORS INDIA LIMITED
- x) On the voting page, you will see Resolution Description and against the same, the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xi) Click on the "Resolutions File Link" if you wish to view the Resolution.
- xii) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xiv) You can also take printout of the voting done by you by clicking on "Click here to print" option on the Voting page.
- xv) If you are a Demat account holder and have forgotten your password then enter the User ID and the image verification code as displayed and click on Forgot Password & enter the relevant details as prompted by the system.
- xvi) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

xvii) Note for Corporate Shareholders :

Note for Non-Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

- xviii) In case you have any queries or issues regarding E-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.
- xix) You can opt only one mode of voting i.e. either by Physical Ballot or E-voting. If you are opting for e-voting, then do not vote by Physical Ballot also and vice versa. However, in case shareholders cast their vote by Physical Ballot and e-voting, then voting done through e-voting shall prevail and voting done by Physical Ballot will be treated as invalid.
- xx) The Scrutinizer shall after the conclusion of voting will first count the votes cast and thereafter unblock the votes cast through e-voting in the presence of at least two witnesses who are not in the employment of the Company and shall make, not later than two days of the conclusion of the voting, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or in his absence to Director or Company Secretary of the Company, who shall countersign the same and declare the result of the voting forthwith;
- xxi) The Results along with the Scrutinizers report shall be placed on the website of the Company www.igarashimotors.com and on the notice board of the Company at its registered office immediately after the declaration of results by the Chairman or in his absence by a Director or Company Secretary within 48 hours after the conclusion of EGM. The results shall also be communicated to the Stock Exchanges, BSE Limited(BSE)/National Stock Exchange of India Limited (NSE), Mumbai. The results would also be made available on CDSL's website viz. www.cdslindia.com and stock exchange websites BSE: www.bseindia.com, NSE : www.nseindia.com.

ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

The Explanatory Statement for Item Nos. 1 and 2 of the accompanying Notice is as under:

ITEM NO. 1:- RECLASSIFICATION OF PROMOTERS

Mr. Padmanabhan Mukund and MAPE Securities Private Limited ("Outgoing promoters") are promoters of the Company since August 28, 2013 and July 30, 2015 respectively. Mr. Padmanabhan Mukund divested his stake in the Company on August 28, 2019 in favour of Igarashi Electric Works Ltd, Japan ("Promoter") and Agile Electric Sub Assembly Private Limited ("Promoter Group & Holding Company") as inter-se transfer amongst promoters.

On November 07, 2019, Outgoing Promoters have requested reclassification of their Status as from "Promoter Category" to "Public Category" as per Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and their current holding is given below :-

Name of the Outgoing Promoter	No. of equity shares held as on the date of this Notice	Percentage of shareholding/ voting rights
Mr. Padmanabhan Mukund ^{\$}	NIL	NIL
MAPE Securities Private Limited	NIL	NIL

^{\$} Former Managing Director of the Company until September 30, 2019

It may be further noted that following are the pre-requisite for making application under these regulations i.e. the Outgoing Promoters :

- Does not hold more than 10% of the total voting rights in the Company;
- Does not exercise control over the affairs of the Company directly or indirectly;
- Does not have any special rights with respect to the Company through formal or informal arrangements including through any shareholder agreements;
- Does not represent on the Board of Directors (including not having a nominee Director) of the Company;
- act as a key managerial person in the listed entity;
- Not be a 'wilful defaulter' as per the Reserve Bank of India Guidelines;
- Not be a fugitive economic offender;

It is further informed that the Outgoing Promoters had confirmed that none of them:

- holds any % in the share capital of the Company (either individually or in concert);
- have any direct or indirect control over the affairs of the Company;
- holds any Key Managerial position in the Company;
- have any representations on the Board of Directors in the Company;
- is engaged in any management or day to day affairs of the Company;
- have any influence on the decision taken by the Company;
- have any special right through formal or informal arrangements with the Company;
- declared as wilful defaulter and fugitive economic offender;

At its meeting held on November 14, 2019, the Board considered and approved the request received from outgoing promoters for reclassifying their status as Public.

