

	YUKEN INDIA LIMITED An ISO 9001:2015 Company Manufacturers of Oil Hydraulic Equipment IN COLLABORATION WITH YUKEN KOGYO CO. LTD., JAPAN. CIN: L29150KA1976PLC003017		
Regd. Office:	No. 16-C, Doddanekundi Industrial Area, II Phase, Mahadevapura, Bengaluru – 560 048.	Factory:	PB No. 5, Koppathimmanahalli Village, Malur-Hosur Main Road, Malur Taluk, Kolar District – 563 160.
Phone:	+9197316 10341	Phone :	+91 9845191995
Our Ref No:	YIL/Sec/2025	E-mail:	hmn_rao@yukenindia.com
Date:	28/06/2025	Web:	www.yukenindia.com

To,

The General Manager,
Listing Compliance & Legal Regulatory,
BSE Limited,
PJ Towers, Dalal Street,
Mumbai-400001.
BSE Scrip Code: 522108

The General Manager,
Listing Compliance & Legal Regulatory,
National Stock Exchange of India Limited
Exchange Plaza,
Plot no. C/1, G Block,
Bandra-Kurla Complex,
Bandra (E), Mumbai – 400051
NSE Scrip Code: YUKEN

Dear Sir/Madam,

Sub: Outcome of Postal ballot voting held between 29th May 2025 to 27th June 2025:

Pursuant to the provisions of Regulation 30(4) read with Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please be informed that the postal ballot process conducted between 29th May 2025 and 27th June 2025 for the special business items contained in the Notice of the said postal ballot process has concluded. We are pleased to confirm that the following resolutions have been duly approved by the Shareholders with the requisite majority:

SPECIAL BUSINESS – SPECIAL RESOLUTION:

1. To Re-appoint Mr. C P Rangachar (DIN: 00310893) as the Managing Director of the Company for a Period of 5 (Five) Years with effect from 01st May 2025 :
Approved
2. To Create, Offer, Issue and Allot Equity Shares on Preferential Basis: Approved

Thanking you,
Yours faithfully,

For Yuken India Limited

H M Narasinga Rao
CFO and Compliance officer

27.06.2025

To,
The Chairman
Yuken India Limited,
No. 16-C, Doddanekundi Industrial Area II Phase,
Mahadevapura, Bangalore-560048

Dear Sir,

Sub: Scrutinizer's Report conducted through Postal Ballot pursuant to Section 110 through e-voting pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014 and Rule 22 of the Companies (Management and Administration) Rules, 2014.

I, Abhishek Bharadwaj A B, Practicing Company Secretary (Certificate of Practice No; 13649), had been appointed as the Scrutinizer by the Board of Directors of M/s. Yuken India Limited pursuant to Section 110 through e-voting under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014 and Rule 22 of the Companies (Management and Administration) Rules, for the purpose of scrutinizing the Postal Ballot through e-voting process.

The dispatch of the Postal Ballot Notice dated May 28, 2025 was completed on 28th May 2025 to the Members whose names appeared on the Register of Members as on Benpos Date 23rd May, 2025. The Postal Ballot Notice was sent to the Members in electronic form to the email addresses registered with their Depository Participants.

Subsequent to the issuance of the Notice, the Company found errors/ missing information under Item no. 2 in the Resolution and the Explanatory Statement pursuant to Section 102 and other relevant applicable provisions of the Companies Act, 2013 related to "to Create, Offer, Issue and Allot Equity Shares on Preferential Basis" contained in the Notice.

The company has issued a corrigendum to the postal ballot notice dated 28th May 2025 on 12th June 2025. The same has been published in the Newspapers Financial Express (English daily) and Hosadigantha – (a Kannada daily) on 13th June 2025. Emails have been successfully broadcasted by KFIN Technologies Limited on 12th June 2025.

