

SEC/2022/082  
24<sup>th</sup> June, 2022

<b>BSE Limited</b> Corporate Relationship Department, P. J. Towers, Dalal Street, Fort, Mumbai - 400 001.  <b>BSE Scrip Code: 532756</b>	<b>National Stock Exchange of India Limited</b> Corporate Relationship Department, Exchange Plaza, 5 <sup>th</sup> Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051.  <b>NSE Scrip Code: MAHINDCIE</b>
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**Sub: Disclosure of Voting Results of Postal Ballot pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir / Madam,

We refer to our letter dated 18<sup>th</sup> May, 2022 and 23<sup>rd</sup> May, 2022 whereby we had informed about the Postal Ballot for seeking approval of members as required under Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to (i) the material related party transactions of the Company with Mahindra and Mahindra Limited and (ii) the material related party transactions of CIE Galfor S.A. (a wholly-owned subsidiary of the Company) with CIE Automotive S.A. (ultimate holding company of the Company).

In this regard, Mr. Sachin Bhagwat, Practicing Company Secretary (ACS No. 10189) who was appointed as the scrutinizer for postal ballot activity has submitted his report dated 24<sup>th</sup> June, 2022.

Further, Pursuant to Regulation 44(3) of Listing Regulations, we are enclosing herewith result of remote e-voting in the prescribed format along with Scrutinizer's report. The resolutions have been passed by the Members with requisite majority. The result of the remote e-voting and Report of the Scrutinizer will also be hosted on the website of the Company i.e., [www.mahindracie.com](http://www.mahindracie.com) and website of KFin Technologies Limited (e-voting agency) i.e., <https://evoting.kfintech.com>.

Kindly take the same on your record.

Thanking you,  
Yours faithfully,  
For Mahindra CIE Automotive Limited

  
**Pankaj Goyal**  
Company Secretary and Compliance Officer  
Membership No.: A 29614  
Encl: as above



	MAHINDRA CIE AUTOMOTIVE LIMITED
Last date of voting of postal ballot	23-06-2022
Total number of shareholders on record date (cut-off date)	86,999
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

Resolution No. 1	Approval of material related party transactions of the Company with Mahindra and Mahindra Limited, which inter-alia are in the nature of sale, purchase or supply of goods or materials, availing or rendering of services, leasing/renting of property of any kind and paying/receiving the rent or giving/receiving the security deposit for such property, selling or otherwise disposing off or buying property of any kind including plant and equipment, reimbursements to be made or received ("Transactions"), entered into or to be entered into in ordinary course of business and on arm's length basis, which taken together during a financial year may exceed 10% of the Annual Consolidated Turnover of the Company as per the last audited financial statements.										
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	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	28,38,63,525	-	-	-	-	-	-	-	-	
	Poll		-	-	-	-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-	-
	Total		-	-	-	-	-	-	-	-	-
Public- Institutions	E-Voting	5,69,68,329	5,33,67,208	93.6787	5,33,67,208	-	100.0000	-	-	3,04,050	
	Poll		-	-	-	-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-	-
	Total		5,33,67,208	93.6787	5,33,67,208	-	100.0000	-	-	-	3,04,050
Public- Non Institutions	E-Voting	3,82,90,431	37,69,624	9.8448	37,68,594	1,030	99.9727	0.0273	-	1,348	
	Poll		-	-	-	-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-	-
	Total		37,69,624	9.8448	37,68,594	1,030	99.9727	0.0273	-	-	1,348
Total		37,91,22,285	5,71,36,832	15.0708	5,71,35,802	1,030	99.9982	0.0018	-	3,05,398	



Resolution No. 2	Approval of material related party transaction(s) of CIE Galfor S.A. (a wholly-owned subsidiary of the Company) with CIE Automotive S.A. (ultimate holding Company of the Company), which taken together with previous transactions during a financial year may exceed 10% of the Annual Consolidated Turnover of the Company as per the last audited financial statements, and which are in the nature of (i) Cash Pooling Arrangement (more particularly explained in the Explanatory Statement) and (ii) rendering or availing of services in ordinary course of business and on arm's length basis.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	28,38,63,525	-	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	<b>Total</b>		-	-	-	-	-	-	-	-
Public- Institutions	E-Voting	5,69,68,329	5,33,67,208	93.6787	5,33,67,208	-	100.0000	-	-	3,04,050
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	<b>Total</b>		5,33,67,208	93.6787	5,33,67,208	-	100.0000	-	-	304050
Public- Non Institutions	E-Voting	3,82,90,431	37,69,624	9.8448	37,68,088	1,536	99.9593	0.0407	-	1,348
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	<b>Total</b>		37,69,624	9.8448	37,68,088	1,536	99.9593	0.0407	-	1,348
<b>Total</b>	<b>Total</b>	<b>37,91,22,285</b>	<b>5,71,36,832</b>	<b>15.0708</b>	<b>5,71,35,296</b>	<b>1,536</b>	<b>99.9973</b>	<b>0.0027</b>	<b>-</b>	<b>3,05,398</b>



**Scrutinizer's Report**

To,  
Chairman  
Mahindra CIE Automotive Limited  
Suite F9D, Grand Hyatt Plaza (Lobby Level)  
Off Western Express Highway, Santacruz (E)  
Mumbai 400055

Sir,

I was appointed as a Scrutinizer by the Board of Directors of Mahindra CIE Automotive Limited ("the Company"), at its meeting held on Monday, 25 April, 2022 for scrutinizing the votes cast by Postal Ballot which was carried out by electronic means through the remote e-voting facility only ("Postal Ballot"), on the items of business set out in the Notice of Postal Ballot dated Monday, 25 April, 2022. I submit my report on the result of Postal Ballot as under:

