

HONDA CARS INDIA LIMITED

TRANSCRIPT OF THE 26TH ANNUAL GENERAL MEETING OF HONDA CARS INDIA LIMITED HELD ON FRIDAY, 20TH AUGUST, 2021 AT 3.00 PM IST IN THE BOARD ROOM AT THE REGISTERED OFFICE OF THE COMPANY AT PLOT NO. A-1, SECTOR 40/41, SURAJPUR KASNA ROAD, GREATER NOIDA INDUSTRIAL DEVELOPMENT AREA, DIST. GAUTAM BUDHA NAGAR, UTTAR PRADESH – 201306 ALONG WITH AN OPTION TO ATTEND THROUGH VIDEO CONFERENCING (“VC”)/ OTHER AUDIO VISUAL MEANS (“OAVM”).

Mr. Sanjeev Aery:

A very warm welcome to the Members, Directors and Auditor present at the 26th Annual General Meeting of Honda Cars India Limited being held here today, the 20th August, 2021.

In today's meeting, there are 11 agenda items, we'll take each one by one.

In accordance with Article 69 of the Articles of Association of the Company, the Chairman of the Board shall preside at every General Meeting of the Company, including the Annual General Meetings.

I, therefore, request Gaku San, Chairman of the Board to preside over the 26th Annual General Meeting of Members of the Company.

Further, as required under Section 103 of the Companies Act, 2013 and Article 66 of the Articles of Association of the Company, the quorum of five Members is present here in the meeting.

Therefore, the meeting can be convened.

I would request Gaku San to take the proceedings further.

Mr. Gaku Nakanishi:

With the consent of Members present, I take the Notice of the Meeting & Directors' Report as read.

Now, I advise Aery San, authorized by the Board of Directors to call out the agenda items as per the Notice, to be taken up for approval by the Members.

Mr. Sanjeev Aery:

Thank You Sir.

Now, we move to Agenda Item No. 1 of the Notice regarding Adoption of Audited Financial Statement (including Consolidated Financial Statements) for the year ended 31st March, 2021 together with the Reports of Directors' and Auditor's thereon is proposed to the Members for their approval.

Before proceeding for approval of this item, I would request Mr. Sameer Jain, Asst. Vice President – Business Management, to make a presentation to the Members and Directors present at the meeting, about the Financial Statements for the year ended 31st March, 2021 and Auditor's Report thereon.

Sameer San to please proceed further.

Mr. Sameer Jain

Good afternoon everyone, so for the benefit of all Directors & Members, I am presenting the annual accounts.

Sameer San made the presentation.

Mr. Sanjeev Aery:

Thank You Sameer San.

May I request Chairman Sir to kindly proceed for transacting the business listed at item no. 1.

Mr. Gaku Nakanishi:

I propose Resolution on item no. 1 to be passed as an Ordinary Resolution and would request some other Member to second the same.

Mr. Hidenori Ashikawa:

I second.

Mr. Gaku Nakanishi:

Now I put the Resolution for voting by show of hands. Those in favor may please raise their hands.

All Members

Passed the resolution unanimously by raising their hands

Mr. Gaku Nakanishi:

I declare Resolution on item no. 1 as passed.

Since, the next agenda item relates to me,
I request Miyamoto San to act as Chairman for this item.

Mr. Sanjeev Aery:

Thank You Sir.

So, next agenda Item No. 2 of the Notice for re-appointing Mr. Gaku Nakanishi, Director, who retires by rotation at this AGM and who being eligible has offered himself for re-appointment, as a Director on the Board of the Company is proposed to the Members for their approval.

May I request Chairman Sir to kindly proceed for transacting the business listed at item no. 2.

Miyamoto San, please.

Mr. Shinya Miyamoto

I request Members to propose & second the Resolution on item no. 2, to be passed as an Ordinary Resolution.

Mr. Akira Osaki

I propose the Resolution.

Mr. Masaaki Morita

I second.

Mr. Shinya Miyamoto (Chairman)

Now I put the Resolution for voting by show of hands. Those in favor may please raise their hands.

All Members

Passed the resolution unanimously by raising their hands.

Mr. Shinya Miyamoto (Chairman)

I declare Resolution on item no. 2 as passed.

Mr. Sanjeev Aery:

Thank You Sir.

