



MAHARASHTRA SCOOTERS LTD.

CIN-L35912MH1975PLC018376
Regd. Office : C/o Bajaj Auto Limited,
Mumbai-Pune Road, Akurdi, Pune 411 035 (India)
Phone : 020-27472851, Fax : 020-27472764
Website : www.mahascooters.com

MSL: SH: SE:

11 September 2019

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| Corporate Relations Department BSE Limited 1 st Floor, New Trading Ring P.J.Tower, Dalal Street, MUMBAI 400 001 https://listing.bseindia.com BSE Scrip Code No. 500266 | Corporate Listing Department National Stock Exchange of India Ltd. Plot No.C/1, C Block Bandra – Kurla Complex, Bandra (East) MUMBAI 400 051 https://connect2nse.com/LISTING NSE Scrip Symbol: MAHSCOOTER |
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Sub: Submission of result of Postal Ballot and voting result pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

This is in continuation of our letter dated 12 August 2019 forwarding therewith a copy of Postal Ballot Notice and explanatory statement, seeking the consent of the shareholders by way of Special Resolution, through Postal Ballot / electronic voting, in due compliance of the provisions of Section 110 of the Companies Act, 2013 as amended, with respect to the following item of business:-

1. To approve appointment of Mrs. Lila Poonawalla (DIN 00074392) as a Non-Executive Independent Director of the Company for 5 years from 25 July 2019

In the above context, pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform that Shri Shyamprasad D. Limaye, Practising Company Secretary, the Scrutinizer appointed for conducting the postal ballot process, has submitted his report to the Chairman of the Company and the results of Postal Ballot have been announced by him today i.e. on 11 September 2019, in terms of which the above resolution has been passed by the members with requisite majority.

In the above backdrop, we enclose herewith a copy of Scrutinizers Report and a Statement containing the details of e-voting results in the format prescribed pursuant to Regulation 44 of SEBI Listing Regulations 2015, a copy whereof is also being made available on the website of the company i.e. www.mahascooters.com.

Kindly take the above on record.

Thanking you,

Yours truly,
For Maharashtra Scooters Limited


N.S. Kulkarni
Company Secretary

Enc: As above

Shyamprasad D. Limaye

B.Com. LL.B. F.C.S

Company Secretary

Flat No.303, Parag-Wahini C.H.S Ltd,
126 Dahanukar Colony, Lane No. 4
Kothrud, Pune: 411038.
Tel.: (O) 25389985 (R) 25230773
email:shyamprasad.limaye@gmail.com

Scrutinizer's Report
[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 of the Companies,
(Management and Administration) Rules, 2014, as amended]

To,
The Chairman,
Maharashtra Scooters Limited,
CIN: L35912MH1975PLC018376,
Mumbai Pune Road
Akurdi, Pune 411035.

Dear Sir,

1. I, Shyamprasad D Limaye, a Company Secretary in practice, have been appointed by the Board of Directors of Bajaj Auto Limited ("the Company") as a scrutiner for the purpose of scrutinising the postal ballot forms and e-voting and ascertaining the requisite majority on voting carried out as per the provisions of Section 110 of the Companies Act, 2013, read with Rule 22 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions contained in the postal ballot notice dated 24th July, 2019 ("the resolutions").
2. The notice dated 24th July, 2019, seeking approval of members of the Company along with statement setting out material facts under Section 102(1) of the Companies Act, 2013 was sent to the members in respect of the resolutions to be passed, through postal ballot. The Company had also provided remote e-voting facility to the members to vote on the resolutions through the electronic voting platform provided by Karvy Fintech Private Limited ("Karvy").
3. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through postal ballot/remote e-voting on the resolutions for approval of the members of the Company. My responsibility as a Scrutinizer for the postal ballot forms and remote e-voting is restricted to make a Scrutinizer's report of the votes cast in "favour" or "against" the resolutions and "invalid" and "abstained" votes, based on the postal ballot forms received and the reports generated from the e-voting platform provided by Karvy.
4. Further to the above, I submit my report as under:-
 - i. The Company has completed dispatch of Notice on Friday, 09 August, 2019:
 - a) dispatch of postal ballot notice and ballot form along with postage prepaid business reply envelope to its members whose names appeared in the register of members/list of beneficial holders as on Friday, 02nd August, 2019 (End of Day) through speed post to the members who have not registered their email ID.



