



Samvardhana MotherSON International Limited

(formerly MotherSON Sumi Systems Limited)

Head Office: C-14 A & B, Sector 1, Noida – 201301 Distt. Gautam Budh Nagar, U.P. India

Tel: +91-120-6752100, 6752278, Fax: +91-120-2521866, 2521966, Website: www.motherSON.com

September 23, 2022

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No.C/1, G-Block
Bandra-Kurla Complex
Bandra (E)
MUMBAI – 400051, India

BSE Limited
1st Floor, New Trading Ring
Rotunda Building
P.J. Towers, Dalal Street
Fort
MUMBAI – 400001, India

Scrip Code : MOTHERSON

Scrip Code : 517334

Subject: Result of Postal Ballot Notice dated August 16, 2022 for Issue of Bonus Shares

Dear Sir/ Madam,

In accordance with the Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed voting results and Scrutinizer's Report for the ordinary resolution for issue of Bonus Shares by the Company in ratio of 1:2, as set out in the notice of Postal Ballot dated August 16, 2022.

The aforesaid resolution has been passed by members through Postal Ballot with requisite majority.

The above is for your information and records.

Thanking you,

Yours truly,
For Samvardhana MotherSON International Limited
(formerly MotherSON Sumi Systems Limited)

Alok Goel
Company Secretary

Encl: A/a.

Regd Office:

Unit – 705, C Wing, ONE BKC, G Block
Bandra Kurla Complex, Bandra East

Mumbai – 400051, Maharashtra (India)

Tel: 022-61354800, Fax: 022-61354801

CIN No.: L34300MH1986PLC284510

E-mail: investorrelations@motherSON.com

SAMVARDHANA MOTHERSON INTERNATIONAL LIMITED
(formerly Motherson Sumi Systems Limited)
Format for Voting Results

Date of the AGM/EGM	:	Not Applicable (Postal Ballot)
Total number of shareholders on record date (cut off date i.e. August 17, 2022)	:	965253
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	:	Not Applicable
Public	:	Not Applicable

Agenda- wise disclosure (to be disclosed separately for each agenda item)

Resolution 1 : To approve issue of Bonus Shares to the Equity Shareholders of the Company in the ratio of 1:2 i.e., one (1) equity share as Bonus Share for every two (2) existing shares held in the Company

Resolution required: (Ordinary/ Special)					Ordinary			
Whether promoter / promoter group are interested in the agenda/resolution?					Yes*			
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3079139202	3054807327	99.21	3054807327	0	100.00	0.00
	Poll		0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	Total	3079139202	3054807327	99.21	3054807327	0	100.00	0.00
Public- Institutions	E-Voting	1054278591	920316149	87.29	869758550	50557599	94.51	5.49
	Poll		0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	Total	1054278591	920316149	87.29	869758550	50557599	94.51	5.49
Public-Non Institutions (Others)	E-Voting	384196451	5184289	1.35	5137562	46727	99.10	0.90
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	384196451	5184289	1.35	5137562	46727	99.10	0.90
Total		4517614244	3980307765	88.11	3929703439	50604326	98.73	1.27

* The promoter/ promoter group are not interested in the agenda/resolution except to the extent of their shareholding in the Company



SCRUTINIZER'S REPORT

(Pursuant to sections 108 and 110 of the Companies Act, 2013 read with Rule 20 (as applicable) and Rule 22 of the Companies (Management and Administration) Rules, 2014)

To.

The Chairman
Samvardhana Motherson International Limited
(Formerly Motherson Sumi Systems Limited)
CIN: L34300MH1986PLC284510
Registered Office: Unit-705, C Wing, One BKC,
G Block, Bandra Kurla Complex, Bandra East,
Mumbai - 400051