**Bengaluru: No. 84, Puttanna Road, Conservancy Lane, Gandhi Bazaar, Basavanagudi,
Bangalore - 560004**

Mysuru: No.17, block 1/A Madhuvana layout, Srirampura 2nd stage, Mysuru 570023

As per the corrigendum to the postal ballot notice, the Company has given a window of two days from June 13, 2025 to June 14, 2025, only for the Members of the Company who have already voted on the Resolution No. 2 i.e., "To Create, Offer, Issue and Allot Equity Shares on Preferential Basis" to submit their grievances by email to the Company on suchithra.r@yukenindia.com. In this regard, no grievances were received from any of the members/investors.

E-voting process was made available to the shareholders from Thursday, 29th May 2025 at 9:00 AM (IST) and ended on Friday, 27th June 2025 at 5:00 PM (IST) (both days inclusive)

The votes cast through electronic means were unblocked on 27th June 2025 at 05.00 P.M.

I hereby submit my Report on the postal ballot through e-voting process of the Shareholders of the Company in respect of the below mentioned resolutions:

Total ballots received:

Mode of Voting	Total ballots received	Total Number of Votes
E-voting	60	7586296

Resolution No.1 :-

SPECIAL BUSINESS:

1. TO RE-APPOINT MR. C P RANGACHAR (DIN: 00310893) AS THE MANAGING DIRECTOR OF THE COMPANY FOR A PERIOD OF 5 (FIVE) YEARS WITH EFFECT FROM 01ST MAY 2025:

"RESOLVED THAT subject to Sections 196,197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (the Act, 2013), read with Rule 8 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Articles of Association of the Company, and all other applicable provisions if any, of the Act, or any statutory modifications or re-enactment thereof, as recommended by Nomination and Remuneration Committee, the approval of shareholders be and is hereby accorded for the re-appointment of Mr. C P Rangachar (DIN: 00310893) who has already attained the age of 70 years, as the Managing Director of the Company for a period of 5 (Five) years with effect from 01st May, 2025 and for payment of remuneration for the first 3 (Three) years of his appointment upon such terms and conditions as set out in the explanatory Statement annexed to this Notice."

"RESOLVED FURTHER THAT Mr. C P Rangachar (DIN: 00310893) - Managing Director of the Company shall have substantial powers of management of the affairs of the Company, in accordance with the Articles of Association of the Company, the provisions of the Act, 2013 and the rules made there-under (including any statutory modification(s) or re-enactment thereof, for the time being in force) and such powers and duties that may be vested upon him by the Board, from time to time."

"RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to the above resolutions."

Type of Resolution: **Special Resolution**

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voting.	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast
E-voting	55	7381517	99.9993

(ii) Voted against the Resolution:

Mode of Voting	Number of Members voting.	Number of Votes Cast Against the Resolution	% of total number of valid votes cast
E-voting	4	55	0.0007

(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting		

(iv) Abstained Votes:

Mode of Voting	Number of Members voting.	Number of Votes Cast Against the Resolution	% of total number of valid votes cast
E-voting	1	84400	NA

(v) Less Voted:

Mode of Voting	Number of Members voting.	Number of Votes Cast Against the Resolution	% of total number of valid votes cast
E-voting	NA	120324	NA

Remarks: Thus, the Special resolution has been passed with requisite majority.

Resolution No. 2 :-

2. TO CREATE, OFFER, ISSUE AND ALLOT EQUITY SHARES ON PREFERENTIAL BASIS:

"RESOLVED THAT pursuant to the provisions of Sections 23, 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) ("the Act") and in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, amended from time to time ("ICDR Regulations"), Securities and Exchange Board of India (Substantial Acquisitions and Takeovers) Regulations, 2011, as amended ("Takeover Regulations") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, amended from time to time ("Listing Regulations"), the listing agreements entered into by the Company with stock exchanges where the shares of the Company are listed ("Stock Exchanges"), the applicable provisions of the Foreign Exchange Management Act, 1999, including any amendment(s), statutory modification(s), variation(s) or re-enactment(s) thereof, and the Foreign Exchange Management (Non-debt Instruments) Rules, 2019, as amended and subject to any other rules, regulations, guidelines, notifications, circulars and clarifications issued thereunder from time to time by the Ministry of Corporate Affairs ("MCA"), the Securities and Exchange Board of India ("SEBI"), the Reserve Bank of India ("RBI"), Stock Exchanges and/ or any other competent authorities (hereinafter collectively referred to as

