

August 29, 2024

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

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

Scrip Code : 517334**Scrip Code : MOTHERSON**

Subject : Details of Voting Results of 37th Annual General Meeting of Samvardhana MotherSON International Limited held on August 29, 2024

Dear Sir / Madam,

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Regulations**”), please find enclosed following in relation to 37th Annual General Meeting (“**AGM**”) of Samvardhana MotherSON International Limited held on August 29, 2024 (Thursday) at 1530 Hours (IST) through video conferencing and other audio-visual means:

1. Voting Results of AGM in the format prescribed under Regulation 44 of SEBI Regulations; and
2. Combined Scrutinizer’s Report on remote e-voting and voting conducted at AGM pursuant to Rule 20(4) of the Companies (Management and Administration) Rules, 2014 and SEBI Regulations.

The above is for your information and kind records.

Thanking you,

Yours truly,
For Samvardhana MotherSON International Limited

Alok Goel
Company Secretary

General information about company

Scrip code	517334
NSE Symbol	MOTHERSON
MSEI Symbol	NOTLISTED
ISIN	INE775A01035
Name of the company	SAMVARDHANA MOTHERSON INTERNATIONAL LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	29-08-2024
Start time of the meeting	03:30 PM
End time of the meeting	04:35 PM

Scrutinizer Details

Name of the Scrutinizer	DAMODAR PRASAD GUPTA
Firms Name	SGS ASSOCIATES LLP
Qualification	CS
Membership Number	2411
Date of Board Meeting in which appointed	26-07-2024
Date of Issuance of Report to the company	29-08-2024

