

MSIL: COS: NSE&BSE: 2020

28th August, 2020

Vice President National Stock Exchange of India Limited "Exchange Plaza", Bandra – Kurla Complex Bandra (E) Mumbai – 400 051 General Manager Department of Corporate Services BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai – 400 001

SUB: Submission of Voting Results of the 39th Annual General Meeting of the Company with Scrutinizer's Report

Dear Sir,

The Annual General Meeting of the Company was held on 26th August, 2020 for which the Company had provided the remote e-voting facility to its shareholders. The shareholders also voted through instapoll at the meeting.

Please find enclosed herewith the voting results (as per the format prescribed) under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the consolidated report of Scrutinizer on remote e-voting and through instapoll at the Annual General Meeting.

Kindly take the same on record.

Thanking you,

Yours truly,

For Maruti Suzuki India Limited

Sanjeev Grover Vice President & Company Secretary

Encl.: As above

MARUTI SUZUKI INDIA LIMITED

Head Office:

Maruti Suzuki India Limited,

1, Nelson Mandela Road, Vasant Kunj,

New Delhi - 110070, India.

Tel: 011-46781000, Fax: 011-46150275/46150276

E-mail id: contact@maruti.co.in, www.marutisuzuki.com

Gurgaon Plant:

Maruti Suzuki India Limited,

Old Palam Gurgaon Road,

Gurgaon - 122015, Haryana, India.

Tel: 0124-2346721, Fax: 0124-2341304

Manesar Plant:

Maruti Suzuki India Limited,

Plot No.1, Phase - 3A, IMT Manesar,

Gurgaon - 122051, Haryana, India.

Tel: 0124-4884000, Fax: 0124-4884199

| | MARUTI SUZUKI INDIA LTD |
|---|-------------------------|
| Date of the AGM/EGM | 26-08-2020 |
| Total number of shareholders on record date | 407921 |
| No. of shareholders present in the meeting either in person or through proxy: | |
| Promoters and Promoter Group: | Not Applicable |
| Public: | Not Applicable |
| No. of Shareholders attended the meeting through Video Conferencing | |
| Promoters and Promoter Group: | 1 |
| Public: | 180 |

| Resolution No. | 1 | | | | | | | |
|--|--------------------|----------------------|---------------------|----------------------|----------------------|-----------------------|-----------------------|--------------------|
| | ORDINARY -To red | ceive, consider and | adopt the audited | financial statements | (including the cons | solidated financial s | statements) of the C | company for the |
| | year ended 31 Ma | arch, 2020 including | the audited Balan | ce Sheet as at 31 Ma | rch, 2020, the state | ement of Profit and | l Loss for the year e | nded on that date |
| Resolution required: (Ordinary/ Special) | and the reports of | f the Board of Direc | tors and Auditors t | hereon | | | | |
| Whether promoter/ promoter group are | | | | | | | | |
| interested in the agenda/resolution? | No | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |
| | | | | % of Votes Polled | | | % of Votes in | |
| | | | | on outstanding | | | favour on votes | % of Votes against |
| | | | No. of votes | | No. of Votes – in | | polled | on votes polled |
| Category | Mode of Voting | held (1) | polled (2) | () () () | favour (4) | against (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| | E-Voting | <u> </u> | 169,999,440 | 100.0000 | 169,999,440 | 0 | 100.0000 | |
| | Poll | 169.999.440 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if | 103,333,110 | | | | | | |
| Promoter and Promoter Group | applicable) | | 0 | 0.0000 | - | 0 | 0.0000 | 0.0000 |
| | Total | | 169,999,440 | 100.0000 | 169,999,440 | 0 | 100.0000 | 0.0000 |
| | E-Voting | <u>]</u> , | 95,600,943 | 86.0827 | 95,573,213 | 27,730 | 99.9710 | 0.0289 |
| | Poll | 111,232,514 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if | 111,232,314 | | | | | | |
| Public- Institutions | applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 95,600,943 | 86.0827 | 95,573,213 | 27,730 | 99.9710 | 0.0290 |
| | E-Voting | <u>]</u> , | 5,002,087 | 23.9930 | 5,001,655 | 432 | 99.9913 | |
| | Poll | 20,848,106 | 425 | 0.0020 | 363 | 62 | 85.4117 | 14.5882 |
| | Postal Ballot (if | 20,010,100 | | | | | | |
| Public- Non Institutions | applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 5,002,512 | 23.995 | 5,002,018 | 494 | 99.9901 | 0.0099 |
| | Total | 302,080,060 | 270,602,895 | 89.5799 | 270,574,671 | 28,224 | 99.9896 | 0.0104 |