Members may note that Igarashi Electric Works Limited, Japan ("Ultimate Holding Company") ["continuing Promoter"] is continuing to be the Promoter of the Company along with Agile Electric Sub Assembly Pvt Ltd ("Holding Company") ["Promoter Group Company"] and Igarashi Electric Works (H.K) Ltd, Hong Kong ["Promoter Group Company"]. There is no change in Promoter and Promoter Group current 75% shareholding in the Company in spite of re-classification of outgoing Promoters.

Further, in accordance with Regulation 31A of the Listing Regulations, the re-classification requires the approval of the Stock Exchanges, where the shares of the Company are listed. In terms of the procedure adopted by the Stock Exchange for granting such approval, the Stock Exchange, inter alia, requires that the Company obtain the consent of the Shareholders of the Company for re-classification.

Accordingly, the Board recommends the Resolution No.1 as an Ordinary Resolution for the approval of members. None of Director or Key Managerial Personnel or their relatives is concerned or interested in the said resolution.

ITEM NO. 2:- APPOINTMENT OF Mr. PADMANABHAN MUKUND AS ADVISOR

Mr. Padamanabhan Mukund ("Outgoing Promoter") had been associated with the Company since inception and was Managing Director of the Company for two decades until September 30, 2019.

Having regard to the significant contribution made by Mr. Padamanabhan Mukund to the progress and development of the Company and in order to avail the benefits of his vast experience and expertise in Global Automotive especially DC Motors and Customer Relationship, the Board of Directors at their meeting held on November 14, 2019 approved to appointment of Mr. Padamanabhan Mukund as Advisor for Business Development and Strategic matters for 3 years from April 01, 2020 or such other date on the terms (including fee) as may be agreed from time to time between the Board and Mr. Padamanabhan Mukund subject to the approval of members.

Since, Mr. Padamanabhan Mukund ("Outgoing Promoter") requested for reclassification of status from Promoter to Public is being placed for shareholders approval (Refer Item No. 1 above), the Board of Directors decided voluntarily seek shareholders' approval for appointment of Mr. Padamanabhan Mukund as Advisor for three years.

Upon shareholders' approval, the Company will enter into an Agreement with Mr. Padamanabhan Mukund for availing Advisory Services.

Accordingly, the Board recommends the Resolution No.2 as an Ordinary Resolution for the approval of members. None of Director or Key Managerial Personnel or their relatives is concerned or interested in the said resolution.

Place: Chennai
Date: January 03, 2020

By Order of the Board
For Igarashi Motors India Limited

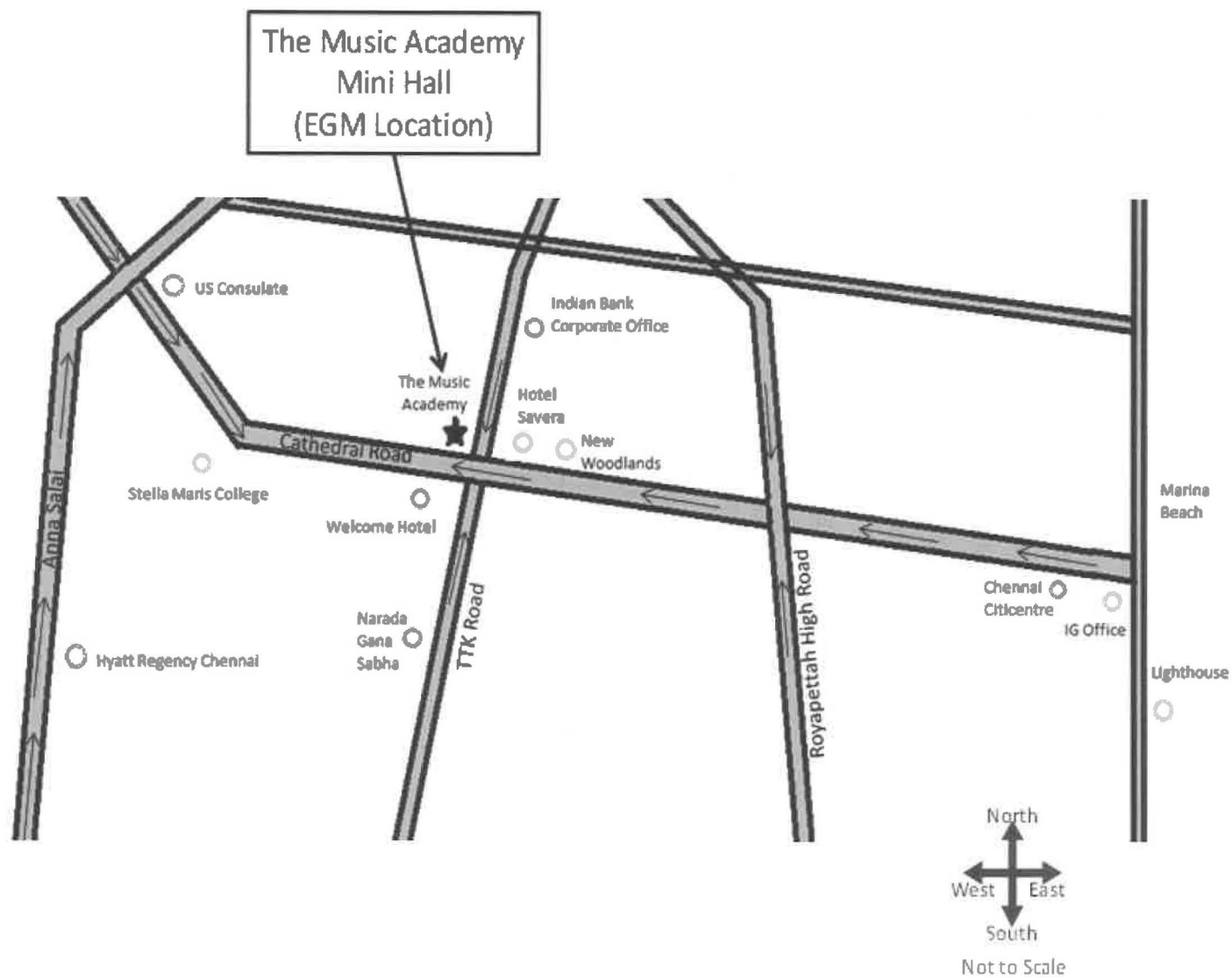
P. Dinakara Babu
Company Secretary
Membership No. A14812