Voting results

Record date	22-08-2024
Total number of shareholders on record date	1286684
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	9
b) Public	145
No. of resolution passed in the meeting	11
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and adopt Standalone and Consolidated Financial Statements of the Company for the Financial Year ended on March 31, 2024.				
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	4089922539	4089337412	99.9857	4089337412	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		4089922539	4089337412	99.9857	4089337412	0	100
Public- Institutions	E-Voting	2113365500	1657104105	78.4107	1655119973	1984132	99.8803	0.1197
	Poll							
	Postal Ballot (if applicable)							
	Total		2113365500	1657104105	78.4107	1655119973	1984132	99.8803
Public- Non Institutions	E-Voting	573133227	21369180	3.7285	21362052	7128	99.9666	0.0334
	Poll							
	Postal Ballot (if applicable)							
	Total		573133227	21369180	3.7285	21362052	7128	99.9666
Total		6776421266	5767810697	85.1159	5765819437	1991260	99.9655	0.0345
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare final dividend of Re. 0.80 (Eighty Paise only) on equity share for the financial year ended 31st March 2024.				
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	4089922539	4089337412	99.9857	4089337412	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		4089922539	4089337412	99.9857	4089337412	0	100
Public- Institutions	E-Voting	2113365500	1729353203	81.8293	1726476952	2876251	99.8337	0.1663
	Poll							
	Postal Ballot (if applicable)							
	Total		2113365500	1729353203	81.8293	1726476952	2876251	99.8337
Public- Non Institutions	E-Voting	573133227	21368723	3.7284	21348781	19942	99.9067	0.0933
	Poll							
	Postal Ballot (if applicable)							
	Total		573133227	21368723	3.7284	21348781	19942	99.9067
Total		6776421266	5840059338	86.1821	5837163145	2896193	99.9504	0.0496
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a Director in place of Mr. Laksh Vaaman Sehgal (DIN: 00048584), who retires by rotation and being eligible offers himself for re-appointment.				
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	4089922539	4089337412	99.9857	4089337412	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		4089922539	4089337412	99.9857	4089337412	0	100
Public- Institutions	E-Voting	2113365500	1728691504	81.798	1631131222	97560282	94.3564	5.6436
	Poll							
	Postal Ballot (if applicable)							
	Total		2113365500	1728691504	81.798	1631131222	97560282	94.3564
Public- Non Institutions	E-Voting	573133227	21156205	3.6913	21129564	26641	99.8741	0.1259
	Poll							
	Postal Ballot (if applicable)							
	Total		573133227	21156205	3.6913	21129564	26641	99.8741
Total		6776421266	5839185121	86.1692	5741598198	97586923	98.3288	1.6712
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To ratify the remuneration of M.R. Vyas and Associates as the Cost Auditor of company for the financial year 2024-25				
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	4089922539	4089337412	99.9857	4089337412	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		4089922539	4089337412	99.9857	4089337412	0	100
Public- Institutions	E-Voting	2113365500	1728202180	81.7749	1728202180	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		2113365500	1728202180	81.7749	1728202180	0	100
Public- Non Institutions	E-Voting	573133227	21356016	3.7262	21330987	25029	99.8828	0.1172
	Poll							
	Postal Ballot (if applicable)							
	Total		573133227	21356016	3.7262	21330987	25029	99.8828
Total		6776421266	5838895608	86.1649	5838870579	25029	99.9996	0.0004
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve continuation of Mr. Vivek Chaand Sehgal (DIN:00291126) as the Director of the Company, for a period of five (5) years effective 1st April 2024				
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	4089922539	4089337412	99.9857	4089337412	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		4089922539	4089337412	99.9857	4089337412	0	100
Public- Institutions	E-Voting	2113365500	1727891504	81.7602	1695141351	32750153	98.1046	1.8954
	Poll							
	Postal Ballot (if applicable)							
	Total		2113365500	1727891504	81.7602	1695141351	32750153	98.1046
Public- Non Institutions	E-Voting	573133227	21356906	3.7263	21331525	25381	99.8812	0.1188
	Poll							
	Postal Ballot (if applicable)							
	Total		573133227	21356906	3.7263	21331525	25381	99.8812
Total		6776421266	5838585822	86.1603	5805810288	32775534	99.4386	0.5614
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve Related Party Transactions to be undertaken by the Company with Motherson Sumi Wiring India Limited.				
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	4089922539	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		4089922539	0	0	0	0	0
Public- Institutions	E-Voting	2113365500	1728691504	81.798	1728691504	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		2113365500	1728691504	81.798	1728691504	0	100
Public- Non Institutions	E-Voting	573133227	21310755	3.7183	21300589	10166	99.9523	0.0477
	Poll							
	Postal Ballot (if applicable)							
	Total		573133227	21310755	3.7183	21300589	10166	99.9523
Total		6776421266	1750002259	25.8249	1749992093	10166	99.9994	0.0006
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(7)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve Related Party Transactions to be undertaken by the Company with SEI Thai Electric Conductor Co., Ltd.				
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	4089922539	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		4089922539	0	0	0	0	0
Public- Institutions	E-Voting	2113365500	1728691504	81.798	1728691504	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		2113365500	1728691504	81.798	1728691504	0	100
Public- Non Institutions	E-Voting	573133227	21310502	3.7182	21298426	12076	99.9433	0.0567
	Poll							
	Postal Ballot (if applicable)							
	Total		573133227	21310502	3.7182	21298426	12076	99.9433
Total		6776421266	1750002006	25.8249	1749989930	12076	99.9993	0.0007
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(8)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve creation of pledge on shares of material subsidiary pursuant to Regulation 24(6) of SEBI Listing Regulations				
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	4089922539	4089337412	99.9857	4089337412	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		4089922539	4089337412	99.9857	4089337412	0	100
Public- Institutions	E-Voting	2113365500	1728691504	81.798	1699787231	28904273	98.328	1.672
	Poll							
	Postal Ballot (if applicable)							
	Total		2113365500	1728691504	81.798	1699787231	28904273	98.328
Public- Non Institutions	E-Voting	573133227	21309728	3.7181	21278294	31434	99.8525	0.1475
	Poll							
	Postal Ballot (if applicable)							
	Total		573133227	21309728	3.7181	21278294	31434	99.8525
Total		6776421266	5839338644	86.1714	5810402937	28935707	99.5045	0.4955
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(9)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To provide guarantee for facilities to be availed by subsidiary of the Company pursuant to section 186 and other applicable provisions of the Companies Act 2013				
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	4089922539	4089337412	99.9857	4089337412	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		4089922539	4089337412	99.9857	4089337412	0	100
Public- Institutions	E-Voting	2113365500	1728202180	81.7749	1695985110	32217070	98.1358	1.8642
	Poll							
	Postal Ballot (if applicable)							
	Total		2113365500	1728202180	81.7749	1695985110	32217070	98.1358
Public- Non Institutions	E-Voting	573133227	21301871	3.7167	21284753	17118	99.9196	0.0804
	Poll							
	Postal Ballot (if applicable)							
	Total		573133227	21301871	3.7167	21284753	17118	99.9196
Total		6776421266	5838841463	86.1641	5806607275	32234188	99.4479	0.5521
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(10)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve to give any loan, any guarantee or provide any security in connection with a loan, upto an additional amount of Rs. 2,000 Million (Rupees Two Thousand Million) under Section 186 of the Companies Act, 2013 as mentioned in the enabling resolution				
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	4089922539	4089337412	99.9857	4089337412	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		4089922539	4089337412	99.9857	4089337412	0	100
Public-Institutions	E-Voting	2113365500	1728202180	81.7749	1225279192	502922988	70.8991	29.1009
	Poll							
	Postal Ballot (if applicable)							
	Total		2113365500	1728202180	81.7749	1225279192	502922988	70.8991
Public- Non Institutions	E-Voting	573133227	21301981	3.7168	21269443	32538	99.8473	0.1527
	Poll							
	Postal Ballot (if applicable)							
	Total		573133227	21301981	3.7168	21269443	32538	99.8473
Total		6776421266	5838841573	86.1641	5335886047	502955526	91.386	8.614
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(11)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve raising of funds in one or more tranches by issuance of equity shares and/or other securities				
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	4089922539	4089337412	99.9857	4089337412	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		4089922539	4089337412	99.9857	4089337412	0	100
Public- Institutions	E-Voting	2113365500	1728673750	81.7972	1725928900	2744850	99.8412	0.1588
	Poll							
	Postal Ballot (if applicable)							
	Total		2113365500	1728673750	81.7972	1725928900	2744850	99.8412
Public- Non Institutions	E-Voting	573133227	21308864	3.718	21291636	17228	99.9192	0.0808
	Poll							
	Postal Ballot (if applicable)							
	Total		573133227	21308864	3.718	21291636	17228	99.9192
Total		6776421266	5839320026	86.1711	5836557948	2762078	99.9527	0.0473
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

