Mahindra CIE

Mahindra CIE Automotive Ltd Mahindra Towers, 1st Floor, Dr. G. M. Bhosale Marg, Worli, Mumbai 400 018, India Tel: +91 22 24931449 Fax: +91 22 24915890 www.mahindracie.com mcie.investors@cie-india.com

26th June, 2020

BSE Limited Corporate Relationship Department, P.J. Towers, Dalal Street, Fort, Mumbai - 400 001.	National Stock Exchange of India Ltd., Corporate Relationship Department, Exchange Plaza, 5 th Floor, Plot no.C/1, G Block, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051.
BSE Scrip Code: 532756	NSE Scrip Code: MAHINDCIE

Sub: Voting Results of the 21st Annual General Meeting

Ref: Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Dear Sir/Madam,

Pursuant to Regulation 44 of the Listing Regulations, please find enclosed the Voting Results in the prescribed format along-with consolidated Report of the Scrutinizer of the 21st Annual General Meeting of the Members of the Company held on 25th June, 2020 through Video Conference ("VC") / Other Audio Visual Means (OAVM).

Based on the consolidated Report of the Scrutinizer, as annexed, all Resolutions as set out in the Notice of the 21st Annual General Meeting have been duly approved by the Shareholders with requisite majority.

Kindly acknowledge and take the same on record.

Thanking you,

Yours faithfully,

For Mahindra CIE Automotive Limited

Pankaj V. Goyal Company Secretary and Compliance Officer Membership No. A 29614

Encl : As above





Mahindra CIE Automotive Limited CIN: L27100MH1999PLC121285

	MAHINDRA CIE AUTOMOTIVE LIMITED
Date of the AGM	25-06-2020
Total number of shareholders on record date	58174
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:	2
Public:	102

	Receive, consider	and adopt the A	udited Financia	Statements (along-	with Audited Cor	solidated Financi	al Statements) of the	e Company for the Fi	nancial Yea	r ended 31st
Resolution No. 1	December, 2019 t	ecember, 2019 together with the reports of the Board of Directors and Auditors thereon.								
Resolution required: (Ordinary/ Special)	ORDINARY	DINARY								
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	Votes Invalid	Votes Abstained
	E-Voting		256,750,911				100.0000	and the second se	-	1
	Poll		0	0.0000	· · ·	0	0.0000			1
	Postal Ballot (if	256,750,911								· · · · · · · · · · · · · · · · · · ·
Promoter and Promoter Group	applicable)		0	0.0000	0	0	0.0000	0.0000	c	,
	Total		256,750,911	100.0000	256,750,911	0	100.0000	0.0000	C	(
	E-Voting		78,522,569	95.7150	78,522,569	0	100.0000	0.0000	0	110,020
	Poll	82,037,882	0	0.0000	0	0	0.0000	0.0000	0	(
	Postal Ballot (if	02,037,002								
Public-Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000	C	
	Total		78,522,569	95.715	78,522,569	0	100.0000	0.0000	0	110,020
	E-Voting		12,273,335	30.5141	12,271,812	1,523	99.9875	0.0124	0	52
	Poll	40,221,889	439,641	1.0930	439,440	201	99.9542	0.0457	0	· · · · · · · · · · · · · · · · · · ·
	Postal Ballot (if	40,221,009								
Public- Non Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000	0	
	Total		12,712,976	31.6071	12,711,252	1,724	99.9864	0.0136	C	52
	Total	379,010,682	347,986,456	91.8144	347,984,732	1,724	99.9995	0.0005	C	110,072