- b) dispatch of postal ballot notice and ballot form to its members whose names appeared in the register of members/list of beneficial holders as on Friday, 02nd August, 2019 (End of Day) through email at their registered email ID.
- ii. The remote e-voting period remained open from Saturday, 10th August, 2019 (9:00 A.M.) to Monday, 09th September, 2019 (5:00 P.M).
- iii. The members whose names appeared in the register of members as on the "cut-off" date i.e. Friday, 02nd August, 2019, (End of Day) were entitled to vote on the resolutions as set out in the Postal Ballot Notice of the Company.
- iv. The remote e-voting facility was blocked on Monday, 09th September, 2019 immediately after the completion of voting hours in the presence of 2 witnesses, Mr. Neelkanth G. Limaye and Mr. Aditya A. Abhyankar who are not in the employment of the Company.
- v. The postal ballot forms were kept under my safe custody in sealed and tamper proof envelopes before commencing the scrutiny of such postal ballot forms.
- vi. All postal ballot forms received up to Monday, 09th September, 2019, being the last date fixed by the Company for the receipt of the forms, were considered for my scrutiny. Envelopes received after Monday, 09th September, 2019, were not considered. All votes cast on Karvy e-voting platform upto 5.00 p.m. on Monday, 9th September, 2019, were considered for my scrutiny.
- vii. The postal ballot forms which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- viii. Particulars of all the postal ballot forms received from the members by Monday, 09th September, 2019, are manually entered on the system provided by Karvy.
- ix. A total of 277 envelopes containing postal ballot forms were returned undelivered. These envelopes are not opened and are kept separately.
- x. Thereafter considering votes through remote e-voting and votes cast through postal ballot forms, the combined result of the voting is given below. The details containing, *inter alia*, votes cast in "favor" or "against" on the resolutions that were put to vote, and whose votes became invalid and number of votes abstained from voting, were generated from the e-voting website of Karvy - i.e. <https://evoting.karvy.com> and my report is based on such reports generated.



Resolution No. 1

Special Resolution- Approval for sections 149, 152 and any other applicable provisions of the Companies Act, 2013 and under Regulation 17(1A) of the SEBI Listing Regulations, 2015 for appointment of Mrs. Lila Poonawalla (DIN 00074392) as an Independent Director of the Company for a term of five years with effect from 25 July, 2019.:

| Sr. No. | Particulars of voting | No. of Shareholders | | | No. of Shares | | | % of total valid votes |
|---------|------------------------|-----------------------------------|------------------------|-------|-----------------------------------|------------------------|---------|------------------------|
| | | Voted through postal ballot forms | Voted through E-voting | Total | Voted through Postal ballot forms | Voted through E-voting | Total | |
| 1 | Total Ballots received | 101 | 75 | 176 | 17250 | 6531577 | 6548827 | |
| 2 | Less : Invalid votes | 5 | 0 | 5 | 776 | 0 | 776 | |
| 3 | Net Valid Votes | 96 | 75 | 171 | 16474 | 6531577 | 6548051 | |
| 4 | Votes with Assent | 86 | 72 | 158 | 15534 | 6531275 | 6546809 | 99.98% |
| 5 | Votes with Dissent | 6 | 3 | 9 | 415 | 302 | 717 | 0.01% |
| 6 | Abstained Votes | 4 | 0 | 4 | 525 | 0 | 525 | 0.01% |

Thanking You,

Yours faithfully,




Shyamprasad Limaye
Company Secretary
Membership No. FCS 1587 CP 572
Place: Pune
Date: 11th September, 2019

Based on the foregoing, I hereby declare that the Resolution has been passed with the requisite majority.

For Maharashtra Scooters Limited



Sanjivnayan Bajaj
Chairman
Date: 11th September, 2019