| Resolution No. | 2 | | | | | | | | | | |
|--|-------------------|--|--------------|--------------------|-------------------|----------------|-------------------|--------------------|--|--|--|
| Resolution required: (Ordinary/ Special) | ORDINARY - To de | RDINARY - To declare dividend on equity shares of the Company. | | | | | | | | | |
| Whether promoter/ promoter group are | | | | | | | | | | | |
| interested in the agenda/resolution? | No | | | | | | | | | | |
| | | | | | | | | | | | |
| | | | | | | | | | | | |
| | | | | % of Votes Polled | | | % of Votes in | | | | |
| | | | | on outstanding | | | favour on votes | % of Votes against | | | |
| | | No. of shares | No. of votes | shares | No. of Votes – in | No. of Votes – | polled | on votes polled | | | |
| Category | Mode of Voting | held (1) | polled (2) | (3)=[(2)/(1)]* 100 | favour (4) | against (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 | | | |
| | E-Voting | | 169,999,440 | 100.0000 | 169,999,440 | 0 | 100.0000 | 0.0000 | | | |
| | Poll | 169,999,440 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | | | |
| | Postal Ballot (if | 169,999,440 | | | | | | | | | |
| Promoter and Promoter Group | applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | | | |
| | Total | | 169,999,440 | 100.0000 | 169,999,440 | 0 | 100.0000 | 0.0000 | | | |
| | E-Voting | | 96,259,052 | 86.6744 | 95,048,291 | 1,210,761 | 98.7441 | 1.2558 | | | |
| | Poll | 111,232,514 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | | | |
| | Postal Ballot (if | 111,232,514 | | | | | | | | | |
| Public- Institutions | applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | | | |
| | Total | | 96,259,052 | 86.6744 | 95,048,291 | 1,210,761 | 98.7422 | 1.2578 | | | |
| | E-Voting | | 5,927,949 | 28.4340 | 5,927,523 | 426 | 99.9928 | 0.0071 | | | |
| | Poll | 20 949 106 | 437 | 0.0021 | 375 | 62 | 85.8123 | 14.1876 | | | |
| | Postal Ballot (if | 20,848,106 | | | | | | | | | |
| Public- Non Institutions | applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | | | |
| | Total | | 5,928,386 | 28.4361 | 5,927,898 | 488 | 99.9918 | 0.0082 | | | |
| | Total | 302,080,060 | 272,186,878 | 90.1042 | 270,975,629 | 1,211,249 | 99.5550 | 0.4450 | | | |

| Resolution No. | 3 | | | | | | | |
|--|-------------------------------|---------------------|---------------------|---------------------|---------------------|--------------------|-------------------------|--------------------|
| Resolution required: (Ordinary/ Special) | ORDINARY - To ap appointment. | point a director in | place of Mr. Kenich | i Ayukawa (DIN 0226 | 62755), who retires | by rotation and be | eing eligible, offers h | nimself for re- |
| Whether promoter/ promoter group are | | | | | | | | |
| interested in the agenda/resolution? | No | | | | | | | |
| | | | | | | | | |
| | | | | % of Votes Polled | | | % of Votes in | |
| | | | | on outstanding | | | favour on votes | % of Votes against |
| | | No. of shares | No. of votes | shares | No. of Votes – in | No. of Votes – | polled | on votes polled |
| Category | Mode of Voting | held (1) | polled (2) | (3)=[(2)/(1)]* 100 | favour (4) | against (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| | E-Voting | | 169,999,440 | 100.0000 | 169,999,440 | 0 | 100.0000 | 0.0000 |



