

**MOTHERSON SUMI SYSTEMS LIMITED**  
**Format for Voting Results**

Date of the AGM/EGM	:	21/08/2017
Total number of shareholders on record date	:	114487
No. of shareholders present in the meeting either in person or through proxy		
Promoters and Promoter Group	:	9
Public	:	67
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 : Adoption of Financial Statements for the year ended 31st March, 2017**

Resolution required: (Ordinary/ Special) : Ordinary										
Whether promoter / promoter group are interested in the agenda/resolution? : No										
Category	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	530719943	39.9483	530719943	0	100.0000	0.0000			
	Poll	797795423	60.0517	797795423	0	100.0000	0.0000			
	Postal Ballot (if applicable)	0	0.0000	0	0	0.0000	0.0000			
	<b>Total</b>	<b>1328515366</b>	<b>1328515366</b>	<b>100.0000</b>	<b>1328515366</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>		
Public- Institutions	E-Voting	439874770	76.7835	439874770	0	100.0000	0.0000			
	Poll	572876462	0.0000	0	0	0.0000	0.0000			
	Postal Ballot (if applicable)	0	0.0000	0	0	0.0000	0.0000			
	<b>Total</b>	<b>572876462</b>	<b>439874770</b>	<b>76.7835</b>	<b>439874770</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>		
Public-Non Institutions (Others)	E-Voting	11370212	5.5764	11370204	8	99.9999	0.0000			
	Poll	203897663	0.3885	792191	2	99.9997	0.0003			
	Postal Ballot (if applicable)	0	0.0000	0	0	0.0000	0.0000			
	<b>Total</b>	<b>203897663</b>	<b>12162405</b>	<b>5.9650</b>	<b>12162395</b>	<b>10</b>	<b>99.9999</b>	<b>0.0001</b>		
<b>Total</b>	<b>2105289491</b>	<b>1780552541</b>	<b>84.5752</b>	<b>1780552531</b>	<b>10</b>	<b>100.0000</b>	<b>0.0000</b>			



**Resolution 2 : Declaration of dividend on equity shares**

Resolution required: (Ordinary/ Special) : Ordinary										
Whether promoter / promoter group are interested in the agenda/resolution? : No										
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)
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting		530719943	39.9483	530719943	0	100.0000	0.0000		
	Poll	1328515366	797795423	60.0517	797795423	0	100.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000		
	<b>Total</b>		<b>1328515366</b>	<b>1328515366</b>	<b>100.0000</b>	<b>1328515366</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	
Public- Institutions	E-Voting		440009770	76.8071	440009770	0	100.0000	0.0000		
	Poll	572876462	0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000		
	<b>Total</b>		<b>572876462</b>	<b>440009770</b>	<b>76.8071</b>	<b>440009770</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	
Public-Non Institutions (Others)	E-Voting		11370296	5.5765	11370074	222	99.9980	0.0020		
	Poll	203897663	792193	0.3885	792191	2	99.9997	0.0003		
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000		
	<b>Total</b>		<b>203897663</b>	<b>12162489</b>	<b>5.9650</b>	<b>12162265</b>	<b>224</b>	<b>99.9982</b>	<b>0.0018</b>	
<b>Total</b>		<b>2105289491</b>	<b>1780687625</b>	<b>84.5816</b>	<b>1780687401</b>	<b>224</b>	<b>100.0000</b>	<b>0.0000</b>		



**Resolution 3 : Appointment of Director in place of Mr. Pankaj Mital, who retires by rotation and being eligible offers himself for re-appointment**

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		530719943	39.9483	530719943	0	100.0000	0.0000		
	Poll	1328515366	797795423	60.0517	797795423	0	100.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000		
	<b>Total</b>		<b>1328515366</b>	<b>1328515366</b>	<b>100.0000</b>	<b>1328515366</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	
Public- Institutions	E-Voting		440009770	76.8071	436772861	3236909	99.2644	0.7356		
	Poll	572876462	0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000		
	<b>Total</b>		<b>572876462</b>	<b>440009770</b>	<b>76.8071</b>	<b>436772861</b>	<b>3236909</b>	<b>99.2644</b>	<b>0.7356</b>	
Public-Non Institutions (Others)	E-Voting		11370222	5.5764	11369975	247	99.9978	0.0022		
	Poll	203897663	792193	0.3885	792191	2	99.9997	0.0003		
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000		
	<b>Total</b>		<b>203897663</b>	<b>12162415</b>	<b>5.9650</b>	<b>12162166</b>	<b>249</b>	<b>99.9980</b>	<b>0.0020</b>	
<b>Total</b>		<b>2105289491</b>	<b>1780687551</b>	<b>84.5816</b>	<b>1777450393</b>	<b>3237158</b>	<b>99.8182</b>	<b>0.1818</b>		



