



Ref: STEX/SECT/2023

January 24, 2023

The Relationship Manager, DCS-CRD BSE Limited (BSE), Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai 400 001 BSE Scrip Code: 500480	National Stock Exchange of India Limited (NSE), Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra – Kurla Complex, Bandra (East), Mumbai 400 051 NSE Symbol: CUMMINSIND
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Subject: Minutes of Resolution(s) passed by way of Postal Ballot through remote e-voting process.

Dear Sir/ Madam,

With reference to the captioned subject, please find enclosed the minutes of resolutions passed by way of Postal Ballot through remote e-voting process. The results of the Postal Ballot were announced vide our earlier intimation dated December 29, 2022.

Kindly take this intimation on your record.

Thanking you,

Yours faithfully,
For Cummins India Limited

Vinaya A. Joshi
Company Secretary & Compliance Officer
Encl.: As above.

(This letter is digitally signed)

MINUTES OF THE RESOLUTIONS PASSED BY WAY OF POSTAL BALLOT OF CUMMINS INDIA LIMITED ON DECEMBER 27, 2022 THROUGH REMOTE E-VOTING HELD FROM MONDAY, NOVEMBER 28, 2022 TO TUESDAY, DECEMBER 27, 2022, RESULTS OF WHICH WERE DECLARED ON DECEMBER 29, 2022

The Board of Directors of the Company at their Meeting held on November 04, 2022, approved the proposal to conduct a Postal Ballot by remote e-voting process pursuant to Sections 108 and 110 of the Companies Act, 2013, Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and various circulars issued by Ministry of Corporate Affairs (“MCA”) i.e. circular dated May 05, 2022 read with circulars dated December 08, 2021, June 23, 2021, December 31, 2020, September 28, 2020, June 15, 2020, April 13, 2020 and April 08, 2020 (collectively referred to as “MCA Circulars”) to seek approval of the Members on the following special business(s), as set out in the notice of the Postal Ballot dated November 25, 2022:

Sr. No.	Particulars	Type of Resolution
1.	Appointment of Ms. Jennifer Mary Bush (DIN: 09777114) as a Director (Non-Executive and Non-Independent)	Ordinary
2.	Appointment of Ms. Bonnie Jean Fetch (DIN: 09791477) as a Director (Non-Executive and Non-Independent)	Ordinary

The Board appointed Mr. Pramodkumar Ladda (Membership No. FCS 7326 and CP No. 8006), Partner of M/s Ladda Bhutada & Associates, Company Secretaries, Pune as the Scrutinizer for conducting the Postal Ballot only through the e-voting process in a fair and transparent manner. The Company had provided remote e-voting facility to its Members through National Securities Depository Limited (“NSDL”).

The Scrutinizer submitted his report on postal ballot by remote e-voting process to the Chairman of the Company on December 29, 2022. The summary of the

Scrutinizer's Report is as under:

1. The Postal Ballot Notice together with explanatory statement, dated November 25, 2022, was sent only through email, to those Members whose names appeared in the Register of Members or in the Register of Beneficial Owners maintained by Depositories as on Cut-off Date i.e., November 18, 2022 and whose e-mail addresses were registered with the Company/ Depositories on the said date.
2. A public notice was published in newspapers viz. Business Standard (All edition) and Loksatta (Pune edition) on November 26, 2022, pertaining to Notice of Postal Ballot and remote e-voting details.
3. The remote e-voting period commenced on Monday, November 28, 2022 (9 a.m. IST) and ended on Tuesday, December 27, 2022 (5.00 p.m. IST), both days inclusive.
4. Post conclusion of the remote e-voting period on December 27, 2022, based on the analysis of votes, the Scrutinizer submitted his report dated December 29, 2022, addressed to the Chairman of the Company in the prescribed format. Based on the Report, the resolutions set out in the Postal Ballot Notice were passed with requisite majority on December 27, 2022.

The results were declared on December 29, 2022, simultaneously intimated to Stock Exchange(s) i.e., BSE Limited and National Stock Exchange of India Limited, and uploaded on website of the Company on the same day.

The details of voting on the resolutions as per the Scrutinizer's Report are as under:

1. **Appointment of Ms. Jennifer Mary Bush (DIN: 09777114) as a Director (Non-Executive and Non-Independent)**

Nature of Resolution: Ordinary Resolution

"RESOLVED THAT pursuant to the provisions of Section 149, 152 and any other applicable provisions of the Companies Act, 2013 ("the Act") read with the Rules made thereunder (including any statutory modification(s) or re-

enactment thereof, for the time being in force), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, Article 110 of the Articles of Association of the Company and such other provisions as may be applicable, **Ms. Jennifer Mary Bush (DIN: 09777114)**, who was appointed by the Board of Directors of the Company as an Additional Director (Non-Executive and Non-Independent) of the Company with effect from November 05, 2022, in terms of Section 161(1) of the Act and pursuant to the recommendation of Nomination and Remuneration Committee and the Board of Directors and in respect of whom the Company has received a notice in writing under Section 160 of the Act, from a Member proposing her candidature for the office of the Director (Non-Executive and Non-Independent), be and is hereby appointed as a Director of the Company, liable to retire by rotation.”

Result of voting through Postal Ballot by remote e-voting was as follows:

Particulars	Remote e-voting	
	No. of members voted through remote e-voting system	No. of votes cast by members
Total votes cast	1,018	23,75,22,440
Invalid votes/not voted	1,20,307	3,96,77,560
Votes in favour of the Resolution	845	22,69,81,459
Votes against the Resolution	173	1,05,40,981

Resolution passed by requisite majority.

2. Appointment of Ms. Bonnie Jean Fetch (DIN: 09791477) as a Director (Non-Executive and Non-Independent)

Nature of Resolution: Ordinary Resolution

“RESOLVED THAT pursuant to the provisions of Section 149, 152 and any other applicable provisions of the Companies Act, 2013 (“the Act”) read with the Rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), the SEBI (Listing Obligations

and Disclosure Requirements) Regulations, 2015, as amended from time to time, Article 110 of the Articles of Association of the Company and such other provisions as may be applicable, **Ms. Bonnie Jean Fetch (DIN: 09791477)**, who was appointed by the Board of Directors of the Company as an Additional Director (Non-Executive and Non-Independent) of the Company with effect from November 25, 2022, in terms of Section 161(1) of the Act and pursuant to the recommendation of Nomination and Remuneration Committee and the Board of Directors and in respect of whom the Company has received a notice in writing under Section 160 of the Act, from a Member proposing her candidature for the office of the Director (Non-Executive and Non-Independent), be and is hereby appointed as a Director of the Company, liable to retire by rotation.”

Result of voting through Postal Ballot by remote e-voting was as follows:

Particulars	Remote e-voting	
	No. of members voted through remote e-voting system	No. of votes cast by members
Total votes cast	1,018	23,75,24,408
Invalid votes/not voted	1,20,307	3,96,75,592
Votes in favour of the Resolution	846	22,69,83,435
Votes against the Resolution	172	1,05,40,973

Resolution passed by requisite majority.

Voting results were noted as above and it was recorded and declared that the resolution(s), as set out in the Notice of Postal Ballot dated November 25, 2022, were duly passed on December 27, 2022 with requisite majority.

Entered on: January 24, 2023

Sd/-
Chairman