| | Poll | 169,999,440 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
|-----------------------------|-------------------|-------------|-------------|----------|-------------|-----------|----------|---------|
| | Postal Ballot (if | 109,999,440 | | | | | | |
| Promoter and Promoter Group | applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 169,999,440 | 100.0000 | 169,999,440 | 0 | 100.0000 | 0.0000 |
| | E-Voting | | 96,195,416 | 86.6172 | 86,598,800 | 9,596,616 | 90.0202 | 9.9797 |
| | Poll | 111,232,514 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if | 111,232,314 | | | | | | |
| Public- Institutions | applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 96,195,416 | 86.6172 | 86,598,800 | 9,596,616 | 90.0238 | 9.9762 |
| | E-Voting | | 5,927,865 | 28.4336 | 5,927,427 | 438 | 99.9926 | 0.0073 |
| | Poll | 20,848,106 | 437 | 0.0021 | 375 | 62 | 85.8123 | 14.1876 |
| | Postal Ballot (if | 20,040,100 | | | | | | |
| Public- Non Institutions | applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 5,928,302 | 28.4357 | 5,927,802 | 500 | 99.9916 | 0.0084 |
| | Total | 302,080,060 | 272,123,158 | 90.0831 | 262,526,042 | 9,597,116 | 96.4732 | 3.5268 |

| Resolution No. | 4 | | | | | | | |
|--|-------------------------------|----------------------|---------------------|-----------------------|--------------------|----------------------|-------------------------------|---------------------|
| Resolution required: (Ordinary/ Special) | ORDINARY - To ap appointment. | ppoint a director in | place of Mr. Takahi | ko Hashimoto (DIN (|)8506746), who ret | ires by rotation and | d being eligible, offe | ers himself for re- |
| Whether promoter/ promoter group are | | | | | | | | |
| interested in the agenda/resolution? | No | | | | | | | |
| | | | | | | | | |
| | | | | % of Votes Polled | | | % of Votes in favour on votes | % of Votes against |
| | | No. of shares | No. of votes | on outstanding shares | No. of Votes – in | | polled | on votes polled |
| Category | Mode of Voting | | polled (2) | | favour (4) | | l' | (7)=[(5)/(2)]*100 |
| | E-Voting | (2) | 169,999,440 | | | | 100.0000 | |
| | Poll | | 0 | 0.0000 | | 0 | 0.0000 | |
| | Postal Ballot (if | 169,999,440 | | | | | | |
| Promoter and Promoter Group | applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 169,999,440 | 100.0000 | 169,999,440 | 0 | 100.0000 | 0.0000 |
| | E-Voting | | 96,195,416 | 86.6172 | 91,255,759 | 4,939,657 | 94.8537 | 5.1462 |
| | Poll | 111,232,514 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if | 111,232,314 | | | | | | |
| Public- Institutions | applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 96,195,416 | 86.6172 | 91,255,759 | 4,939,657 | 94.8650 | 5.1350 |
| | E-Voting |] | 5,927,865 | 28.4336 | 5,927,426 | 439 | 99.9925 | 0.0074 |



| | Poll | 20,848,106 | 437 | 0.0021 | 375 | 62 | 85.8123 | 14.1876 |
|--------------------------|-------------------|-------------|-------------|---------|-------------|-----------|---------|---------|
| | Postal Ballot (if | 20,646,100 | | | | | | |
| Public- Non Institutions | applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 5,928,302 | 28.4357 | 5,927,801 | 501 | 99.9915 | 0.0085 |
| | Total | 302,080,060 | 272,123,158 | 90.0831 | 267,183,000 | 4,940,158 | 98.1846 | 1.8154 |