Registered Office :-



Plot No. B-12 to B-15, Phase II, MEPZ- SEZ, Tambaram, Chennai 600 045
CIN : L29142TN1992PLC021997, Phone : +91-44-42298199/22628199,
e-mail :investorservices@igarashimotors.co.in / website : www.igarashimotors.com

ROUTE MAP TO THE EGM VENUE





BP & ASSOCIATES
Company Secretaries

// CERTIFIED TRUE COPY //

IGARASHI MOTORS INDIA LIMITED

P. Dinakaran Babu
P. DINAKARAN BABU
COMPANY SECRETARY

Consolidated Scrutinizer's Report on Remote E-Voting & Poll conducted at the Extra Ordinary General Meeting of IGARASHI MOTORS INDIA LIMITED held on 14th February, 2020

To,
The Chairman/Company Secretary
IGARASHI MOTORS INDIA LIMITED
PLOT NO.B-12,B-15,PHASE-II,MEPZ,TAMBARAM,CHENNAI-45

Dear Sir,

Sub: Passing of Resolution(s) through electronic voting and Poll pursuant to Section 108 & 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended.

I, C. Prabhakar, Partner of BP & Associates, Company Secretaries, Chennai - 83, have been appointed as a Scrutinizer by the Board of Directors at its meeting held on 14th November, 2019 as the Scrutinizer for the Remote E-voting process as well as to scrutinize the "poll", conducted at the venue of the Extra Ordinary General Meeting held on Friday, 14th February, 2020 at 10.00 am at The Music Academy, Mini Hall, New No. 168 (Old No. 306), T.T.K Road, Chennai- 600 014. pursuant to Section 108 & 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. I hereby state that, I am familiar and well versed with the concept of electronic voting system and poll as prescribed under the said Rules.

The Management of the Company is responsible to ensure compliance with the requirements of (i) the Companies Act 2013 and the rules made thereunder and (ii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the Extra ordinary General Meeting.

My responsibility as scrutinizer for the e-voting process and for the poll at the EGM is restricted to make Consolidated scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated below, based on the reports generated from the e-voting system provided by M/s. Central Depository Services India Ltd, the authorized agency engaged by the Company to provide facilities for e-voting and votes casted by the Shareholders via Ballot paper at the meeting venue when Poll conducted.

