



INDIA NIPPON ELECTRICALS LIMITED

(All Correspondence to be addressed to Registered Office)

Regd. Office : 11 & 13, Patullos Road,
Chennai - 600 002.
CIN L31901TN1984PLC011021

Tel : +91-44-2846 0073
Fax : +91-44-2846 0631
e-mail : inelcorp@inel.co.in
Web : www.indianippon.com

Ref.:CS/06042019/01

April 6, 2019

The Manager-Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor, Plot no C 1,
G Block, IFB Centre, Bandra Kurla Complex,
Bandra (East), Mumbai 400051
Fax:(22) 26598237/26598238
Scrip: **INDNIPPON**

BSE Ltd
Phiroze Jee Jee Towers
Dalal Street,
Mumbai 400001
Fax: (22) 22721072/22722061
Scrip: **532240**

NEAPS-online filing

BSE Listing Centre (online)

Dear Sir/ Madam,

Sub: Outcome of Board meeting.

Ref. Our communication dated 5th Mar'19 intimating the date of Board meeting as 6th Apr'19 for considering, inter alia, the proposal of payment of second interim dividend for the year 2018-19, intimation of Record Date as 15th March 2019 and closure of Trading window from 23rd Mar'19 to 8th Apr'19.

As required by the Listing Regulations, we furnish below the following particulars:

1.0 **Change in the composition of the Board of Directors of the company:**

1.1 The Board of Directors at their meeting held today, appointed, on the recommendation of the Nomination & Remuneration Committee, Mr Anant Jaivant Talaulicar (DIN:00031051) as Independent Additional Director of the company.

The term of Mr Anant Jaivant Talaulicar as Additional Director will be up to the Annual General Meeting to be held in 2019. His term as Independent Director shall be for a period of 4 years from 6th April 2019, subject to approval of the shareholders in the ensuing AGM.

1.2 The details of appointment of Mr Anant Jaivant Talaulicar as required under SEBI (LODR) Regulation 2015 read with SEBI Circular dated 9th Sep 2015 is attached as **Annexure A & B**.

1.3 We wish to inform you that Mr G Chidambar (DIN 00017015) who was an independent director on the Board of the company, has resigned from directorship of the company with effect from 6th April 2019, as he has decided to retire from active work. A copy of his resignation letter giving reasons for his resignation along with a confirmation that there are no other material reasons is attached as **Annexure C**.



Factory : Hosur - Thali Road, Uliveeranapalli, Hosur - 635 114. Tamil Nadu.
Tel : +91 - 4347 - 233432 to 438 Fax : +91 - 4347 - 233431





INDIA NIPPON ELECTRICALS LIMITED

(All Correspondence to be addressed to Registered Office)

Regd. Office : 11 & 13, Patullos Road,
Chennai - 600 002.
CIN L31901TN1984PLC011021

Tel : +91-44-2846 0073
Fax : +91-44-2846 0631
e-mail : inelcorp@inel.co.in
Web : www.indianippon.com

2.0. **Second Interim Dividend for the year 2018-19:**

2.1. The Board of Directors decided to declare a Second interim dividend of Rs.4/- (Rupees four only) per fully paid up equity share of Rs.5 each, for the financial year 2018-19. On 2,26,21,424 equity shares, this will absorb an amount of Rs.9,04,85,696.

3.0. **Record Date for the payment of Second Interim Dividend for the year 2018-19-intimation under Reg.42 of Listing Regulations:**

As informed vide our letter dated 5th March 2019, the second interim dividend for the year 2018-19 will be paid/ dispatched within the due date to all the shareholders whose names appear in the Register of Members as on 15th April 2019 (Record Date).

4.0 **Extension of Trading Window Closure Period:**

The trading window for dealing in the Company's scrips by the Designated Persons, was already closed from 23rd Mar'19 to 8th Apr'19 (both days inclusive) as intimated vide our letter dated 5th Mar'19, for the purpose of payment of 2nd Interim Dividend for the financial year 2018-19. Pursuant to Clause 4 of the Schedule B of (Prohibition of Insider Trading) Regulations, 2015 (as amended) and as per NSE Circular dated 2nd Apr' 19 (Ref. No. NSE /CML/2019/11), the trading window closure period is extended from 9th Apr' 2019 till 48 hours after the publication of Annual Audited Financial Results for the financial year 2018-19.

5.0 **Time of meeting:**

The meeting of the Board of Directors of the company commenced at 11:00 hrs and concluded at 15:10 hrs.

Please take the above information on record.

Thanking you

Yours sincerely

For India Nippon Electricals Ltd


G VENKATRAM

Company Secretary

Encl: As above



Factory : Hosur - Thali Road, Uliveeranapalli, Hosur - 635 114. Tamil Nadu.
Tel : +91 - 4347 - 233432 to 438 Fax : +91 - 4347 - 233431

Continuation Sheet.....

Annexure A

S no.	Details of events that need to be provided	Information of such events
a)	Reason for change viz., appointment, resignation, removal, death or otherwise	Mr Anant Jaivant Talaulicar has been appointed as an Independent Additional Director, on the recommendation of N&R Committee.
b)	Date of appointment/ cessation (as applicable) and term of appointment	6 th April 2019: Term of appointment: His term of Additional Director will be upto the Annual General Meeting to be held in 2019. His term as Independent Director shall be for a period of 4 years from 6 th April 2019, subject to approval of the shareholders in the ensuing AGM
c)	Brief profile(in case of appointment)	As per Annexure B
d)	Disclosure of relationships between directors (in case of appointment of a director)	Mr Anant Jaivant Talaulicar is not related to any Director(s) of India Nippon Electricals Ltd.
e)	Additional Information as required pursuant to BSE Circular:BSE-LIST/COMP/14/2018-19 dated 20 th Jun'18 and National Stock Exchange of India w.r.t. Circular NSE/CML/2018/24 dated 20thJun'18	Mr Anant Jaivant Talaulicar is not debarred from holding office of director by virtue of any SEBI order or any other authority.