**Resolution 4 : Appointment of Statutory Auditors of the Company and fixing their remuneration**

Resolution required: (Ordinary/ Special) : Ordinary														
Whether promoter / promoter group are interested in the agenda/resolution? : No														
Category	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	Mode of Voting													
	E-Voting		530719943	39.9483	530719943	0	100.0000	0.0000						
	Poll	1328515366	797795423	60.0517	797795423	0	100.0000	0.0000						
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000						
<b>Total</b>	<b>1328515366</b>	<b>1328515366</b>	<b>100.0000</b>	<b>1328515366</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>							
Public- Institutions	E-Voting		440009770	76.8071	432006228	8003542	98.1811	1.8189						
	Poll	572876462	0	0.0000	0	0	0.0000	0.0000						
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000						
<b>Total</b>	<b>572876462</b>	<b>440009770</b>	<b>76.8071</b>	<b>432006228</b>	<b>8003542</b>	<b>98.1811</b>	<b>1.8189</b>							
Public-Non Institutions (Others)	E-Voting		11370137	5.5764	11370055	82	99.9993	0.0007						
	Poll	203897663	792193	0.3885	792191	2	99.9997	0.0003						
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000						
<b>Total</b>	<b>203897663</b>	<b>12162330</b>	<b>5.9649</b>	<b>12162246</b>	<b>84</b>	<b>99.9993</b>	<b>0.0007</b>							
<b>Total</b>	<b>2105289491</b>	<b>1780687466</b>	<b>84.5816</b>	<b>1772683840</b>	<b>8003626</b>	<b>99.5505</b>	<b>0.4495</b>							



**Resolution 4 : Re-appointment of Mr. Pankaj Mital as Whole-time Director of the Company**

Resolution required: (Ordinary/ Special) : Ordinary

Whether promoter / promoter group are interested in the agenda/resolution? : No

Category	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	<b>Mode of Voting</b>						
	E-Voting	530719943	39.9483	530719943	0	100.0000	0.0000
	Poll	797795423	60.0517	797795423	0	100.0000	0.0000
	Postal Ballot (if applicable)	0	0.0000	0	0	0.0000	0.0000
<b>Total</b>	<b>1328515366</b>	<b>1328515366</b>	<b>100.0000</b>	<b>1328515366</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting	435787090	76.0700	434352340	1434750	99.6708	0.3292
	Poll	572876462	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0.0000	0	0	0.0000	0.0000
<b>Total</b>	<b>572876462</b>	<b>435787090</b>	<b>76.0700</b>	<b>434352340</b>	<b>1434750</b>	<b>99.6708</b>	<b>0.3292</b>
Public-Non Institutions (Others)	E-Voting	11370222	5.5764	11369976	246	99.9978	0.0022
	Poll	203897663	0.3885	792191	2	99.9997	0.0003
	Postal Ballot (if applicable)	0	0.0000	0	0	0.0000	0.0000
<b>Total</b>	<b>203897663</b>	<b>12162415</b>	<b>5.9650</b>	<b>12162167</b>	<b>248</b>	<b>99.9980</b>	<b>0.0020</b>
<b>Total</b>	<b>2105289491</b>	<b>1776464871</b>	<b>84.3810</b>	<b>1775029873</b>	<b>1434998</b>	<b>99.9192</b>	<b>0.0808</b>



**Resolution 4 : Ratification of the remuneration of the Cost Auditor for the Financial Year 2017-18**

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		530719943	39.9483	530719943	0	100.0000	0.0000		
	Poll	1328515366	797795423	60.0517	797795423	0	100.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000		
	<b>Total</b>		<b>1328515366</b>	<b>1328515366</b>	<b>100.0000</b>	<b>1328515366</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	
Public- Institutions	E-Voting		440009770	76.8071	434296702	5713068	98.7016	1.2984		
	Poll	572876462	0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000		
<b>Total</b>		<b>572876462</b>	<b>440009770</b>	<b>76.8071</b>	<b>434296702</b>	<b>5713068</b>	<b>98.7016</b>	<b>1.2984</b>		
Public-Non Institutions (Others)	E-Voting		11370137	5.5764	11370137	0	100.0000	0.0000		
	Poll	203897663	792193	0.3885	792191	2	99.9997	0.0003		
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000		
	<b>Total</b>		<b>203897663</b>	<b>12162330</b>	<b>5.9649</b>	<b>12162328</b>	<b>2</b>	<b>100.0000</b>	<b>0.0000</b>	
<b>Total</b>		<b>2105289491</b>	<b>1780687466</b>	<b>84.5816</b>	<b>1774974396</b>	<b>5713070</b>	<b>99.6792</b>	<b>0.3208</b>		