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Resolution No. 2	Re-appointment	of Mr. Zhooben (Dossabhoy Bhiw	andiwala (DIN: 0011	.0373), who was l	liable to retire by	rotation, as Director	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		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	Votes Invalid	Votes Abstained
	E-Voting		256,750,911	100.0000	256,750,911	0	100.0000	0.0000	0	C
	Poll	256,750,911	0	0.0000	0	0 0	0.0000	0.0000	0	0
	Postal Ballot (if	230,730,511								
Promoter and Promoter Group	applicable)		0	0.0000	0	0 0	0.0000	0.0000	0	C
	Total		256,750,911	100.0000	256,750,911	. 0	100.0000	0.0000	0	0
	E-Voting		78,594,974	95.8033	74,012,876	4,582,098	94.1699	5.8300	0	37,615
	Poll	82,037,882	0	0.0000	0	0 0	0.0000	0.0000	0	0
Public- Institutions	Postal Ballot (if applicable)	62,037,862	0	0.0000	o	0	0.0000	0.0000	o	o
	Total	1	78,594,974	95.8033	74,012,876	4,582,098	94.1700	5.8300	0	37,615
	E-Voting		12,273,295	30.5140	12,271,742	1,553	99.9873	0.0126	0	92
	Poll	40,221,889	439,641	1.0930	439,440	201	99.9542	0.0457	0	0
	Postal Ballot (if	40,221,889								
Public- Non Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		12,712,936	31.607	12,711,182	1,754	99.9862	0.0138	0	92
	Total	379,010,682	348,058,821	91.8335	343,474,969	4,583,852	98.6830	1.3170	0	37707



Resolution No. 3	Ratification of the Company.	ification of the remuneration payable to M/s. Dhananjay V. Joshi & Associates, Cost Accountants (Firm Registration Number 000030) appointed as Cost Auditors of the mpany.									
Resolution required: (Ordinary/ Special)	Ordinary	inary									
Whether promoter/ promoter group are interested in the agenda/resolution?	No										
Consecuti	Mode of Voting	No. of shares held (1)	No. of votes polled (2)		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	Votes Invalid	Votes Abstained	
Category	E-Voting	neid (1)	256,750,911		256,750,911		100.0000	0.0000	(Invalid		
	Poll	-	230,730,911	0.0000	230,730,911	0	0.0000	0.0000			
	Postal Ballot (if	256,750,911		0.0000			0.0000	0.0000	·	, 	
Promoter and Promoter Group	applicable)		0	0.0000			0.0000	0.0000			
	Total		256,750,911	100.0000	256,750,911	0	100.0000	0.0000			
	E-Voting		78,594,974	-	78,594,974		100.0000	0.0000			
	Poll	1	0	0.0000	0	0	0.0000	0.0000	(
	Postal Ballot (if	82,037,882									
Puelic-Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000			
	Total		78,594,974	95.8033	78,594,974	0	100.0000	0.0000		37615	
	E-Voting		12,273,295	30.5140	12,271,742	1,553	99.9873	0.0126	(92	
	Poll	1 40 221 000	439,641	1.0930	439,439	202	99.9540	0.0459	(0 0	
	Postal Ballot (if	40,221,889									
Puelic- Non Institutions	applicable)		0	0.0000	0	0	0.0000				
	Total		12,712,936	31.607	12,711,181	1,755	99.9862	0.0138			
	Total	379,010,682	348,058,821	91.8335	348,057,066	1,755	99.9995	0.0005		37707	



Resolution No. 4	Appointment of N	vr. Manoj Mulla	ssery Menon (D	N: 07642469) as Dire	ector of the Com	pany liable to reti	re by rotation.			
Resolution required: (Ordinary/ Special)	ORDINARY					,				
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting		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	Votes Invalid	Votes Abstained
	E-Voting		256,750,911	100.0000	256,750,911		100.0000		0) C
	Poll		0	0.0000	0	0	0.0000	0.0000	C	
	Postal Ballot (if	256,750,911		52						
Promoter and Promoter Group	applicable)		0	0.0000	0	0	0.0000	0.0000	0	с с
	Total		256,750,911	100.0000	256,750,911	0	100.0000	0.0000	0	C
	E-Voting		78,594,974	95.8033	74,133,181	4,461,793	94.3230	5.6769	C	37,615
	Poll	82,037,882	0	0.0000	0	0	0.0000	0.0000	C	C
	Postal Ballot (if	02,057,082								
Public-Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000	c c	, C
	Total		78,594,974	95.8033	74,133,181	4,461,793	94.3231	5.6769	0	37615
	E-Voting		12,273,295	30.5140	12,259,672	13,623	99.8890	0.1109	0	92
	Poll	40,221,889	439,641	1.0930	439,440	201	99.9542	0.0457	0	C
	Postal Ballot (if	40,221,005								
Public- Non Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		12,712,936	31.607	12,699,112	13,824	99.8913	0.1087	0	92
	Total	379,010,682	348,058,821	91.8335	343,583,204	4,475,617	98.7141	1.2859	0	37707