"Regulatory Authorities") from time to time to the extent applicable and the enabling provisions of the Memorandum of Association and Articles of Association of the Company, and subject to such approvals (including regulatory approvals), consents, permissions and sanctions as may be necessary or required and such conditions as may be imposed or prescribed while granting such approvals, consents, permissions and sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to mean and include one or more Committee(s) constituted/to be constituted by the Board to exercise its powers including the powers conferred by this Resolution), the consent and approval of the members of the Company ("Members") be and is hereby accorded to the Board to create, issue, offer and allot on a preferential basis, up to 5,84,000 (Five Lakhs Eighty Four Thousand only) equity shares of the Company having face value of Rs. 10.00 each, at a price of ₹1,026 (One Thousand and Twenty Six only) per equity share ("Issue Price") including premium of ₹ 1,016 (Rupees One Thousand Sixteen Only) each payable in cash, subject to the higher price computed as on relevant date which is not less than the floor price as determined in accordance with Chapter V of the SEBI ICDR Regulations to the proposed allottee for a total consideration of up to ₹59,91,84,000/- (Fifty Nine Crores Ninty One Lakhs And Egihty Four Thousand Only) on preferential allotment basis in such manner and on such other terms and conditions, as the Board may, in its absolute discretion, think fit, to the one of the Promoter of the Company ("Proposed Allottee") as mentioned below ("Preferential Allotment"):

Name, PAN, Category and Address of the Proposed Allottee	Maximum No. of Shares to be allotted
Yuken Kogyo Company Limited PAN: AAACY2897C Category: Promoter Address: 4-4-34, Kamitsuchidanana, Ayase, Kanagawa, 252-1113, Japan	Up to 5,84,000 Equity Shares of ₹10.00 each, at a price of ₹1,026 including premium of ₹ 1,016 (Rupees One Thousand Sixteen Only) per Equity Share aggregating up to ₹59,91,84,000 (Fifty Nine Crores Ninty One Lakhs And Egihty Four Thousand Only)

RESOLVED FURTHER THAT the "Relevant Date" for the purpose of determination of the floor price of the Equity Shares to be issued and allotted as above as per the provisions of Chapter V of the ICDR Regulations and in accordance with the explanation to Regulation 161 of the ICDR Regulations and other applicable laws is Wednesday, May 28, 2025, being the date 30 (Thirty) days prior to the last date for Remote e-Voting for postal ballot (on which date this resolution, if approved by the requisite majority through Postal Ballot, will be deemed to be passed) i.e. Friday, June 27, 2025, to consider the proposed preferential issue.

RESOLVED FURTHER THAT without prejudice to the generality of the above resolution, the issue of the Equity Shares to Proposed Allottee under the Preferential Allotment shall be subject to the following terms and conditions, apart from others, as prescribed under applicable laws:

- The Equity Shares to be issued and allotted shall be fully paid-up and rank *pari-passu* with the existing equity shares of the Company in all respects (including with respect to dividend and voting powers) from the date of allotment thereof, and be subject to the requirements of all applicable laws and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company.
- The price determined above shall be subject to appropriate adjustments as permitted under the ICDR Regulations, rules, regulations and laws, as applicable from time to time.
- The Equity Shares shall be allotted by the Company to the Proposed Allottee in dematerialized form within a period of 15 (Fifteen) days from the date of receipt of Members' approval, provided that, where the issue and allotment of the said Equity Shares is pending on account of pendency of approval of any Regulatory Authority (including, but not limited to National Stock Exchange of India Limited and BSE Limited, and/or SEBI) or the Government of India, the issue and allotment shall be completed within a period of 15 (Fifteen) days from the date of receipt of last of such approvals.
- The Equity Shares to be allotted shall be subject to lock-in for such period as specified in the provisions of Chapter V of the ICDR Regulations and any other applicable law for the time being in force.
- The Equity Shares to be allotted to the Proposed Allottee shall be listed on the Stock Exchanges where the existing equity shares of the Company are listed, subject to the receipt of necessary regulatory permissions and approvals as the case may be.
- The Equity Shares so offered, issued and allotted shall not exceed the number of equity shares as approved herein above.