Dear Sir,

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

I, D.P Gupta, Designated Partner of SGS ASSOCIATES LLP, Company Secretaries (M.N. FCS 2411, C.P. No. 1509) having its office at 14, First Floor, Rani Jhansi Road, Jhandewalan, New Delhi- 110055, have been appointed as a Scrutinizer of Samvardhana Motherson International Limited (formerly Motherson Sumi Systems Limited) ("**the Company**") pursuant to section 108 and 110 of the Companies Act, 2013 read with Rule 20 (as applicable) and Rule 22 of the Companies (Management and administration) Rules, 2014, for the purpose of Scrutinizing the e-voting in respect of Postal Ballot Notice process in a fair and transparent manner and ascertaining the requisite majority on Postal Ballot through electronic means carried out as per the provision of the Companies Act, 2013 read with the General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020, the General Circular No. 22/2020 dated June 15, 2020, the General Circular No. 33/2020 dated September 28, 2020, the General Circular No. 39/2020 dated December 31, 2020, the General Circular No. 10/2021 dated June 23, 2021 the General Circular No. 20/2021 dated December 8, 2021 and the General Circular No. 03/2022 dated May 5, 2022 issued by Ministry of Corporate Affairs respectively on the below mentioned resolution, I submit my report as under:



1. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to Postal ballot process through electronic mode on the Resolution contained in the notice dated 16th August 2022.

SCRUTINIZER'S RESPONSIBILITY

2. My responsibility as scrutinizer for the Postal ballot process through electronic means is limited to make a Scrutinizer's Report of the votes cast in "**Favour**" or "**Against**" the resolution stated in the said notice, based on the reports generated from the e-voting system provided by KFin Technologies Limited (formerly KFin Technologies Private Limited) (hereinafter referred to as "**KFintech**"), the agency engaged by the Company to provide e-voting facilities for voting through electronic means.
3. The e-voting period remained open from **25th August 2022 (0900 Hours IST) to 23rd September 2022 (1700 Hours IST)**.
4. The shareholders holding shares as on the "**cut off**" date i.e. **17th August 2022** were entitled to vote on the proposed resolution as set out in the Notice of Postal Ballot Dated 16th August 2022 of the Company.
5. The votes were unblocked on 23rd September 2022 after 1700 Hours by me.
6. Thereafter, the details, containing, *inter-alia*, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of KFintech.
7. The total numbers of Electronic Ballots received were 4483 for 3989780694 votes, as per details below:
 - (a) Total votes cast in favour: 3929703439;
 - (b) Total votes cast against: 50604326
 - (c) Total less voted votes: 8571174 and
 - (d) Total votes abstained: 901755
8. The results of the voting are under:



A) Resolution 1: To approve issue of Bonus Shares to the Equity Shareholders of the Company in the ratio of 1:2 i.e., one (1) equity share as Bonus Share for every two (2) existing shares held in the Company: Ordinary Resolution

(i) Voted in favour of the resolution:

	Number of Members voted	Number of votes cast in favour of resolution	% of total number of valid votes cast
Postal Ballot through E-voting only	4,306	392,97,03,439	98.7286
Total	4,306	392,97,03,439	98.7286

(ii) Voted against the resolution:

	Number of Members voted	Number of votes cast against the resolution	% of total number of valid votes cast
Postal Ballot through E-voting only	126	5,06,04,326	1.2714
Total	126	5,06,04,326	1.2714

(iii) Invalid Votes:

	Total number of members whose votes were declared invalid	Total numbers of votes cast by them
Postal Ballot through E-voting only	0	0
Total	0	0

Less Voted – 85,71,174 shares.

Votes Abstained – 63 Ballots 9,01,755 shares.



SGS ASSOCIATES LLP

LLP-IN-ABA 3370 | GSTIN 07AEPFS8815J1ZB |

Company Secretaries, First Floor, 14, Rani Jhansi Road, New Delhi – 110055

Email: support@dpgupta.com Contact: +91-11-41524497

9. The register, all other papers and relevant records relating to electronic voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes and the same are handed over to the Company Secretary for safe keeping.

10. Restrictions on use

The report has been issued at the request of the Company for (i) submission to the Stock Exchanges, (ii) to be placed on the website of the Company and (iii) website of KFinTech. This report is not to be used for any other purpose or to be distributed to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior permission.

**Thanking You,
Yours faithfully,
For SGS Associates LLP
FRN L2021DE011600**

**CS D P Gupta
FCS 2411
CP No. 1509
UDIN: F002411D001033155
ICSI Peer Review No. 1194/2021
Place: Noida, Uttar Pradesh
Dated: September 23, 2022**