| Resolution No. | 5 | | | | | | | |
|--|-------------------|---------------------|------------------|----------------------|--------------------|---------------------|--------------------|--------------------|
| | | | | | | | | |
| Resolution required: (Ordinary/ Special) | ORDINARY - To ap | point Mr. Kenichiro | Toyofuku (DIN 08 | 619076) as a Directo | r and Whole-time [| Director designated | as Director (Corpo | rate Planning). |
| Whether promoter/ promoter group are | | | | | | | | |
| interested in the agenda/resolution? | No | | | | | | | |
| | | | | | | | | |
| | | | | | | | | |
| | | | | % of Votes Polled | | | % of Votes in | |
| | | | | on outstanding | | | favour on votes | % of Votes against |
| | | | No. of votes | | | | polled | on votes polled |
| Category | Mode of Voting | held (1) | polled (2) | (3)=[(2)/(1)]* 100 | favour (4) | against (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| | E-Voting | <u> </u> | 169,999,440 | 100.0000 | 169,999,440 | 0 | 100.0000 | |
| | Poll | 169,999,440 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if | 103,333,110 | | | | | | |
| Promoter and Promoter Group | applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 169,999,440 | 100.0000 | 169,999,440 | 0 | 100.0000 | |
| | E-Voting | <u> </u> | 96,195,416 | 86.6172 | 91,381,524 | 4,813,892 | 94.9842 | 5.0157 |
| | Poll | 111,232,514 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if | 111,232,314 | | | | | | |
| Public- Institutions | applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 96,195,416 | 86.6172 | 91,381,524 | 4,813,892 | 94.9957 | 5.0043 |
| | E-Voting | | 5,690,315 | 27.2942 | 5,689,883 | 432 | 99.9924 | 0.0075 |
| | Poll | 20,848,106 | 425 | 0.0020 | 363 | 62 | 85.4117 | 14.5882 |
| | Postal Ballot (if | 20,040,100 | | | | | | |
| Public- Non Institutions | applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 5,690,740 | 27.2962 | 5,690,246 | 494 | 99.9913 | 0.0087 |
| | Total | 302,080,060 | 271,885,596 | 90.0045 | 267,071,210 | 4,814,386 | 98.2293 | 1.7707 |

| Resolution No. | 6 | | | | | | |
|--|-------------------|------------------|--------------------|----------------------|---------------|--|--|
| Resolution required: (Ordinary/ Special) | ORDINARY - To app | point Mr.Maheswa | r Sahu (DIN 000340 | 051) as an Independe | ent Director. | | |
| Whether promoter/ promoter group are | | | | | | | |
| interested in the agenda/resolution? | No | | | | | | |



| | | | | % of Votes Polled | | | % of Votes in | |
|-----------------------------|-------------------|---------------|--------------|--------------------|-------------------|----------------|-------------------|--------------------|
| | | | | on outstanding | | | favour on votes | % of Votes against |
| | | No. of shares | No. of votes | shares | No. of Votes – in | No. of Votes – | polled | on votes polled |
| Category | Mode of Voting | held (1) | polled (2) | (3)=[(2)/(1)]* 100 | favour (4) | against (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| | E-Voting | | 169,999,440 | | | | 100.0000 | |
| | Poll | 160,000,440 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if | 169,999,440 | | | | | | |
| Promoter and Promoter Group | applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 169,999,440 | 100.0000 | 169,999,440 | 0 | 100.0000 | 0.0000 |
| | E-Voting | | 95,805,396 | 86.2665 | 95,233,735 | 571,661 | 99.4042 | 0.5957 |
| | Poll | 111,232,514 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if | 111,232,314 | | | | | | |
| Public- Institutions | applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 95,805,396 | 86.2665 | 95,233,735 | 571,661 | 99.4033 | 0.5967 |
| | E-Voting | | 5,690,315 | 27.2942 | 5,689,863 | 452 | 99.9920 | 0.0079 |
| | Poll | 20,848,106 | 425 | 0.0020 | 363 | 62 | 85.4117 | 14.5882 |
| | Postal Ballot (if | 20,848,100 | | | | | | |
| Public- Non Institutions | applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 5,690,740 | 27.2962 | 5,690,226 | 514 | 99.9910 | 0.0090 |
| | Total | 302,080,060 | 271,495,576 | 89.8754 | 270,923,401 | 572,175 | 99.7893 | 0.2107 |