Desclution No. 5	1	•				• •	•	ree) years from 17th	October, 2	019 on the
Resolution No. 5	aggregate remun	eration not exce	eding Ks. 20 mili	ion, subject to term	s and conditions	as set out in the E	xplanatory Stateme	III		
Resolution required: (Ordinary/	ODDINA DV									
Special)	ORDINARY	.ΚΥ								
Whether promoter/ promoter										
group are interested in the										
agenda/resolution?	No	T				1	[<u>г</u>	
		No. of shares		% of Votes Polled on outstanding shares	No. of Votes –	No. of Votes –	% of Votes in favour on votes polled	% of Votes against on votes polled	Votes	Votes
Category	Mode of Voting	held (1)		(3)=[(2)/(1)]* 100	in favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	Invalid	Abstained
	E-Voting		256,750,911	100.0000			100.0000		() (
	Poll		0	0.0000	0	0	0.0000	0.0000	() C
	Postal Ballot (if	256,750,911								
Promoter and Promoter Group	applicable)		0	0.0000	0	0	0.0000	0.0000	(ס (נ
	Total		256,750,911	100.0000	256,750,911	0	100.0000	0.0000		0 0
	E-Voting		78,594,974	95.8033	74,133,181	4,461,793	94.3230	5.6769	(37,615
	Poll	82,037,882	0	0.0000	0	0	0.0000	0.0000	() <u>(</u>
	Postal Ballot (if	7 82,057,882	1							
Public- Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000	() <u> </u>
	Total		78,594,974	95.8033	74,133,181	4,461,793	94.3231	5.6769	(37615
	E-Voting		12,273,295	30.5140	12,259,003	14,292	99.8835	0.1164	. (92
	Poll	40,221,889	439,641	1.0930	439,440	201	99.9542	0.0457	(0 (
	Postal Ballot (if	40,221,889								
Public- Non Institutions	applicable)		0	0.0000	C	0	0.0000	0.0000	(0 0
	Total		12,712,936	31.607	12,698,443	14,493	99.8860	0.1140		92
A ALL AND A REAL AND A	Total	379.010.682	348,058,821	91.8335	343,582,535	4,476,286	98.7139	1.2861		37707



Resolution No. 6	Appointment of N	r. Anil Haridass،	(DIN: 00266080) as Director of the C	Company liable to	o retire by rotation	n,,;;						
Resolution required: (Ordinary/ Special)	ORDINARY	VARY											
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)		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	Votes Invalid	Votes Abstained			
	E-Voting		256,750,911	100.0000	256,750,911	. 0	100.0000	0.0000	C	(
	Poll	256,750,911	0	0.0000	0	0 0	0.0000	0.0000	C	(
	Postal Ballot (if	250,750,911											
Prcmoter and Promoter Group	applicable)		0	0.0000	0	0 0	0.0000	0.0000					
	Total		256,750,911	100.0000	256,750,911	. 0	100.0000	0.0000	C				
	E-Voting		78,594,974	95.8033	74,133,181	4,461,793	94.3230	5.6769	C	37,615			
	Poll	82,037,882	0	0.0000	0	0	0.0000	0.0000	C	(
	Postal Ballot (if	02,057,002											
Public-Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000	0	0			
	Total		78,594,974	95.8033	74,133,181	4,461,793	94.3231	5.6769	0	37615			
	E-Voting		12,273,295	30.5140	12,259,672	13,623	99.8890	0.1109	C	92			
	Poli	40,221,889	439,641	1.0930	439,440	201	99.9542	0.0457	0	(
	Postal Ballot (if	40,221,009											
Public- Non Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000	c				
	Total		12,712,936	31.607	12,699,112	13,824	99.8913	0.1087	C	92			
	Total	379,010,682	348,058,821	91.8335	343,583,204	4,475,617	98.7141	1.2859	0	37707			