1. The Company completed the e-mail dispatch of Notice of Postal Ballot on Monday, 23 May, 2022. The Notice was sent to the Members whose names appeared in the Register of Members / List of Beneficial Owners as received from National Securities Depositories Limited and Central Depository Services (India) Limited as on Friday, 20 May, 2022.
2. The voting rights of members were considered in proportion to the paid-up value of their shares in the equity capital of the Company as on Friday, 20 May, 2022, the "cut-off date" fixed by the Company.
3. The Notice of Postal Ballot was sent to the e-mail IDs of Members, which were registered with their Depository Participants (in the cases of dematerialized shareholding) and with the Company's Registrar and Transfer Agent (in the cases of physical shareholding).
4. No printed copy of notice of Postal Ballot and Postal Ballot Form were sent to the Members and they were required to communicate their assent or dissent through remote e-voting facility only.
5. The e-voting module of KFin Technologies Limited was enabled on Wednesday, 25 May, 2022 at 9.00 A.M. and disabled on Thursday, 23 June, 2022 at 5.00 P.M. During this period, Members of the Company, holding shares in physical and dematerialized form, as on the cut-off date, were able to cast their vote through remote e-voting on the resolutions set out in the Notice of Postal Ballot. The

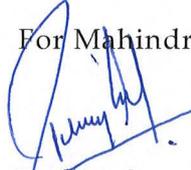


votes cast through electronic mode were unblocked on Thursday, 23 June, 2022 at 5.06 P.M.

6. None of the related parties voted on the resolutions.
7. Particulars of all votes cast by Postal Ballot have been entered in the register separately maintained for the purpose.
8. The summary of votes cast by electronic mode is given in Annexure A.
9. You may accordingly declare the result of the voting by Postal Ballot.



CS Sachin Bhagwat  
ACS 10189, CP: 6029  
Pune, 24 June 2022  
UDIN: A010189D000527013  
PR No. 654/2020



For Mahindra CIE Automotive Limited

Pankaj Goyal  
Company Secretary  
Pune, 24 June 2022

**Mahindra CIE Automotive Limited**  
**Suite F9D, Grand Hyatt Plaza (Lobby Level), Off Western Express Highway, Santacruz (E), Mumbai- 400 055**

**Resolution No. 1 : Ordinary Resolution**

Approval of material related party transactions of the Company with Mahindra and Mahindra Limited, which inter-alia are in the nature of sale, purchase or supply of goods or materials, availing or rendering of services, leasing/renting of property of any kind and paying/receiving the rent or giving/receiving the security deposit for such property, selling or otherwise disposing off or buying property of any kind including plant and equipment, reimbursements to be made or received ("Transactions"), entered into or to be entered into in ordinary course of business and on arm's length basis, which taken together during a financial year may exceed 10% of the Annual Consolidated Turnover of the Company as per the last audited financial statements.

	Postal Ballot Received			Abstained*			Total votes polled	Invalid votes
	Postal Ballot Forms	E-voting	Total	Postal Ballot Forms	E-voting	Total		
	A1	A2	A=A1+A2	B1	B2	B=B1 + B2		
Number of Members	NA	376	376	NA	10	10	369	Nil
Votes	NA	5,74,42,230	5,74,42,230	NA	3,05,398	3,05,398	5,71,36,832	Nil

	Votes in favour			Votes against			% in favour (D/C)*100	% against (E/C)*100	Remarks
	Postal Ballot Forms	E-voting	Total	Postal Ballot Forms	E-voting	Total			
	D1	D2	D=D1+D2	E1	E2	E=E1+E2			
Number of Members	-	354	354	-	15	15	N.A.	N.A.	Passed with requisite majority
Votes	-	5,71,35,802	5,71,35,802	-	1,030	1,030	99.9982	0.0018	

\* includes votes cast less than entitled to by three shareholders



**Resolution No. 2 : Ordinary Resolution**

Approval of material related party transaction(s) of CIE Galfor S.A. (a wholly-owned subsidiary of the Company) with CIE Automotive S.A. (ultimate holding Company of the Company), which taken together with previous transactions during a financial year may exceed 10% of the Annual Consolidated Turnover of the Company as per the last audited financial statements, and which are in the nature of (i) Cash Pooling Arrangement (more particularly explained in the Explanatory Statement) and (ii) rendering or availing of services in ordinary course of business and on arm's length basis.

	Postal Ballot Received			Abstained*			Total votes polled C	Invalid votes
	Postal Ballot Forms	E-voting	Total	Postal Ballot Forms	E-voting	Total		
	A1	A2	A=A1+A2	B1	B2	B=B1 + B2		
<b>Number of Members</b>	NA	376	376	NA	10	10	369	Nil
<b>Votes</b>	NA	5,74,42,230	5,74,42,230	NA	3,05,398	3,05,398	5,71,36,832	Nil

	Votes in favour			Votes against			% in favour (D/C)*100	% against (E/C)*100	Remarks
	Postal Ballot Forms	E-voting	Total	Postal Ballot Forms	E-voting	Total			
	D1	D2	D=D1+D2	E1	E2	E=E1+E2			
<b>Number of Members</b>	NA	352	352	NA	17	17	NA	NA	Passed with requisite majority
<b>Votes</b>	NA	5,71,35,296	5,71,35,296	NA	1,536	1,536	99.9973	0.0027	

\* includes votes cast less than entitled to by three shareholders