The E-Voting period begun at 10.00 Hrs (IST) on Tuesday, 11th February, 2020 till 17.00 Hrs (IST) on Thursday, 13th February, 2020. During this period, the shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e., Friday, 07th February, 2020 have cast their vote electronically.

At the venue of the Extra Ordinary General Meeting of the company held on Friday, 14th February, 2020, the Chairman suo motu ordered to conduct the "Poll" by the physical Ballot Forms to those Members present in the meeting but could not earlier participate in the Remote E-voting to record their votes.

On 14th February, 2020, after Poll was conducted at the venue of the EGM - the locked ballot boxes were subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company. Thereafter, the Ballot Forms were entered by me in CDSL E-Voting platform and the votes cast through Remote E-Voting facility was duly unblocked by me as a Scrutinizer in the presence of Ms. Ezhil Govindarajan and Ms. S M Yashika who acted as the witnesses:

Name: Ms. Ezhil Govindarajan

E. Govindarajan

Name: Ms. S M Yashika

S.M. Yashika





BP & ASSOCIATES
Company Secretaries

Thereafter, I as a Scrutinizer duly compiled details of the Remote E-Voting carried out by the Members and the Poll conducted at the venue of the EGM, the details of which are as follows:

Details	Remote E-Voting	Poll Conducted in EGM	Total Voting
Number of members who cast their votes	13	15	28
Total number of Shares held by them	25627444	82	25627526
Valid votes	As per details provided under each one of the Resolution(s) mentioned hereunder.		
Invalid/Abstained Votes	Various as mentioned under each of the Resolution.		

The results of the e-voting together with that of the poll are as under:

Item No - 1 : Special Business

Ordinary Resolution -Reclassification of Promoters

Mode of Voting	Votes in favor of the resolution		Votes against the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	%
e-Voting	25,627,444	100.00%	-	0.00%	-	25,627,444	100.00%
Poll	79	0.00%	3	0.00%	-	82	0.00%
Total	25,627,523	100.00%	3	0.00%	-	25,627,526	100.00%

Based on the aforesaid results, we report that this Ordinary Resolution passed with requisite Majority.

Item No - 2 : Special Business

Ordinary Resolution -Appointment of Mr. Padmanabhan Mukund as Advisor

Mode of Voting	Votes in favor of the resolution		Votes against the resolution		Invalid/ Abstained Votes	Total	
	Nos.	%	Nos.	%		Nos.	%
e-Voting	25,622,777	99.98%	4,667	0.02%	-	25,627,444	100.00%
Poll	79	0.00%	3	0.00%	-	82	0.00%
Total	25,622,856	99.98%	4,670	0.02%	-	25,627,526	100.00%

Based on the aforesaid results, we report that this Ordinary Resolution passed with requisite Majority.

I hereby confirm that I am maintaining the Registers received from the Service Provider both electronically and manually, in respect of the votes cast through e-voting and poll by the shareholders of the Company. I shall be arranging to handover these records to you or other person as authorised by you.

Thanking you,

Yours Faithfully,

BP & Associates | Company Secretaries

C Prabhakar

Partner

C P No: 11033 | M No : 30433

UDIN:A030433A000552724

Place: Chennai | Date: 14th February,2020





BP & ASSOCIATES
Company Secretaries

FORM NO.MGT - 13

Report of Scrutinizer - IGARASHI MOTORS INDIA LIMITED

**[Pursuant to section 109 of the Companies Act, 2013 and Rule 21 (2) of the Companies
(Management and Administration) Rules, 2014]**

To,
The Chairman/Company Secretary
IGARASHI MOTORS INDIA LIMITED
PLOT NO.B-12,B-15,PHASE-II,MEPZ,TAMBARAM,CHENNAI-45

Respected Sir,

I, C. Prabhakar, Partner of BP & Associates, Company Secretaries, Chennai - 83, have been appointed as a Scrutinizer by the Board of Directors at its meeting held on 14th November, 2019 as the Scrutinizer for the purpose of "poll", conducted at the venue of the Extra Ordinary General Meeting held on Friday, 14th February, 2020 at 10.00 A.M at The Music Academy, Mini Hall, New No. 168 (Old No. 306) , T.T.K Road, Chennai- 600 014.

We submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, One Ballot box kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective or if signature of any shareholders did not match with the records have been treated as invalid and kept separately.
3. The votes were unblocked on Friday, the 14th February, 2020 after the meeting in the presence of two witnesses, namely, **Ms. Ezhil Govindarajan** and **Ms. S M Yashika**



BP & ASSOCIATES
Company Secretaries

4. The result of the Poll is as under:

Item No - 1

Ordinary Resolution -Reclassification Promoters

(i) Voted in favour of the Resolution:

Number of members present and voting (in person and proxy)	Number of votes cast by them	% of total number of valid votes cast
12	79	96%

(ii) Voted against the resolution:

Number of members present and voting (in person and proxy)	Number of votes cast by them	% of total number of valid votes cast
3	3	4%

(iii) Invalid Votes:

Number of members present and voting (in person and proxy)	Total number of votes cast by them
0	0

Item - 2

Ordinary Resolution -Appointment of Mr. Padmanabhan Mukund as Advisor

(i) Voted in favour of the Resolution:

Number of members present and voting (in person and proxy)	Number of votes cast by them	% of total number of valid votes cast
12	79	96.34%



BP & ASSOCIATES
Company Secretaries

(iii) Invalid Votes:

Number of members present and voting (in person and proxy)	Total number of votes cast by them
0	0

BP & Associates
Company Secretaries



C Prabhakar
Partner
C P No: 11033 | M No : 30433
UDIN: A030433A000552724
Place: Chennai
Date: 14th February, 2020

EXTRACT OF THE RESOLUTION PASSED AT THE EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF IGARASHI MOTORS INDIA LIMITED ("THE COMPANY") WILL BE HELD ON FRIDAY, FEBRUARY 14, 2020 AT 10.00 A.M AT THE MUSIC ACADEMY, MINI HALL, NEW NO. 168 (OLD NO. 306) , T.T.K ROAD, CHENNAI- 600 014

Special Business – Ordinary Resolution

Sub : Reclassification of Mr. Padamanabhan Mukund and MAPE Securities Pvt Ltd from Promoters to Public category

"RESOLVED THAT pursuant to the recommendation of the Board and subject to the applicable provisions of Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Including any statutory modifications or re-enactment thereof for the time being in force) and other applicable provisions and subject to necessary approvals from the Securities and Exchange Board of India (SEBI), Stock Exchanges and other appropriate statutory authorities as may be required, consent of the Members be and is hereby accorded for the reclassification of the status of following person/entity (hereinafter individually and jointly referred to as the 'outgoing promoters') from "Promoter" to the "Public" shareholding of the Company :

Name of the Outgoing Promoter	No. of equity shares held as on the date of this Notice	Percentage of shareholding / voting rights
Mr. Padmanabhan Mukund	NIL	NIL
MAPE Securities Private Limited	NIL	NIL

RESOLVED FURTHER THAT in supersession of any provision etc., their special rights, if any, with respect to the Company through formal or informal arrangements including through any shareholders agreements, if any, stand withdrawn/terminated and be null and void, with immediate effect.

RESOLVED FURTHER THAT upon receipt of necessary approval(s) for reclassification/classification for the aforementioned outgoing promoters, the Company shall effect such re-classification/classification in the statement of Shareholding pattern of the Company from the immediate succeeding quarter/half year under Regulation 31 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as applicable, in compliance to Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and other applicable provisions for the time being in force.

RESOLVED FURTHER THAT Mr. R Chandrasekaran, Managing Director and Mr. P Dinakara Babu, Company Secretary of the Company, be and are hereby severally authorized to intimate Stock Exchanges post members approval, and to submit a reclassification application to the Stock Exchanges within the permitted time, and thereby execute all such documents, instruments, papers and writings etc., on behalf of the Company, as may be required from time to time and to do all such acts and deeds as may be necessary to give effect to this resolution."