| Resolution No. | 7 | | | | | | | | | | |
|--|-------------------|---|--------------|--------------------|-------------------|----------------|-------------------|--------------------|--|--|--|
| Resolution required: (Ordinary/ Special) | ORDINARY - To ap | DINARY - To appoint Mr. Hisashi Takeuchi (DIN 07806180) as a Director | | | | | | | | | |
| Whether promoter/ promoter group are | | | | | | | | | | | |
| interested in the agenda/resolution? | No | | | | | | | | | | |
| | | | | | | | | | | | |
| | | | | | | | | | | | |
| | | | | % of Votes Polled | | | % of Votes in | | | | |
| | | | | on outstanding | | | favour on votes | % of Votes against | | | |
| | | No. of shares | No. of votes | shares | No. of Votes – in | No. of Votes – | polled | on votes polled | | | |
| Category | Mode of Voting | held (1) | polled (2) | (3)=[(2)/(1)]* 100 | favour (4) | against (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 | | | |
| | E-Voting | | 169,999,440 | 100.0000 | 169,999,440 | 0 | 100.0000 | 0.0000 | | | |
| | Poll | 169,999,440 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | | | |
| | Postal Ballot (if | 109,999,440 | | | | | | | | | |
| Promoter and Promoter Group | applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | | | |
| | Total | | 169,999,440 | 100.0000 | 169,999,440 | 0 | 100.0000 | 0.0000 | | | |
| | E-Voting | | 95,845,900 | 86.3030 | 86,405,636 | 9,440,264 | 90.1467 | 9.8532 | | | |



| | Poll | 111,232,514 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
|--------------------------|-------------------|-------------|-------------|---------|-------------|-----------|---------|---------|
| | Postal Ballot (if | 111,232,314 | | | | | | |
| Public- Institutions | applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 95,845,900 | 86.303 | 86,405,636 | 9,440,264 | 90.1506 | 9.8494 |
| | E-Voting | | 5,690,315 | 27.2942 | 5,689,883 | 432 | 99.9924 | 0.0075 |
| | Poll | 20,848,106 | 425 | 0.0020 | 363 | 62 | 85.4117 | 14.5882 |
| | Postal Ballot (if | 20,646,100 | | | | | | |
| Public- Non Institutions | applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 5,690,740 | 27.2962 | 5,690,246 | 494 | 99.9913 | 0.0087 |
| | Total | 302,080,060 | 271,536,080 | 89.8888 | 262,095,322 | 9,440,758 | 96.5232 | 3.4768 |

