

November 5, 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

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

**Scrip Code : MSUMI**

**Scrip Code : 543498**

**Subject: Result of Postal Ballot Notice**

Dear Sir (s)/ Madam(s),

In accordance with the Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith voting results and Scrutiniser Report for the following ordinary resolution(s) as set out in the notice of Postal Ballot dated September 30, 2022:

- (1) Increase in Authorized Share Capital of the company from INR 333,00,00,000 to INR 900,00,00,000 ;and
- (2) Approval for issue of Bonus shares in the ratio of 2 (Two) bonus (fully paid up) Equity Shares against 5 (Five) Equity Shares of Re. 1/- each held in the company .

The aforesaid resolution(s) have been passed by members through Postal Ballot with requisite majority.

The above is submitted for your information and records please .

Thanking You,

Yours truly  
For Motherson Sumi Wiring India Limited

POOJA MEHRA  
Pooja Mehra  
Company Secretary

Digitally signed by  
POOJA MEHRA  
Date: 2022.11.05  
19:22:12 +05'30'

Encl.: As above

**MOTHERSON SUMI WIRING INDIA 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 September 30, 2022)	664512
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 Increase in Authorised Share Capital and consequent amendment in Capital Clause of the Memorandum of Association of the company								
Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1949286546	1949286546	100.0000	1949286546	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	937592193	827260844	88.2325	792428786	34832058	95.7894	4.2105
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	271055498	1253493	0.4624	1245905	7588	99.3946	0.6053
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
<b>Total</b>		<b>3157934237</b>	<b>2777800883</b>	<b>87.9626</b>	<b>2742961237</b>	<b>34839646</b>	<b>98.7458</b>	<b>1.2542</b>

Resolution 2: To approve issue of Bonus Shares to the Equity Shareholders of the Company in the ratio of 2:5 i.e. two (2) equity shares as Bonus Shares for every five (5) 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 (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1949286546	1949286546	100.0000	1949286546	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	937592193	827260844	88.2325	798921406	28339438	96.5743	3.4256
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	271055498	1257707	0.4640	1250786	6921	99.4497	0.5502
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
<b>Total</b>		<b>3157934237</b>	<b>2777805097</b>	<b>87.9627</b>	<b>2749458738</b>	<b>28346359</b>	<b>98.9795</b>	<b>1.0205</b>

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

**POOJA MEHRA**  
Digitally signed by  
POOJA MEHRA  
Date: 2022.11.05  
19:22:30 +05'30'



**SGS ASSOCIATES LLP**

LLP IN – ABA-3370 | GSTIN – 07AEPFS8815J |

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

### **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

Motherson Sumi Wiring India Limited

CIN: L29306MH2020PLC341326

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 Motherson Sumi Wiring India 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 30<sup>th</sup> September 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 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 **7<sup>th</sup> October 2022 (0900 Hours) to 5<sup>th</sup> November 2022 (1700 Hours)**.
4. The shareholders holding shares as on the "**cut off**" date i.e. **30<sup>th</sup> September 2022** were entitled to vote on the proposed resolution as set out in the Notice of Postal Ballot Dated 30<sup>th</sup> September 2022 of Motherson Sumi Wiring India Limited.
5. The votes were unblocked on 5<sup>th</sup> November 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 2739 for 2777860461 votes, as per details below:

For Resolution - 1

- (a) Total votes cast in favour:; 2600 Ballots for 2742961237 votes
- (b) Total votes cast against: 64 Ballots for 34839646 votes
- (c) Total less voted votes: 15010 votes and
- (d) Total votes abstained: 79 Ballots 44568 votes

For Resolution - 2

- (e) Total votes cast in favour:; 2649 Ballots for 2749458738 votes
- (f) Total votes cast against: 41 Ballots for 28346359 votes



- (g) Total less voted votes: 15296 votes and  
 (h) Total votes abstained: 55 Ballots 40068 votes

8. The results of the voting are under:

**A) Resolution 1: To increase authorised Share Capital of the Company from INR 333,00,00,000 to INR 900,00,00,000 - 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	2600	274,29,61,237	98.7458
<b>Total</b>	<b>2600</b>	<b>274,29,61,237</b>	<b>98.7458</b>

(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	64	3,48,39,646	1.2542
<b>Total</b>	<b>64</b>	<b>3,48,39,646</b>	<b>1.2542</b>

(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
<b>Total</b>	<b>0</b>	<b>0</b>

Less Voted – 15,010 shares.  
 Votes Abstained – 79 Ballots for 44,568 shares.



**B) Resolution 2: To approve issue of Bonus Shares to the Equity Shareholders of the Company in the ratio of 2:5 i.e. two new equity shares for every existing five equity Shares of Re. 1/- each 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	2649	274,94,58,738	98.9795
Total	2649	274,94,58,738	98.9795

**(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	41	2,83,46,359	1.0205
Total	41	2,83,46,359	1.0205

**(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 – 15,296 shares.

Votes Abstained – 55 Ballots for 40,068 shares.



**SGS ASSOCIATES LLP**

LLP IN – ABA-3370 | GSTIN – 07AEPFS8815J |

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

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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**

Damodar Prasad Gupta  
Digitally signed by  
Damodar Prasad  
Gupta  
Date: 2022.11.05  
18:51:18 +05'30'

**CS D P Gupta  
FCS 2411  
CP No. 1509  
UDIN: F002411D001513591  
ICSI Peer Review No. 1194/2021  
Place: Noida  
Dated: 5<sup>th</sup> November 2022**