

March 30, 2022

National Stock Exchange of India Limited  
Exchange Plaza, 5<sup>th</sup> Floor  
Plot No. C/1, G-Block  
Bandra-Kurla Complex  
Bandra (E)  
MUMBAI – 400051, India  
**Scrip Code: MOTHERSUMI**

BSE Limited  
1<sup>st</sup> Floor, New Trading Ring  
Rotunda Building  
P.J. Towers, Dalal Street  
Fort  
MUMBAI – 400001, India  
**Scrip Code:517334**

**Subject: Proceedings of Extra Ordinary General Meeting of Motherson Sumi Systems Limited held on March 30, 2022.**

Dear Sir(s) / Madam(s),

Pursuant to the Regulation 30 read with Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed proceedings of the Extra Ordinary General Meeting of Motherson Sumi Systems Limited held on March 30, 2022 (Wednesday) at 1015 Hours (IST) through video conferencing and other audio visual means.

The above is for your information and kind records.

Thanking you,

Yours truly,  
For Motherson Sumi Systems Limited

Alok Goel  
Company Secretary

Enclosure: As above

**Summary of the proceedings of Extra Ordinary General Meeting of Motherson Sumi Systems Limited (“Company”) held on March 30, 2022.**

The Extra Ordinary General Meeting (“EGM”) of the members of the Company was held on Wednesday, March 30, 2022 at 1015 Hours (IST) through video conferencing (“VC”) and other audio visual means.

Mr. Alok Goel, Company Secretary welcomed all the Equity Shareholders present in the meeting and made necessary statutory disclosures. The Company Secretary announced that the requisite quorum was present at the meeting. He informed that the Company while conducting the EGM adhered to the Ministry of Corporate Affairs (“MCA”) Circulars. The relevant documents mentioned in the Notice were available for inspection on the website of the Company. Since there was no physical attendance of members and in compliance with the circulars issued by the MCA, the requirement of appointing proxies was not applicable.

The Company Secretary further informed the shareholders that Mr. D.P. Gupta, Practicing Company Secretaries had been appointed as Scrutinizer to scrutinize remote e-voting process and voting at the meeting.

Mr. Vivek Chaand Sehgal, Chairman of the Board welcomed all the shareholders. The requisite quorum being present, the Chairman called the meeting to order and introduced the Directors and members of the management team participating through VC. The Company's Statutory Auditors and Secretarial Auditors were also present at EGM through VC.

The Notice of EGM along with the Explanatory Statement under Section 102 of the Act read with rules framed thereunder, was sent to all shareholders by email whose email id was registered with the Company and/or depository participant as on March 3, 2022. The Chairman informed that the Notice sent contains the resolutions for approval of appointment of Mr. Norikatsu Ishida as Director; approval of appointment of Mr. Veli Matti Ruotsala as an Independent Director; approval of appointment of Mr. Robert Joseph Remenar as an Independent Director and approval for material related party transactions between the Company and Motherson Sumi Wiring India Limited (i.e. demerged entity for domestic wiring harness business) and SEI Thai Electric Conductor Co. Ltd., as specified in the Explanatory Statement. Thereupon, the Notice convening EGM was taken as read.

The Chairman informed that the shareholders noted that the Board of Directors in its Meeting held on January 4, 2022, considering recommendation of the Nomination and Remuneration Committee and diversified experience and knowledge of international business of Mr. Norikatsu Ishida, had appointed Mr. Ishida as an Additional Director, liable to retire by rotation. Also, the Board of Directors in its Meeting held on January 28, 2022, considering recommendations of the Nomination and Remuneration Committee and considering skills, knowledge and experience possessed by Mr. Veli Matti Ruotsala and Mr. Robert Joseph Remenar and synergy of such skills and expertise with business of the Company, need of such knowledge for Company's customers and all stakeholders, had appointed Mr. Ruotsala and Mr. Remenar as Additional Directors of the Company in the capacity of Independent Directors for a term of five years.

Further, due to recent amendments in Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, shareholders' approval has been sought for the related party transactions to be entered into with Motherson Sumi Wiring India Limited and SEI Thai Electric Conductor Co., Ltd. as mentioned in the enabling resolution in Notice and disclosed in explanatory statement thereto. Also, as disclosed in the explanatory statement, promoter being deemed to be interested will not participate in voting.

The Chairman then invited the members, who had done prior registrations, to speak and ask their questions, and give their opinions and suggestions, if any. After the shareholders' queries, the same were suitably addressed by the Chairman.

Thereafter, the following resolutions set out in the Notice convening the meeting was put up to the members for voting:

<b>Item No.</b>	<b>Item(s)</b>	<b>Resolution</b>
Item no. 1	Appointment of Mr. Norikatsu Ishida as a Director of the Company, who will be liable to retire by rotation.	Ordinary Resolution
Item no. 2	Appointment of Mr. Robert Joseph Remenar as an Independent Director.	Special Resolution
Item no. 3	Appointment of Mr. Veli Matti Ruotsala as an Independent Director as a Special Resolution.	Special Resolution
Item no. 4	Approval of the Related Party Transactions to be undertaken by the Company and / or related parties of the Company.	Ordinary Resolution

The Chairman requested that the members who have not voted through remote e-voting, to cast their votes at the website of National Securities Depository Limited (the E-voting Agency) (“**NSDL**”). The facility of e-voting at NSDL website was available for 15 (fifteen) minutes after conclusion of the meeting.

The members were informed that the consolidated voting results along with the scrutinizer’s report would be disseminated through the stock exchanges, placed on the website of the Company, NSDL (the voting agency), BSE and NSE within 48 hours from the conclusion of the meeting. The Chairman authorized the Company Secretary to carry out the voting process and declare the voting results of the consolidated voting.

The Company Secretary submitted a vote of thanks to the Chairman of the Meeting for conducting the proceedings on behalf of the members of the Company.

Thereafter, the Chairman formally concluded the proceedings of the meeting.

The meeting concluded at 1054 Hours (IST).

For Motherson Sumi Systems Limited

Alok Goel  
Company Secretary