| Resolution No. | 8 | | | | | | | |
|---|-------------------|---|---------------------|----------------------------------|---------------------------------------|-------------|-------------------------------|--------------------|
| Resolution required: (Ordinary/ Special) | ORDINARY - To ra | tify the remunerati | on of the Cost Audi | itor, Ms R. J. Goel Co | o., cost accountants | ; | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | |
| | | | | | | | | |
| | | | | % of Votes Polled on outstanding | | | % of Votes in favour on votes | % of Votes against |
| | | No. of shares | No. of votes | _ | No. of Votes – in | | polled | on votes polled |
| Category | Mode of Voting | held (1) | polled (2) | (3)=[(2)/(1)]* 100 | favour (4) | against (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| | E-Voting | | 169,999,440 | 100.0000 | 169,999,440 | 0 | 100.0000 | 0.0000 |
| | Poll | 169,999,440 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if | 103,333,440 | | | | | | |
| Promoter and Promoter Group | applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 169,999,440 | 100.0000 | 169,999,440 | 0 | 100.0000 | 0.0000 |
| | E-Voting | <u>]</u> | 96,258,532 | | | 0 | 100.0000 | 0.0000 |
| | Poll | 111,232,514 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if | 111/101/01 | | | | | | |
| Public- Institutions | applicable) | | 0 | 0.0000 | | 0 | 0.0000 | 0.0000 |
| | Total | | 96,258,532 | | | | 100.0000 | 0.0000 |
| | E-Voting | <u> </u> | 5,927,932 | | , , , , , , , , , , , , , , , , , , , | 539 | 99.9909 | 0.0090 |
| | Poll | 20,848,106 | 425 | 0.0020 | 357 | 68 | 84.0000 | 16.0000 |
| | Postal Ballot (if | ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,, | _ | | _ | _ | | |
| Public- Non Institutions | applicable) | | 0 | 0.0000 | | 0 | 0.0000 | 0.0000 |
| | Total | | 5,928,357 | | | | 99.9898 | 0.0102 |
| | Total | 302,080,060 | 272,186,329 | 90.1040 | 272,185,722 | 607 | 99.9998 | 0.0002 |



RMG & ASSOCIATES

Company Secretaries

SCRUTINISER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 (hereinafter "the Act") read with Rule 20of The Companies (Management and Administration) Rules, 2014 (hereinafter "the Rules") and pursuant to Ministry of Corporate Affairs General circular Nos. 14/2020, 17/2020 and 20/2020 issued on April 08, 2020, April 13, 2020 and May 05, 2020 respectively (hereinafter "MCA Circulars") & Securities Exchange Board of India circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 issued on May 12, 2020(hereinafter "SEBI Circular")]

The Chairman,

39th Annual General Meeting (hereinafter "AGM")of the Equity shareholders of Maruti Suzuki India Limited(hereinafter "the Company") held on Wednesday, August 26, 2020 at 10:00 A.M. through Video Conferencing (VC) or Other Audio Visual Means (OAVM).

Sub: Consolidated Scrutinizer's Report on Voting through electronic means, from a place other than the venue of meeting (hereinafter "Remote E-voting") conducted pursuant to provisions of Section 108 of the Act read with the Rules and Regulation 44(3) of the SEBI (LODR) Regulations, 2015 (hereinafter "Listing Regulations, 2015") as amended from time to time and MCA Circulars and SEBI Circular and Voting through E-voting system(hereinafter "InstaPoll") at the AGM of the members of the Company.

Dear Sir,

I, Manish Gupta, Partner, RMG & Associates, Company Secretaries in Whole Time Practice having office at 207, Suchet Chambers, 1224/5, Bank Street, Karol Bagh, New Delhi-110005 have been appointed as Scrutinizer by the Board of Directors of the Company to scrutinize the process of Remote E-voting and Voting at AGM through InstaPoll in respect of the items/resolutions set forth in the notice of 39th AGM of the Company, dated July 29, 2020 (hereinafter "the AGM Notice") issued in accordance with MCA Circulars and SEBI Circular.

The said appointment as Scrutinizer is under the provisions of Section 108 of the Act read with the Rules. As the Scrutinizer, I have to scrutinize:

- (i) process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM; and
- (ii) process of e-voting at the AGM through InstaPoll.

Management's Responsibility

The Compliance with the requirements of (i) the Act and the Rules made there-under (ii) the MCA Circulars and SEBI Circular and (iii) the Listing Regulations, 2015 relating to e-voting on the resolutions contained in the Notice calling the AGM is the responsibility of the management of the Company. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

Scrutinizer's Responsibility

My responsibility as a Scrutinizer was to ensure that the e-voting process both through Remote E-voting and InstaPollat the AGM, is conducted in a fair and transparent manner and to render you a Consolidated Scrutinizer's Report of the total votes cast "in favor" or "against" on the resolutions, based on the reports generated through Scrutinizer's secured link as provided by KFin Technologies Private Limited (hereinafter "KFin")

