



Samvardhana MotherSON International Limited

Head Office: C-14 A & B, Sector 1, Noida – 201301 Distt. Gautam Budh Nagar, U.P. India
Tel: +91-120-6752100, 6752278, Fax: +91-120-2521866, 2521966, Website: www.motherSON.com

August 28, 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: Proceedings of 38th Annual General Meeting (AGM) of the Company held on August 28, 2025

Dear Sir / Madam,

Please find enclosed proceedings of 38th Annual General Meeting (“**AGM**”) of Samvardhana MotherSON International Limited (“**the Company**”) held on August 28, 2025 (Thursday) at 1615 Hours (IST) through video conferencing and other audio-visual means.

The above is disclosed pursuant to the Regulation 30 read with Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The above is for your kind information and records.

Thanking you,

Yours truly,
For Samvardhana MotherSON International Limited

Alok Goel
Company Secretary



SUMMARY OF PROCEEDINGS OF 38TH ANNUAL GENERAL MEETING OF SAMVARDHANA MOTHERSON INTERNATIONAL LIMITED HELD ON THURSDAY, AUGUST 28, 2025.

38th Annual General Meeting (“AGM”) of the Members of Samvardhana Motherson International Limited (“the Company”) was held on Thursday, August 28, 2025 at 1615 Hours (IST) through Video Conferencing (“VC”)/Other Audio Visual Means (“OAVM”).

Mr. Alok Goel, Company Secretary welcomed all the equity shareholders present in AGM and made necessary statutory disclosures. The Company Secretary announced that requisite quorum was present at AGM. He informed that the Company while conducting the AGM adhered to the Circulars of the Ministry of Corporate Affairs (“MCA”). The relevant documents mentioned in the Notice were available for inspection at website of the Company. Since there was no physical attendance of members in compliance with the circulars issued by the MCA, the requirement of appointing proxies was not applicable. The Company Secretary informed that Mr. D.P. Gupta, Practicing Company Secretary of M/s. SGS Associates LLP, had been appointed as the Scrutinizer to conduct poll.

Mr. Vivek Chaand Sehgal, Chairman of the Company welcomed all the equity shareholders. The requisite quorum being present, Chairman called AGM to order and introduced the Directors and members of management team participating through VC/OAVM. The Company’s Statutory Auditors and Secretarial Auditors were also present at AGM through VC/OAVM.

With consent of the members, the Notice of AGM and Auditors’ Report for the financial year ended on March 31, 2025, were taken as read. The Chairman informed the members that Statutory Auditor’s Report and Secretarial Auditor’s Report did not contain any qualifications, other reservations, adverse remarks or disclaimers.

The Chairman thereafter delivered his opening remarks on Company’s financial performance, making progress in sustainability, theme of Annual Report and Motherson as a platform for growth. The Chairman then invited members to express their views and ask questions, who had done prior registrations. After members spoke, clarifications were provided by Mr. Vivek Chaand Sehgal, Chairman, Mr. Laksh Vaaman Sehgal, Director and Mr. Kunal Malani, Chief Financial Officer to the queries raised by the members.

Thereafter, following businesses mentioned in AGM Notice, were announced for consideration by members as under:

Item No.	Item Description	Resolution Type
Resolution No. 1	Adoption of Audited Standalone and Consolidated Financial Statements of the Company for the year ended March 31, 2025.	Ordinary Resolution
Resolution No. 2	Declaration of Final Dividend of INR 0.35 (Thirty Five Paise only) per equity share for the financial year 2024-25.	Ordinary Resolution
Resolution No. 3	Re-appointment of Mr. Pankaj Mital (DIN: 00194931), who retires by rotation, being eligible, seeks re-appointment.	Ordinary Resolution
Resolution No. 4	Approval for appointment of Secretarial Auditors of the Company.	Ordinary Resolution

Resolution No. 5	Ratification of the remuneration for Cost Auditors for the Financial Year 2025-26.	Ordinary Resolution
Resolution No. 6	Approval of the Material Related Party Transactions to be undertaken by the Company with Motherson Sumi Wiring India Limited.	Ordinary Resolution
Resolution No. 7	Approval under Section 186 of the Companies Act, 2013 to give loan or guarantee upto an additional amount of INR 3,000 Million (Rupees Three Thousand Million only).	Special Resolution
Resolution No. 8	Approval for issue of Parent Corporate Guarantee for CIM Tools Private Limited.	Special Resolution
Resolution No. 9*	Approval for appointment of Mr. Vivek Chaand Sehgal, Chairman of the Company, to the office or place of profit in overseas wholly owned subsidiary of the Company.	Ordinary Resolution
Resolution No. 10*	Approval for appointment of Mr. Laksh Vaaman Sehgal, Director of the Company, to the office or place of profit in overseas wholly owned subsidiaries of the Company.	Ordinary Resolution

**As the Chairman was deemed to be interested in this Items, the directors appointed Mr. Naveen Ganzu, an Independent Director to act as Chairman for Resolution No. 9 and 10.*

The Chairman requested that the members who have not voted through remote e-voting, to cast their votes at the website of National Securities Depository Limited (“**NSDL**”) (the E-voting Agency). The facility of e-voting at NSDL website was available for 15 (fifteen) minutes.

The members were informed that the consolidated voting results along with the scrutinizers report would be disseminated through the stock exchanges, placed on the website of the Company, NSDL (the voting agency), BSE Limited and National Stock Exchange of India Limited within two (2) working days from the conclusion of AGM. The Chairman authorized the Company Secretary to carry out the voting process and declare the results.

The Company Secretary submitted a vote of thanks to the Chairman of AGM for conducting the proceedings on behalf of the members of the Company.

Thereafter, the Chairman formally concluded the proceedings of AGM.

The e-voting and the AGM concluded at 1714 Hours (IST).