RESOLVED FURTHER THAT subject to the receipt of such approvals as may be required under applicable law, consent of the Members of the Company is hereby accorded to record the name and details of the Proposed Allottee in Form PAS-5 and the Board be and is hereby authorized to make an offer to the Proposed Allottee through Letter of Offer/ Private Placement Offer Letter cum application letter in Form PAS 4 or such other form as prescribed under the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended containing the terms and conditions ("Offer Document") after passing of this resolution and

receiving any applicable regulatory approvals with a stipulation that the allotment would be made only upon receipt of in-principle approval from the Stock Exchanges i.e., BSE Limited and National Stock Exchange of India Limited, within the timelines prescribed under the applicable laws;

RESOLVED FURTHER THAT the Board be and is hereby authorized to accept any modification(s) in the terms of issue of Equity Shares, subject to the provisions of the Act and the ICDR Regulations, without being required to seek any further consent or approval of the Members.

RESOLVED FURTHER THAT the Board be and is hereby authorized on behalf of the Company to do all such acts, deeds, matters and things as the Board may, in its absolute discretion, deem necessary or desirable for such purpose and for the purpose of giving effect to this resolution, including without limitation to vary, modify or alter any of the relevant terms and conditions, attached to the Equity Shares to be allotted to the Proposed Allottee for effecting any modifications, changes, variations, alterations, additions and/or deletions to the preferential issue as may be required by any regulatory or other authorities or agencies involved in or concerned with the issue of the equity shares, making applications to the stock exchanges for obtaining in-principle approvals, listing of shares and other activities as may be necessary for obtaining listing and trading approvals, filing requisite documents with the Ministry of Corporate Affairs and other regulatory authorities, filing of requisite documents with the depositories, to resolve and settle any questions and difficulties that may arise in the preferential offer, issue and allotment of the Equity Shares, and to take all other steps which may be incidental, consequential, relevant or ancillary in relation to the foregoing without being required to seek any further consent or approval of the Members of the Company, and that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution, and the decision of the Board in relation to the foregoing shall be final and conclusive.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of its powers conferred upon it by these resolutions, as it may deem fit in its absolute discretion, to any Committee of the Board or to any one or more directors, officer(s) or authorized signatory(ies) including execution of any documents on behalf of the Company and to represent the Company before any governmental or regulatory authorities, and to appoint any professional advisors, bankers, consultants and advocates to give effect to this resolution and further to take all others steps which may be incidental, consequential, relevant or ancillary in this regard.

RESOLVED FURTHER THAT all actions taken by the Board or committee(s) duly constituted for this purpose in connection with any matter(s) referred to or contemplated in the foregoing

resolution be and are hereby approved, ratified and confirmed in all respects. By the Order of Board of Directors”

Type of Resolution: **Special Resolution**

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voting.	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast
E-voting	55	1665917	99.9967

(ii) Voted against the Resolution:

Mode of Voting	Number of Members voting.	Number of Votes Cast Against the Resolution	% of total number of valid votes cast
E-voting	4	55	0.0033

(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting		

(iv) Abstained Votes:

Mode of Voting	Number of Members voting.	Number of Votes Cast Against the Resolution	% of total number of valid votes cast
E-voting	1	5800000	

(v) Less Voted:

Mode of Voting	Number of Members voting.	Number of Votes Cast Against the Resolution	% of total number of valid votes cast
E-voting	NA	120324	

Remarks: Thus, the Special resolution has been passed with requisite majority.

The register, all other papers and relevant records relating to electronic voting has been handed over to the Company Secretary for safekeeping.

Thanking You,

Yours faithfully,

For AAA & Co, Company Secretaries

Abhishek Bharadwaj A B
Practicing Company Secretary
FCS 8908 COP: 13649

UDIN: F008908G000672551

Place: Mysuru
Date: 27.06.2025