I hereby submit my report as under:

- 1. In terms of Section 108 of the Act read with Rule 20 of the Rules and the provisions of the Listing Regulations, 2015, as amended, the Company has engaged KFin, being the authorized agency engaged by the Company to provide Remote E-voting facility and voting through InstaPoll at the AGM, on all resolutions set forth in the AGM Notice.
- 2. Before sending AGM Notice and Annual Report, the Company published advertisement in accordance with the MCA Circulars and SEBI Circular in 'The Financial Express' (English Newspaper All Editions) and 'Jansatta' (Hindi Newspaper-Delhi Edition) on Saturday, August 1,2020.
- 3. Thereafter, the Company has sent Annual Report and the Notice of AGM dated July 29, 2020 only by the electronic mode (e-mail) to those members whose email addresses were registered with the Company / Depository Participants pursuant to the aforementioned MCA Circulars and SEBI Circular.
- 4. An advertisement was published about the completion of dispatch of AGM Notice in 'The Financial Express' (English Newspaper All Editions) and 'Jansatta' (Hindi Newspaper-Delhi Edition) on Thursday, August 6,2020.
- 5. The members of the Company whose names were recorded in the Register of Members or in the Register of beneficial owners maintained by the depositories (in case of shares held in dematerialized form) as on the cut-off date i.e. Wednesday, August 19, 2020 were entitled to avail either of the Remote E-voting facility prior to AGM or InstaPoll facility at the AGM, in respect of resolutions as set out in the AGM Notice.



- 6. In terms of the AGM Notice, Remote E-voting commenced on Sunday, August 23, 2020 (9:00 A.M. IST) and ended on Tuesday, 25th August, 2020 (5:00 P.M. IST). At the end of the Remote E-voting period, the Remote E-Voting facility was blocked by KFin forthwith.
- 7. The Company provided the facility of E-Voting through InstaPoll at the AGM only to such members who had not cast their vote through Remote E-voting.
- 8. At the end of discussion on the resolutions on which voting at AGM was to be held, the members were allowed to vote using InstaPoll. The voting was open and made available till the conclusion of AGM.
- 9. After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting was locked by KFin under my instructions.
- 10. After the conclusion of e-voting at the AGM, the votes cast by the members present through VC/ OAVM through InstaPoll and through remote e-voting facility were unblocked in the presence of two witnesses viz. Mr. Aniesh Mahindru, R/o.404, New Modern Apartments, Plot No. 26/2, Sector-9, Rohini, New Delhi -110085 and Ms. Jyoti Gupta, R/o.F 22, Ashok Vihar, Phase I, Delhi 110052 and who were not in the employment of the Company. They have signed below in confirmation of the same:

(Signature of witness)

(Signature of witness)

- 11. The consolidated results of Remote E-voting and InstaPoll at the AGM are attached and marked as an **Annexure** hereto.
- 12. Based on the aforesaid results, Eight (8) Ordinary Resolutions pertaining to the items of business set forth in the AGM Notice have been passed with requisite majority as per the provisions of the Act.
- 13. I will return the registers and all other papers relating to Remote E-voting and InstaPoll at the AGM to the Company after the Chairman of the meeting considers, approves and signs the minutes of the AGM of the Company.

For RMG & Associates

Company Secretaries

CS Manish Gupta 18/2020

Partner

NEW DELHI

FCS No: 5123, CP No: 4095

Place: New Delhi Dated: 27-08-2020

UDIN:F005123B000621695

Continuation Sheet No. 4

Countersigned by:

Chairman of the AGM of the Company

Annexure

RESULTS OF REMOTE E-VOTING AND INSTAPOLL AT THE AGM

ORDINARY BUSINESS (RSOLUTION NO. 1 TO 4)

Resolution No.1: (Ordinary Resolution)