Now, Gaku San to resume as the Chairman.

Now, we come to Item No. 3 of the Notice for re-appointing Mr. Satoshi Kato, Director, who retires by rotation at this AGM and who being eligible has offered himself for re-appointment, as a Director on the Board of the Company is proposed to the Members for their approval.

May I request Chairman Sir to kindly proceed for transacting the business listed at item no. 3.

Gaku San, please.

Mr. Gaku Nakanishi:

I request Members to propose & second the Resolution on item no. 3, to be passed as an Ordinary Resolution.

Mr. Hidenori Ashikawa:

I propose the Resolution.

Mr. Shinya Miyamoto

I second.

Mr. Gaku Nakanishi:

Now I put the Resolution for voting by show of hands. Those in favor may please raise their hands.

All Members

Passed the resolution unanimously by raising their hands.

Mr. Gaku Nakanishi:

I declare Resolution on item no. 3 as passed.

Mr. Sanjeev Aery:

Thank You Sir.

Now, we come to Item No. 4 of the Notice for the appointment of Mr. Shinya Miyamoto, who was appointed as an Additional Director by the Board, as Director of the Company is proposed to the Members for their approval.

May I request Chairman Sir to kindly proceed for transacting the business listed at item no. 4.

Gaku San, please.

Mr. Gaku Nakanishi:

I request Members to propose & second the Resolution on item no. 4, to be passed as an Ordinary Resolution.

Mr. Akira Osaki

I propose the Resolution.

Mr. Masaaki Morita

I Second.

Mr. Gaku Nakanishi:

Now I put the Resolution for voting by show of hands. Those in favor may please raise their hands.

All Members

Passed the resolution unanimously by raising their hands.

Mr. Gaku Nakanishi:

I declare Resolution on item no. 4 as passed.

Mr. Sanjeev Aery:

Thank You Sir

Now we come to Item No. 5 of the Notice for the appointment of Mr. Akira Osaki, who was appointed as an Additional Director by the Board, as Director of the Company is proposed to the Members for their approval.

May I request Chairman Sir to kindly proceed for transacting the business listed at item no. 5.

Gaku San, Please.

Mr. Gaku Nakanishi:

I request Members to propose & second the Resolution on item no. 5, to be passed as an Ordinary Resolution.

Mr. Hidenori Ashikawa:

I propose the Resolution.

Mr. Shinya Miyamoto

I second.

Mr. Gaku Nakanishi:

Now I put the Resolution for voting by show of hands. Those in favor may please raise their hands.

All Members

Passed the resolution unanimously by raising their hands

Mr. Gaku Nakanishi:

I declare Resolution on item no. 5 as passed.

Since, the next agenda item relates to me,
I request Mr. Shinya Miyamoto to act as Chairman for this item.

Mr. Sanjeev Aery:

Thank You Sir

Now, we come to Item no. 6 of the Notice for payment of remuneration to Mr. Gaku Nakanishi, President & CEO for the period from 1st April, 2021 to 31st March, 2022 is proposed to the Members for their approval.

May I request Chairman Sir to kindly proceed for transacting the business listed at item no. 6.

Miyamoto San, please.

Mr. Shinya Miyamoto

I request Members to propose & second the Resolution on item no. 6, to be passed as a Special Resolution.

Mr. Akira Osaki

I propose the Resolution.

Mr. Hidenori Ashikawa:

I second.

Mr. Shinya Miyamoto

Now I put the Resolution for voting by show of hands. Those in favor may please raise their hands.

All Members

Passed the resolution unanimously by raising their hands

Mr. Shinya Miyamoto

I declare Resolution on item no. 6 as passed.

Mr. Sanjeev Aery:

Thank You Sir.

Now, I request Gaku San to resume as the Chairman.

Now, we come to Item no. 7 of the Notice for payment of remuneration to Mr. Masaaki Morita, Sr. Vice President & Director (Manufacturing) for the period from 1st April, 2021 to 31st March, 2022 is proposed to the Members for their approval.

May I request Chairman Sir to kindly proceed for transacting the business listed at item no. 7.

Gaku San, please.

Mr. Gaku Nakanishi:

I request Members to propose & second the Resolution on item no. 7, to be passed as a Special Resolution.

Mr. Hidenori Ashikawa:

I propose the Resolution.

Mr. Shinya Miyamoto

I second.