	1							om 10th December, 2	019 on the	aggregate
Resolution No. 7	remuneration no	t exceeding Rs. 2	0 million, subjec	t to terms and cond	itions as set out i	in the Explanatory	Statement.			
Resolution required: (Ordinary/ Special)	ORDINARY	1				r			1	1
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting		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	Votes Invalid	Votes Abstained
	E-Voting		256,750,911				100.0000	1 1 13 17 1 13	0	0
	Poll	1	0	0.0000		0 0	0.0000	0.0000	0	0
	Postal Ballot (if	256,750,911				1				
Promoter and Promoter Group	applicable)		o	0.0000	l c	o	0.0000	0.0000	l c	0
	Total		256,750,911	100.0000	256,750,911	0	100.0000	0.0000	C	0 0
	E-Voting		78,594,974	95.8033	74,133,181	4,461,793	94.3230	5.6769	C	37,615
	Poll		0	0.0000	C	0 0	0.0000	0.0000	C	0
	Postal Ballot (if	82,037,882								
Public- Institutions	applicable)		0	0.0000) c	0	0.0000	0.0000	C	0
	Total		78,594,974	95.8033	74,133,181	4,461,793	94.3231	5.6769	0	37615
	E-Voting		12,273,295	30.5140	12,259,003	14,292	99.8835	0.1164	0	92
	Poll	40 331 880	439,641	1.0930	439,440	201	99.9542	0.0457	0	0
	Postal Ballot (if	40,221,889								
Public- Non Institutions	applicable)		0	0.0000		0	0.0000	0.0000	C	0
	Total		12,712,936	31.607	12,698,443	14,493	99.8860	0.1140	0	92
	Total	379,010,682	348,058,821	91.8335	343,582,535	4,476,286	98.7139	1.2861	0	37707



SACHIN BHAGWAT

ACS

PRACTICING COMPANY SECRETARY Scrutinizer's Report - Consolidated

To,

The Chairman of the

Twenty-first Annual General Meeting ("AGM") of the Members of Mahindra CIE Automotive Limited held on Thursday, 25th day of June, 2020 at 3:00 PM, through Video-conference/Other Audio-visual means without the physical presence of the members at the common venue.

Dear Sir,

1. I, Sachin Bhagwat, Practising Company Secretary, was appointed as a Scrutinizer by the Board of Directors of Mahindra CIE Automotive Limited ("the Company") for the purpose of :

(a) scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 ("the 2013 Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("the Rules") for all the resolutions contained in the notice of the AGM; and

(b) scrutinizing the remote e-voting process conducted at the AGM for all the resolutions contained in the notice of the AGM.

2. I submit my consolidated report on the results of remote e-voting together with that of remote e-voting conducted through the e-voting system at the AGM provided by Kfin Technologies Private Limited, as under:

ORDINARY BUSINESS

Item No. 1 - Ordinary Resolution

Receive, consider and adopt the Audited Financial Statements (along-with Audited Consolidated Financial Statements) of the Company for the Financial Year ended 31st December, 2019 together with the reports of the Board of Directors and Auditors thereon.

	Number of ballots	Number of votes	Percentage of total votes	Result
Votes in favour of the resolution	204	347,984,732	99.9995	Passed with requisite majority
Votes against the resolution	7	1,724	0.0005	majority
Total	211	347,986,456	100	

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516, Siddhartha Towers I, G. A. Kulkarni Road, Kothrud, Pune 411038 Tel: (020) 25435419 Email: sbhagwatcs@yahoo.co.in

Number of ballots	Number of votes
7	110,072

Invalid Votes

Number of ballots	Number of votes
0	0

Item No. 2 - Ordinary Resolution

Re-appointment of Mr. Zhooben Dossabhoy Bhiwandiwala (DIN: 00110373), who was liable to retire by rotation, as Director of the Company.