CONSOLIDATED SCRUTINIZER'S REPORT

To
The Chairman
Samvardhana Motherson International Limited
CIN L35106MH1986PLC284510
Regd. Office: Unit 705, C Wing, ONE BKC,
G Block, Bandra Kurla Complex, Bandra East,
Mumbai-400051.

Sub. : Consolidated Scrutinizer's Report on Remote E- voting conducted prior to the 37thAnnual General meeting (AGM) of Samvardhana Motherson International Limited held on Thursday, August 29, 2024 at 1530 Hours (IST) through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') and E-voting during the AGM pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, and Regulation 44 of the Securities and Exchange Board of India (Listing obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

I, D.P Gupta, Company Secretary in Practice, Designated Partner of SGS ASSOCIATES LLP, Company Secretaries' firm (M.N. FCS 2411; C P. No. 1509) having office at 14, First Floor, Rani Jhansi Road, Jhandewalan, New Delhi- 110055, have been appointed as a Scrutinizer by the Board of Directors of Samvardhana Motherson International Limited ("**the Company**") pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, for the purpose of scrutinizing the remote e-voting and e-voting at the AGM in a fair and transparent manner and ascertaining requisite majority on items carried out at the aforesaid AGM in accordance with the provision of the Companies Act, 2013, through VC/OAVM.

I am also appointed as the Scrutinizer to scrutinize the E-voting process during the AGM.

The AGM Notice dated 2nd August, 2024 as confirmed by the Company, was sent through electronic mode to those shareholders whose email addresses were registered with the Company/Depositories. The emails were sent in compliance with the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 22/2022 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020 and General Circular No. 02/2021 dated January 13, 2021, General Circular No. 21/2021 dated December 14, 2021 and General Circular No. 2/2022 dated May 5, 2022, General Circular



10/2022 dated 28th December 2022 and General Circular No. 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs, Government of India (“MCA Circulars”).

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 remote e-voting and e-voting at the AGM on the resolutions contained in the notice to the 37th AGM of the Members of the Company.

SCRUTINIZER'S RESPONSIBILITY

2. My responsibility as Scrutinizer for the voting process through electronic means (i.e. by remote e-voting and through e-voting at the AGM) is limited to make a Consolidated Scrutinizer's Report of the votes cast in “Favour” or “Against” the resolutions stated in the said AGM Notice, based on the reports generated from the E-voting system provided by National Securities Depository Limited (NSDL), the agency engaged by the Company to provide e-voting facilities for voting through electronic means (i.e. by remote e-voting and through e-voting at the AGM).
3. The remote e-voting period remained open from **Monday, 26th August 2024 at 09.00 Hours (IST) to Wednesday, 28th August 2024 up to 1700 Hours (IST)**.
4. The shareholders holding shares as on the “CUT OFF DATE” i.e., **Thursday 22nd August 2024** were entitled to vote on the proposed resolutions (Item Nos.1 to 11) as set out in the Notice of the AGM of the Company.
5. After completion of e-voting at the AGM, the e-votes cast by shareholders were unblocked in the presence of two witnesses i.e., Mr. Ayush Kumar and Ms. Muskan Jain who were not in the employment of the Company who have signed below:





6. Thereafter, the details, containing, *inter-alia*, list of equity shareholders, who voted in “Favour” or “Against”, were downloaded from e-voting website of NSDL.
7. The results of the voting as per NSDL e-voting system are as under:

- A) **Resolution 1: - To consider and adopt Standalone and Consolidated Financial Statements of the Company for the Financial Year ended on March 31, 2024 – Ordinary Resolution**



(i) **Voted in favour of the resolution:**

	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
Remote E-voting	2,940	5,76,53,90,168	99.9580
E-voting at AGM	25	4,29,269	0.0074
Total	2,965	5,76,58,19,437	99.9655

(ii) **Voted against the resolution:**

	Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
Remote E-voting	27	19,91,260	0.0345
E-voting at AGM	-	-	0.0000
Total	27	19,91,260	0.0345

(iii) **Invalid Votes:**

Total number of members whose votes were declared invalid	Total numbers of votes cast by them
Nil	Nil

B) Resolution 2: - To declare final dividend of Re. 0.80 (Eighty Paise only) on equity share for the financial year ended 31st March 2024 - Ordinary Resolution

(i) **Voted in favour of the resolution:**

	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
Remote E-voting	2,914	5,83,67,33,876	99.9431
E-voting at AGM	25	4,29,269	0.0074



Total	2,939	5,83,71,63,145	99.9504
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(ii) **Voted against the resolution:**

	Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
Remote E-voting	54	28,96,193	0.0496
E-voting at AGM	-	-	0.0000
Total	54	28,96,193	0.0496

(iii) **Invalid Votes:**

Total number of members whose votes were declared invalid	Total numbers of votes cast by them
Nil	Nil

C) Resolution 3: To appoint a director in place of Mr. Laksh Vaaman Sehgal (DIN: 00048584), who retires by rotation and being eligible offers himself for re-appointment – Ordinary Resolution

(i) **Voted in favour of the resolution:**

	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
Remote E-voting	2,783	5,74,11,68,929	98.3214
E-voting at AGM	25	4,29,269	0.0074
Total	2,808	5,74,15,98,198	98.3288

(ii) **Voted against the resolution:**

	Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast



Remote E-voting	181	9,75,86,923	1.6712
E-voting at AGM	-	-	0.0000
Total	181	9,75,86,923	1.6712

(iii) **Invalid Votes:**

Total number of members whose votes were declared invalid	Total numbers of votes cast by them
Nil	Nil

D) Resolution 4: To ratify the remuneration of M.R. Vyas and Associates as the Cost Auditor of company for the financial year 2024-25 - Ordinary Resolution

(i) **Voted in favour of the resolution:**

	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
Remote E-voting	2,894	5,83,84,41,310	99.9922
E-voting at AGM	25	4,29,269	0.0074
Total	2,919	5,83,88,70,579	99.9996

(ii) **Voted against the resolution:**

	Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
Remote E-voting	62	25,029	0.0004
E-voting at AGM	-	-	0.0000
Total	62	25,029	0.0004

(iii) **Invalid Votes:**

Total number of members whose votes were declared invalid	Total numbers of votes cast by them
Nil	Nil



E) Resolution 5: To approve continuation of Mr. Vivek Chaand Sehgal (DIN:00291126) as the Director of the Company, for a period of five (5) years effective 1st April 2024 – Ordinary Resolution

(i) Voted in favour of the resolution:

	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
Remote E-voting	2,844	5,80,53,81,019	99.4313
E-voting at AGM	25	4,29,269	0.0074
Total	2,869	5,80,58,10,288	99.4386

(ii) Voted against the resolution:

	Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
Remote E-voting	116	3,27,75,534	0.5614
E-voting at AGM	-	-	0.0000
Total	116	3,27,75,534	0.5614

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total numbers of votes cast by them
Nil	Nil

F) Resolution 6: To approve Related Party Transactions to be undertaken by the Company with Motherson Sumi Wiring India Limited – Ordinary Resolution

(i) Voted in favour of the resolution:

	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
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Remote E-voting	2,902	1,74,95,62,824	99.9749
E-voting at AGM	25	4,29,269	0.0245
Total	2,927	1,74,99,92,093	99.9994

(ii) **Voted against the resolution:**

	Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
Remote E-voting	37	10,166	0.0006
E-voting at AGM	-	-	0.0000
Total	37	10,166	0.0006

(iii) **Invalid Votes:**

Total number of members whose votes were declared invalid	Total numbers of votes cast by them
Nil	Nil