Consideration and adoption of the audited financial statements (including the consolidated financial statements) of the Company for the year ended 31st March, 2020 including the audited Balance Sheet as at 31st March, 2020, the statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors and Auditors thereon.

| Valid votes in far Resolution | | Valid votes against the Resolution | | Invalid votes | |
|----------------------------------|-------|------------------------------------|------|---------------|--|
| Nos. | % | Nos. | % | Nos. | |
| 270574671 | 99.99 | 28224 | 0.01 | 151056 | |

| Resolution No.2: |
|-----------------------|
| (Ordinary Resolution) |

Declaration of dividend on equity shares of the Company at the rate of Rs.60 per share.

| Valid votes in fav Resolution | | Valid votes against the Resolution | | Invalid votes | |
|----------------------------------|-------|------------------------------------|------|---------------|--|
| Nos. | % | Nos. | % | Nos. | |
| 270975629 | 99.55 | 1211249 | 0.45 | 151056 | |

| Resolution No.3: |
|-----------------------|
| (Ordinary Resolution) |

Appointment of a director in place of Mr. Kenichi Ayukawa DIN: 02262755), who retires by rotation and being eligible, offers himself for re-appointment.

| | Valid votes in favor of the Resolution | | Valid votes against the Resolution | |
|-----------|--|---------|------------------------------------|--------|
| Nos. | % | Nos. | % | Nos. |
| 262526042 | 96.47 | 9597116 | 3.53 | 151056 |



| Resolution No.4: |
|-----------------------|
| (Ordinary Resolution) |

Appointment of a director in place of Mr. Takahiko Hashimoto (DIN: 08506746), who retires by rotation and being eligible, offers himself for re-appointment.

| Valid votes in fav Resolution | | | | |
|----------------------------------|-------|---------|------|--------|
| Nos. | % | Nos. | % | Nos. |
| 267183000 | 98.18 | 4940158 | 1.82 | 151056 |

SPECIAL BUSINESS (RSOLUTION NO. 5 TO 8)

| l | Resolution No.5: |
|---|-----------------------|
| ١ | (Ordinary Resolution) |

Appointment of Mr. Kenichiro Toyofuku (DIN: 08619076) as a Director and Whole-time Director designated as Director (Corporate Planning).

| Valid votes in fav Resolution | | Valid votes against the Resolution | | Invalid votes |
|----------------------------------|-------|---------------------------------------|------|---------------|
| Nos. | % | Nos. | % | Nos. |
| 267071210 | 98.23 | 4814386 | 1.77 | 151056 |

| Resolution No.6: | |
|-----------------------|--|
| (Ordinary Resolution) | |

Appointment of Mr. Maheswar Sahu (DIN 00034051) as an Independent Director.

| Valid votes in far Resolution | | Valid votes against the Resolution | | Invalid votes | |
|----------------------------------|-------|------------------------------------|------|---------------|--|
| Nos. | % | Nos. | % | Nos. | |
| 270923401 | 99.79 | 572175 | 0.21 | 151056 | |

| Resolutio | n No.7: |
|-----------|-------------|
| (Ordinary | Resolution) |

Appointment of Mr. Hisashi Takeuchi (DIN: 07806180) as a Director

| Valid votes in fa Resolutio | | Valid votes against the Resolution | | Invalid votes |
|--------------------------------|-------|---------------------------------------|------|---------------|
| Nos. | % | Nos. | % | Nos. |
| 262095322 | 96.52 | 9440758 | 3.48 | 151056 |

RMG & Associates Company Secretaries

Continuation Sheet No. 7

| Resolution No.8: | Ratification of remuneration of the Cost Auditor, M/s |
|-----------------------|---|
| (Ordinary Resolution) | R. J. Goel & Co., cost accountants |
| | |

| Valid votes in fav Resolutio | | Valid votes aga Resolution | | Invalid votes | |
|---------------------------------|-----|-------------------------------|------|---------------|--|
| Nos. | % | Nos. | % | Nos. | |
| 272185722 | 100 | 607 | 0.00 | 151056 | |