IGARASHI MOTORS INDIA LIMITED

//CERTIFIED TRUE COPY//


P. DINAKARA BABU
 COMPANY SECRETARY

IGARASHI MOTORS INDIA LIMITED

Regd. Off. & Plant 1: Plot B12 to B15, Phase II, MEPZ-SEZ, Tambaram, Chennai - 600 045, India

CIN : L29142TN1992PLC021997 E-mail : igarashi@igarashimotors.co.in

Tel. : +91-44-4229 8199 / 2262 8199 Fax : +91-44-2262 8143

EXTRACT OF THE RESOLUTION PASSED AT THE EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF IGARASHI MOTORS INDIA LIMITED ("THE COMPANY") WILL BE HELD ON FRIDAY, FEBRUARY 14, 2020 AT 10.00 A.M AT THE MUSIC ACADEMY, MINI HALL, NEW NO. 168 (OLD NO. 306) , T.T.K ROAD, CHENNAI- 600 014

Special Business – Ordinary Resolution

Sub : Appointment of Mr. Padmanabhan Mukund as Advisor for three years

"RESOLVED THAT pursuant to the provisions of Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Including any statutory modifications or re-enactment thereof for the time being in force) and other applicable provisions and subject to necessary approvals, if any, from the Securities and Exchange Board of India (SEBI), Stock Exchanges and other appropriate statutory authorities as may be required, consent of the Members be and is hereby accorded for engagement of Mr. Padmanabhan Mukund ("outgoing promoter") as Advisor to Company as set out in explanatory statement for a period of three years, from April 01, 2020 or such other date as may be agreed by the Board, and with a liberty to the Board of Directors to finalise terms & conditions including the fee as may be agreed between the Board and Mr. Padmanabhan Mukund from time to time.

RESOLVED FURTHER THAT the Directors of the Company and/or Company Secretary of the Company be and are hereby severally authorized to take such steps as may be deemed necessary for obtaining approvals, statutory, contractual or otherwise as may be deemed necessary, in relation to the above and to settle all matters arising out of and incidental thereto, and generally to do all such acts, deeds, matters and things, including but not limiting to execution of such documents, the power to sub-delegate the said powers to any Committee of the Board, as may be necessary, proper, expedient or incidental to give effect the aforesaid resolution."

//CERTIFIED TRUE COPY//

IGARASHI MOTORS INDIA LIMITED


P. DINAKARA BABU
COMPANY SECRETARY

February 20, 2020

Bombay Stock Exchange Limited
Corporate Relationship Department
1st Floor, New Trading Ring,
Rotunda Building, P J Towers,
Dalal Street, Fort,
Mumbai 400 001

Dear Sir,

Sub: Pre and Post Reclassification shareholding pattern of the Company-reg.

Ref: Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

I. Pre and Post shareholding pattern of the Igarashi Motors India Limited for Promoter Reclassification

Particulars	Promoter Holdings	%	Public Holdings	%
Pre Shareholding	23,606,288	75	78,68,760	25
Post Shareholding	23,606,288	75	78,68,760	25

This is for your information and records

Thanking You.

Yours Faithfully,
For **IGARASHI MOTORS INDIA LIMITED**


P. Dinakara Babu
Company Secretary

IGARASHI MOTORS INDIA LIMITED

Regd. Off. & Plant 1: Plot B12 to B15, Phase II, MEPZ-SEZ, Tambaram, Chennai - 600 045, India
CIN : L29142TN1992PLC021997 E-mail : igarashi@igarashimotors.co.in
Tel. : +91-44-4229 8199 / 2262 8199 Fax : +91-44-2262 8143

February 20, 2020

Bombay Stock Exchange Limited
Corporate Relationship Department
1st Floor, New Trading Ring,
Rotunda Building, P J Towers,
Dalal Street, Fort,
Mumbai 400 001
Fax [022-22722037, 22722039]
Email [Corp.compliance@bseindia.com]
Stock Code: 517380

Dear Sir,

Sub: Undertaking by the Company Secretary for Reclassification of Mr. Padamanabhan Mukund and MAPE Securities Pvt Ltd from Promoters to Public category-reg

Ref: Regulation 31A (3) (b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations (Listing Regulations), 2015

Dear Sir / Madam,

With relation to our application for reclassification of promoter shareholders, we confirm as under:

1. The application has been filed within 30 days from the date of approval of reclassification of promoters by the shareholders of the company.
2. Outgoing Promoter(s) and persons related to him do not hold more than Ten percent of the total voting rights in the Company.
3. Post reclassification, the Outgoing promoter(s) will not exercise direct or indirect control over the affairs of the Company.
4. All special rights of the Outgoing Promoter(s) which were acquired by virtue of any shareholder agreements have been terminated.
5. Outgoing Promoter(s) will not be represented on the Board of Directors (including a Nominee Director) of the Company for a period of not less than three years from the date of such reclassification.
6. Outgoing Promoter(s) will not act as a key managerial person in the Company for a period of not less than three years from the date of such reclassification.
7. The company, its promoters, its directors are not in violation of the restrictions imposed by SEBI under SEBI circular no. SEBI/HO/ MRD/DSA/CIR/P/2017/92 dated August 01, 2017.
8. That the company or its promoters or whole-time directors are not in violation of the provisions of Regulation 24 of the SEBI Delisting Regulations, 2009.