G) Resolution 7: To approve Related Party Transactions to be undertaken by the Company with SEI Thai Electric Conductor Co., Ltd. – Ordinary Resolution

(i) **Voted in favour of the resolution:**

	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
Remote E-voting	2,892	1,74,95,60,661	99.9748
E-voting at AGM	25	4,29,269	0.0245
Total	2,917	1,74,99,89,930	99.9993

(ii) **Voted against the resolution:**

	Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast



Remote E-voting	46	12,076	0.0007
E-voting at AGM	-	-	0.0000
Total	46	12,076	0.0007

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total numbers of votes cast by them
Nil	Nil

H) Resolution 8: To approve creation of pledge on shares of material subsidiary pursuant to Regulation 24(6) of SEBI Listing Regulations – Special Resolution

(i) Voted in favour of the resolution:

	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
Remote E-voting	2,822	5,80,99,73,668	99.4971
E-voting at AGM	25	4,29,269	0.0074
Total	2,847	5,81,04,02,937	99.5045

(ii) Voted against the resolution:

	Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
Remote E-voting	132	2,89,35,707	0.4955
E-voting at AGM	-	-	0.0000
Total	132	2,89,35,707	0.4955

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total numbers of votes cast by them
Nil	Nil



I) Resolution 9: To provide guarantee for facilities to be availed by subsidiary of the Company pursuant to section 186 and other applicable provisions of the Companies Act 2013 – Special Resolution

(a) Voting results of the equity shareholders (Promoters and Public Shareholders)

(i) **Voted in favour of the resolution:**

	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
Remote E-voting	2,839	5,80,61,78,006	99.4406
E-voting at AGM	25	4,29,269	0.0074
Total	2,864	5,80,66,07,275	99.4479

(ii) **Voted against the resolution:**

	Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
Remote E-voting	114	3,22,34,188	0.5521
E-voting at AGM	-	-	0.0000
Total	114	3,22,34,188	0.5521

(iii) **Invalid Votes:**

Total number of members whose votes were declared invalid	Total numbers of votes cast by them
Nil	Nil

(b) Voting results of the Public equity shareholders

(i) **Voted in favour of the resolution:**

	Number of Members voted through	Number of votes cast in favour of resolution	% of total number of



	electronic voting system		valid votes cast
Remote E-voting	2,826	1,71,68,40,594	98.1330
E-voting at AGM	25	4,29,269	0.0245
Total	2,851	1,71,72,69,863	98.1575

(ii) **Voted against the resolution:**

	Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
Remote E-voting	114	3,22,34,188	1.8425
E-voting at AGM	-	-	0.0000
Total	114	3,22,34,188	1.8425

(iii) **Invalid Votes:**

Total number of members whose votes were declared invalid	Total numbers of votes cast by them
Nil	Nil

J) Resolution 10: To approve to give any loan, any guarantee or provide any security in connection with a loan, upto an additional amount of Rs. 2,000 Million (Rupees Two Thousand Million) under Section 186 of the Companies Act, 2013 as mentioned in the enabling resolution – Special Resolution

(i) **Voted in favour of the resolution:**

	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
Remote E-voting	2,468	5,33,54,56,778	91.3787
E-voting at AGM	25	4,29,269	0.0074
Total	2,493	5,33,58,86,047	91.3860



(ii) Voted against the resolution:

	Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
Remote E-voting	486	50,29,55,526	8.6140
E-voting at AGM	-	-	0.0000
Total	486	50,29,55,526	8.6140

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total numbers of votes cast by them
Nil	Nil

K) Resolution 11: To approve raising of funds in one or more tranches by issuance of equity shares and/or other securities – Special Resolution

(i) Voted in favour of the resolution:

	Number of Members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
Remote E-voting	2,905	5,83,61,28,679	99.9453
E-voting at AGM	25	4,29,269	0.0074
Total	2,930	5,83,65,57,948	99.9527

(ii) Voted against the resolution:

	Number of Members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
Remote E-voting	56	27,62,078	0.0473



E-voting at AGM	-	-	0.0000
Total	56	27,62,078	0.0473

(iii) **Invalid Votes:**

Total number of members whose votes were declared invalid	Total numbers of votes cast by them
Nil	Nil

8. 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 of the AGM of the Company and the same are handed over to the Company Secretary of the Company for safe keeping.

9. Restriction 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 NSDL (E-voting Agency). 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

Firm Regn. L2021DE011600




CS D P Gupta

(Scrutinizer)

FCS 2411 CP 1509

ICSI UDIN No. F002411F001077067

ICSI PR Code: 5321/2023

Place: Noida

Date: August 29, 2024