Mr. Gaku Nakanishi:

Now I put the Resolution for voting by show of hands. Those in favor may please raise their hands.

All Members

Passed the resolution unanimously by raising their hands

Mr. Gaku Nakanishi:

I declare Resolution on item no. 7 as passed.

Mr. Sanjeev Aery:

Thank You Sir.

Now, we come to Item no. 8 of the Notice for payment of remuneration to Mr. Hidenori Ashikawa, Director & CFO for the period from 1st April, 2021 to 31st March, 2022 is proposed to the Members for their approval.

May I request Chairman Sir to kindly proceed for transacting the business listed at item no. 8.

Gaku San, please.

Mr. Gaku Nakanishi:

I request Members to propose & second the Resolution on item no. 8, to be passed as a Special Resolution.

Mr. Shinya Miyamoto

I propose the Resolution.

Mr. Masaaki Morita

I Second.

Mr. Gaku Nakanishi:

Now I put the Resolution for voting by show of hands. Those in favor may please raise their hands.

All Members

Passed the resolution unanimously by raising their hands

Mr. Gaku Nakanishi:

I declare Resolution on item no. 8 as passed.

Mr. Sanjeev Aery:

Thank You Sir.

Now, we come to Item no. 9 of the Notice for payment of remuneration to Mr. Praveen Paranjape, Sr. Vice President & Director (Corporate Affairs and Associate Relations) for the period from 1st April, 2021 to 31st March, 2022 is proposed to the Members for their approval.

May I request Chairman Sir to kindly proceed for transacting the business listed at item no. 9. Gaku San, please.

Mr. Gaku Nakanishi:

I request Members to propose & second the Resolution on item no. 9, to be passed as a Special Resolution.

Mr. Akira Osaki

I propose the Resolution.

Mr. Shinya Miyamoto

I Second.

Mr. Gaku Nakanishi:

Now I put the Resolution for voting by show of hands. Those in favor may please raise their hands.

All Members

Passed the resolution unanimously by raising their hands

Mr. Gaku Nakanishi:

I declare Resolution on item no. 9 as passed.

Mr. Sanjeev Aery:

Thank You Sir.

Now, we come to Item no. 10 of the Notice for payment of remuneration of Mr. Rajesh Goel as Sr. Vice President & Director (Marketing & Sales) for the period from 1st April, 2021 to 31st March, 2022 is proposed to the Members for their approval.

May I request Chairman Sir to kindly proceed for transacting the business listed at item no. 10.

Gaku San, please.

Mr. Gaku Nakanishi:

I request Members to propose & second the Resolution on item no. 10, to be passed as a Special Resolution.

Mr. Hidenori Ashikawa:

I propose the Resolution.

Mr. Shinya Miyamoto

I second.

Mr. Gaku Nakanishi:

Now I put the Resolution for voting by show of hands. Those in favor may please raise their hands.

All Members

Passed the resolution unanimously by raising their hands

Mr. Gaku Nakanishi:

I declare Resolution on item no. 10 as passed.

Mr. Sanjeev Aery:

Thank You Sir.

Now last item no. 11 is proposed to the Members for ratification of the remuneration payable to M/s. Jitender, Navneet & Co., Cost Accountants as Cost Auditors of the Company for the financial year 2021-22 as approved in the Board Meeting held on 30th June, 2021.

May I request Chairman Sir to kindly proceed for transacting the business listed at item no. 11.

Gaku San, please.

Mr. Gaku Nakanishi:

I request Members to propose & second the Resolution on item no. 11, to be passed as an Ordinary Resolution.

Mr. Akira Osaki

I propose the Resolution.

Mr. Hidenori Ashikawa:

I second.

Mr. Gaku Nakanishi:

Now I put the Resolution for voting by show of hands. Those in favor may please raise their hands.

All Members

Passed the resolution unanimously by raising their hands

Mr. Gaku Nakanishi:

I declare Resolution on item no. 11 as passed.

Mr. Sanjeev Aery:

Thank You Sir.

There being no other business on the agenda to be transacted, the Meeting stands closed.
I extend a warm vote of thanks to the Members, Directors and Auditors for attending the 26th Annual General Meeting of the Company.

Thank you so much everybody for the participation.

Mr. Gaku Nakanishi:

Thank you so much everybody.