IGARASHI MOTORS INDIA LIMITED

Regd. Off. & Plant 1: Plot B12 to B15, Phase II, MEPZ-SEZ, Tambaram, Chennai - 600 045, India

CIN : L29142TN1992PLC021997 E-mail : igarashi@igarashimotors.co.in

Tel. : +91-44-4229 8199 / 2262 8199 Fax : +91-44-2262 8143

IGARASHI MOTORS INDIA LIMITED


P. DINAKARA BABU
COMPANY SECRETARY

9. Outgoing Promoter(s) are not a wilful defaulter as per the Reserve Bank of India Guidelines
10. Outgoing Promoter(s) are not a fugitive economic offender.
11. That the company is compliant with the requirement for minimum public shareholding as required under Regulation 38 of SEBI (Listing Obligation and Disclosure Requirement) and the proposed reclassification is not being initiated for achieving the Minimum Public Shareholding.
12. That trading in the shares of the company has not been suspended by the stock Exchanges
13. That the Company does not have any outstanding dues to the SEBI, the Stock Exchanges or Depositories.
14. The company has complied with the disclosure requirements as specified under Reg.31A (8) of Listing Regulations.

This is for your information and records

Thanking You.

Yours Faithfully,
For IGARASHI MOTORS INDIA LIMITED


P. Dinakara Babu
Company Secretary

P Mukund

New 207/2, Old 93/2, TTK Road,
Alwarpet, Chennai- 600018
Tamil Nadu, India

November 07, 2019

To
The Board of Directors
Igarashi Motors India Ltd,
Plot B12 to B15, Phase II, MEPZ-SEZ,
Tambaram, Chennai-45

Dear Sir,

Sub : Request for reclassification of Promoter as Public- reg
Ref : Reg.31A of SEBI LODR ,2015

I have been continuing as Promoter of Igarashi Motors India Limited ("IMIL" or "Company") since August 28, 2013. I hereby confirm that:-

- a) my shareholding NIL (0%) equity shares in the Company;
- b) I have no control on the affairs of the Company either directly or indirectly;
- c) I have no special rights through formal or informal shareholder agreements;
- d) I am not been represented on the Board of Directors (including not having a nominee director) of IMIL
- e) ceased to be Managing Director of the Company from September 30, 2019
- f) I have not been declared as willful defaulter as per RBI Guidelines;
- g) I have not been declared as a fugitive economic offender

In view of the above, request you to kindly approve my reclassification as Public and take necessary steps for obtaining shareholders and Stock Exchanges / SEBI approval for giving effect to my request.

I hereby confirm and undertake that I will comply with SEBI Regulations for a period of 3 years from the date of reclassification as Public.

Look forward to favourable consideration and thank you in advance.

Yours truly,



P Mukund

November 06, 2019

To
The Board of Directors
Igarashi Motors India Ltd,
Plot B12 to B15, Phase II, MEPZ-SEZ,
Tambaram,
Chennai-45

Dear Sir,

Sub: Request for reclassification of Promoter as Public- reg
Ref: Our letter dated July 30, 2015, Reg.31A of SEBI LODR ,2015

Our Company had been continuing as Promoter of Igarashi Motors India Limited ("IMIL") since July 30, 2015. We here hereby confirm that:-

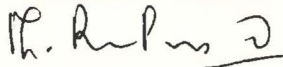
- a) Our Company's shareholding NIL (0%) equity shares in IMIL;
- b) We have no control on the affairs of IMIL either directly or indirectly;
- c) We have no special rights through formal or informal shareholder agreements in IMIL;
- d) We have not been represented on the Board of Directors (including not having a nominee director) of IMIL
- e) Our Company has not been declared as willful defaulter as per RBI Guidelines;

In view of the above, request you to kindly approve our Company reclassification as Public and take necessary steps for obtaining shareholders and Stock Exchanges / SEBI approval for giving effect to our request.

