

July 7, 2025

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

Symbol: MOTHERSON**Scrip Code : 517334****Subject: Result of Postal Ballot Notice dated May 29, 2025 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 Scrutinizer's Report and summary of Voting Results of the ordinary resolution for issue of Bonus Shares by the Company in ratio of 1:2, i.e., 1 equity share of Re. 1/- each as bonus share fully paid-up, for every 2 existing equity shares, as set out in the notice of Postal Ballot dated May 29, 2025. The e-voting period remained opened from June 6, 2025, 0900 Hours (IST) to July 5, 2025, 1700 Hours (IST).

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

Alok Goel
Company Secretary

Encl: A/a.



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

CIN: L35106MH1986PLC284510

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, Managing 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, New Delhi- 110055, have been appointed as a Scrutinizer of Samvardhana Motherson International 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, General Circular No. 03/2022 dated May 5, 2022, General Circular No. 09/2023 dated September 25, 2023 and General Circular No. 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs respectively on the below mentioned resolution, I submit my report as under:

Address: First Floor, 14, Rani Jhansi Road, New Delhi – 110055

Email: corporate@sgsassociatesllp.com

Contact: +91-11-41524497



1. The management of the Company is responsible for ensuring 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 29th May 2025.

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 (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 **6th June 2025, 0900 Hours (IST)** to **5th July 2025, 1700 Hours (IST)**.
4. The shareholders holding shares as on the "**cut off**" date, i.e, **30th May 2025** were entitled to vote on the proposed resolution set out in the Notice of Postal Ballot of the Company.
5. The votes were unblocked by me on 5th July 2025 after 1700 Hours (IST) in presence of two witnesses, Ms. Muskan Jain and Ms. Dimpal Sharma, who are not in employment of the Company.
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 5,165 for 618,60,41,847 votes, as per details below:

**A) Resolution 1 -: Issue of Bonus Shares to the Shareholders (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	4,989	602,67,79,682	97.5826
Total	4,989	602,67,79,682	97.5826

(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	119	14,93,02,781	2.4174
Total	119	14,93,02,781	2.4174

(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

(iv) Total less voted votes: 83,23,502**(v)** Total votes abstained: 16,35,882



8. Figures have been considered up to 4 (Four) decimal places.
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, the 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

Company Secretaries

FRN L2021DE011600

Damodar
Prasad
Gupta

Digitally signed
by Damodar
Prasad Gupta
Date: 2025.07.07
11:58:12 +05'30'

CS D P Gupta

FCS 2411

CP No. 1509

UDIN: F002411G000722823

ICSI Peer Review No. 5321/2023

Date: 7th July 2025

Place: Noida

Company Name	SAMVARDHANA MOTHERSON INTERNATIONAL LIMITED
Date of the AGM/EGM	
Total number of shareholders on record date	1332772
No. of shareholders present in the meeting either in person or	
Promoters and Promoter Group:	Not Applicable being Postal Ballot
Public:	Not Applicable being Postal Ballot
No. of Shareholders attended the meeting through Video	
Promoters and Promoter Group:	Not Applicable being Postal Ballot
Public:	Not Applicable being Postal Ballot

Resolution required: (Ordinary/ Special)	ORDINARY - Approval for issue of Bonus Shares to the Shareholders							
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	3419476077	3419476077	100.0000	3419476077	0	100.0000	0.0000
	Poll	3419476077	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	3419476077	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	2352357616	2079154423	88.3860	1929865792	149288631	92.8197	7.1802
	Poll	2352357616	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	2352357616	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1264461374	677451963	53.5763	677437813	14150	99.9979	0.0020
	Poll	1264461374	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	1264461374	0	0.0000	00	0	0.0000	0.0000
	Total	7036295067	6176082463	87.7746	6026779682	149302781	97.5826	2.4174