	Number of ballots	Number of votes	Percentage of total votes	Result
Votes in favour of the resolution	197	343,474,969	98.6830	Passed with requisite
Votes against the resolution	14	4,583,852	1.3170	majority
Total	211	348,058,821	100	

Abstained votes

Number of ballots	Number of votes
7	37,707

Invalid Votes

Number of ballots	Number of votes
0	0

SPECIAL BUSINESS

Item No. 3 - Ordinary Resolution

Ratification of the remuneration payable to M/s. Dhananjay V. Joshi & Associates, Cost Accountants (Firm Registration Number 000030) appointed as Cost Auditors of the Company.

	Number of ballots	Number of votes	Percentage of total votes	Result
Votes in favour of the resolution	202	348,057,066	99.9995	Passed with requisite majority
Votes against the resolution	9	1,755	0.0005	
Total	211	348,058,821	100	

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Number of ballots	Number of votes
7	37,707

Invalid Votes

Number of ballots	Number of votes
0	0

Item No. 4 - Ordinary Resolution

Appointment of Mr. Manoj Mullassery Menon (DIN: 07642469), as Director of the Company, liable to retire by rotation.

	Number of ballots	Number of votes	Percentage of total votes	Result
Votes in favour of the resolution	200	343,583,204	98.7141	Passed with requisite majority
Votes against the resolution	11	4,475,617	1.2859	
Total	211	348,058,821	100	

Abstained votes

Number of ballots	Number of votes
7	37,707

Invalid Votes

Number of ballots	Number of votes
0	0

Item No. 5 - Ordinary Resolution

Appointment of Mr. Manoj Mullassery Menon (DIN: 07642469) as Whole-time Director of the Company for a period of 3 (three) years from 17th October, 2019 on the aggregate remuneration not exceeding Rs. 20 million subject to terms and conditions as set out in the explanatory statement.

	Number of	Number of	Percentage of	Result
	ballots	votes	total votes	
Votes in favour of the resolution	198	343,582,535	98.7139	Passed with requisite majority
Votes against the resolution	13	4,476,286	1.2861	
Total	211	348,058,821	100	l

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Number of ballots	Number of votes
7	37,707

Invalid Votes

Number of ballots	Number of votes
0	0

Item No. 6 - Ordinary Resolution

Appointment of Mr. Anil Haridass (DIN: 00266080), as Director of the Company liable to retire by rotation.

	Number of ballots	Number of votes	Percentage of total votes	Result
Votes in favour of the resolution	200	343,583,204	98.7141	Passed with requisite majority
Votes against the resolution	11	4,475,617	1.2859	-
Total	211	348,058,821	100	

Abstained votes

Number of ballots	Number of votes
7	37,707

Invalid Votes

Number of ballots	Number of votes
0	0

Item No. 7 - Ordinary Resolution

Appointment of Mr. Anil Haridass (DIN: 00266080) as Whole-time Director of the Company for a period of 3 (three) years from 10th December, 2019 on the aggregate remuneration not exceeding Rs. 20 million, subject to terms and conditions as set out in the explanatory statement.

	Number of ballots	Number of votes	Percentage of total votes	Result
Votes in favour of the resolution	198	343,582,535	98.7139	Passed with requisite majority
Votes against the resolution	13	4,476,286	1.2861	
Total	211	348,058,821	100	
				Page 4 of

BH ACS-10189 CP No.6029 Dany S

Number of ballots	Number of votes
7	37,707

Invalid Votes

Number of ballots	Number of votes
0	0

Thanking You, Yours faithfully, CS Sachin Bhagwat Practising Company Secretary ACS 10189; CP No.: 6029 Countersigned by : For Mahindra CIE Automotive Limited

our

Pankaj Goyal Company Secretary

Place: Pune Date: 26 June, 2020