We hereby confirm and undertake that our Company will comply with SEBI Regulations for a period of 3 years from the date of reclassification as Public.

Thanking you,

Yours truly,
For **MAPE Securities Private Limited**



Ramprasad M
Director

Padmanabhan Mukund

New 207/2, Old 93/2, TTK Road,
Alwarpet, Chennai- 600018
Tamil Nadu, India

February 20, 2020

Bombay Stock Exchange Limited
Corporate Relationship Department
1st Floor, New Trading Ring,
Rotunda Building, P J Towers,
Dalal Street, Fort,
Mumbai 400 001

Dear Sir,

Sub: List of persons related to Promoter's seeking reclassification as Public-reg .

Ref: Regulation 2(1) (pp) of SEBI (Listing of Capital and Disclosure Requirements), 2018.

Dear Sir / Madam,

The following list of persons are relative of Mr. Padmanabhan Mukund ("Outgoing Promoter"),

Sl No	Name of Relatives	Nature of Relation	Percentage of Shares held in Igarashi Motors India Ltd	Percentage of Shares held in other Companies
1	Mrs. Prabha Mukund	Wife	NIL	99.99% (Isometric Consultancy Services private Limited)
2	Ms. Ishwarya Mukund	Daughter	NIL	-
3	Ms. Bhavia Mukund	Daughter	NIL	-
4	Mrs. Malathy Padmanabhan	Mother	NIL	-
5	Mrs. Padma Sathish	Sister	NIL	-
6	Mrs. Vadavalli Narayanan	Mother-in-law	NIL	-
7	Mr. Narayanan Ramanujam	Father-in-law	NIL	0.01% (Isometric Consultancy Services private Limited)

This is for your information and records.

Thanking You.

Yours Faithfully,


Padmanabhan Mukund
E-mail ID: mukpra@hotmail.com
Cell No: + 91 9884027828



February 20, 2020

To
 Bombay Stock Exchange Limited
 Corporate Relationship Department
 1st Floor, New Trading Ring,
 Rotunda Building, P J Towers,
 Dalal Street, Fort,
 Mumbai 400 001
 Dear Sir,

Sub: List of persons related to Promoter's seeking reclassification as Public-ref.

Ref: Regulation 2(1) (pp) of SEBI (Listing of Capital and Disclosure Requirements), 2018.

Dear Sir / Madam,

The following lists of persons are relative of Ms. MAPE Securities Private Limited ("Outgoing Promoter"),

Sl No	Name of Relatives	Nature of Relation	Percentage of Shares held in Igarashi Motors India Ltd	Percentage of Shares held in MAPE Securities Pvt Ltd
1	Ms. MAPE Advisory Group Pvt Ltd	Holding Company	NIL	99.99%

This is for your information and records

Thanking You.

Yours Faithfully,
 For MAPE Securities Private Limited

M Ramprasad
 Director
 E-mail ID: ram@mapegroup.com
 Tell No: +91 22 6154 4500

(Annexure IX)

February 20, 2020

Bombay Stock Exchange Limited
 Corporate Relationship Department
 1st Floor, New Trading Ring,
 Rotunda Building, P J Towers,
 Dalal Street, Fort,
Mumbai 400 001

Dear Sir,

Sub: Chronology of Events for Reclassification of Promoter to Public Category-reg

Ref : Regulation 31A of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

S I.No.	Particulars	Date of the Event
1	Receipt of Application by the Promoter to the Company along with requisite undertaking.	07 th November, 2019
2	Submission of intimation of receipt of promoter application by the Company to the Stock Exchanges.	07 th November, 2019
3	Date of Board meeting wherein reclassification matter is considered and approved.	14 th November, 2019
4	Submission of Minutes of the BOD meeting wherein the proposal of the promoter seeking reclassification has been considered.	14 th November, 2019
5	Date of Shareholder Meeting wherein reclassification has been approved.	14 th February, 2020
6	Combined Scrutinizer Voting results Submitted to Stock Exchanges.	14 th February, 2020
7	Submission of reclassification application with the Stock Exchanges.	20 th February, 2020

IGARASHI MOTORS INDIA LIMITED


P. DINAKARA BABU
 COMPANY SECRETARY

IGARASHI MOTORS INDIA LIMITED

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