Continuation Sheet.....

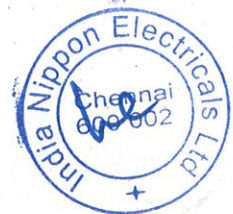
Annexure B

A brief profile of

Mr Anant Jaivant Talaulicar, Independent Director (DIN:00031051)

(SI no.c to Annexure A)

Name	Mr Anant Jaivant Talaulicar
Date of Birth/ Age	11 th July 1961/ 57 yrs.
Educational qualifications	M.E. (Mech)., MBA
Professional qualifications	About 33 years of rich experience (16 years in the U.S.A.) in the Industry from financial analyst, manufacturing engineer, project manager, product manager, strategy manager to Chairman and Managing Director for Cummins Groups India.
Directorships, if any in other companies	Director in Birlasoft Ltd, The Hi-Tech Gears Ltd, Remex Finance Pvt Ltd, KPIT Engineering Ltd, Force Motors Ltd and Partner in Trihans Trading LLP
Key Managerial position(s)	NIL
Membership in Board Committees of other companies	<ul style="list-style-type: none">• Chairman of N&R Committee of Birlasoft Ltd.• Member of Audit Committee of KPIT Engineering Ltd and Birlasoft Ltd.• Member of CSR Committee of Birlasoft Ltd.
Shareholding in the company as of 6 th April 2019	
<ul style="list-style-type: none">• Individually• Held jointly/ through relatives	NIL NIL
Relationship with the Directors of the Company	NIL





Vice President, Cummins Inc. (August 2009 – October 2017)
Chairman and Managing Director – Cummins Group India
Chairman and Managing Director - Cummins India Ltd.
Managing Director – Tata Cummins Pvt. Ltd.
(March 2004 – October 2017)

Chairman – Cummins Technologies India Pvt. Ltd.
Chairman – Valvoline Cummins Pvt. Ltd.
Chairman – Cummins Research & Technology India
Chairman – Cummins Generator Technologies Pvt. Ltd.
(2008 – October 2017)

President, Components Group - Cummins Inc.
(January 2010 to December 2014)

Board Member, KPIT Engineering (erstwhile KPIT Technologies)
(August 2003 – current)

Board Member, Hi-Tech Gears Limited (May 2018 – current)

Board Member, Birlasoft Limited (January 2019 – current)

Board Member, Force Motors Ltd (from Feb 2019)

Member, Board of Trustees, Science & Technology Park (October 2018 – current)

Part Time Executive-In-Residence, S P Jain Institute of Management & Research (June 2018 – current)

Anant Talaulicar is engaged as an advisor to seven companies including one start-up. He is also a part time advisor and lecturer at the S P Jain Institute of Management & Research. Anant was a member of the Cummins Inc. global leadership team from August 2009 till October 2017. He was also the President of the Cummins Inc. Components Group from 2010 through 2014. He was the Chairman and Managing Director of the Cummins Group in India from March 2004 through October 2017. During this timeframe, he also served as the Managing Director of Tata Cummins Pvt. Ltd., a 50:50 joint venture between Cummins Inc. and Tata Motors Limited. He also chaired the boards of four other Cummins legal entities in India.

Talaulicar started his career with Cummins in the U.S. in 1986 as an intern and subsequently held a number of positions both in the United States and in India. He worked in the U.S. for 16 years as financial analyst, manufacturing engineer, project manager, product manager, strategy manager before taking one various general management positions there. He returned to India in March 2003 as Joint Managing Director of Cummins India Limited and was responsible for the Cummins Power Generation and Distribution Businesses in India for a year and then became the Chairman and Managing Director for Cummins India Limited and the other group companies.

Since 2004, Talaulicar has also led the Cummins India Foundation which has implemented sustainable community initiatives such as model villages and higher education. He served as a member of the Confederation of Indian Industry, Society of Indian Automobile Manufacturers and Automobile Components Manufacturers Association.

Talaulicar earned a Bachelor's degree in Mechanical Engineering from Mysore University in India. He received a Master's degree in Engineering from the University of Michigan in 1985 and an MBA from Tulane University in 1987.

G CHIDAMBAR

101A Janakpuri 2nd St.,

Velacherry

Chennai 600042

The Board of Directors,
India Nippon Electricals Ltd
Chennai-2

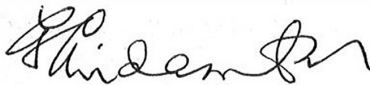
Dear Sirs/ Madam,

I would like to resign from the Directorship including the Committee memberships of India Nippon Electricals Limited (INEL) with effect from 6th April 2019 as I would like to retire from active work. The Board may like to take this on record and inform the authorities concerned. There are no other material reasons other than as mentioned above for my resignation.

I want to convey my deep sense of appreciation and a feeling of gratitude for the regard and consideration which I received from all the Directors and other Officials during the period of my association with the company.

I wish the company all success in the years to come.

With best regards



G CHIDAMBAR

DIN: 00017015

Date: 30th March, 2019

Place: Chennai