

Scrutinizer's Report – Consolidated

To,
The Chairman of the
Twenty-Seventh Annual General Meeting (“AGM”) of
the **Members of CIE Automotive India Limited**
held on Wednesday, 29th day of April, 2026 at 3:30 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, Practicing Company Secretary, was appointed as a Scrutinizer by the Board of Directors of CIE Automotive India 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 e-voting process conducted during the AGM for all the resolutions contained in the notice of the AGM.
2. The Company had sent the Notice of the AGM along-with Annual Report for financial year ended on 31st December, 2025 in electronic mode on Thursday, 2nd April, 2026. 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, 27th March, 2026.
3. 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 Wednesday, 22nd April, 2026, the “cut-off date” fixed by the Company. Total number of shareholders as on the cut-off date was 1,04,857 holding 379,362,377 equity shares of the Company.
4. The Notice of the AGM along-with Annual Report for financial year ended on 31st December, 2025 was sent in electronic mode to the e-mail addresses of Members, who have registered their email addresses with their Depository Participants (in the cases of dematerialized shareholding) and with the Company's Registrar and Share Transfer Agent (in the cases of physical shareholding). A letter providing the web-link, including the exact path, where complete details of the Annual Report are available was sent to those Members who have not registered their email addresses. Printed copies of Annual Report were sent to those members who had requested for the same.

5. The Company had published a notice by way of advertisement in the newspapers on Monday, 6th April, 2026 providing information relating to the AGM, the remote e-voting and details of participation in the AGM through video conferencing, TDS on Dividend etc.
6. The Company provided the facility of "remote e-voting" for ensuring wider participation of the Members and to enable them to cast their vote electronically. The remote e-voting module of KFin Technologies Limited was enabled on Friday, 24th April, 2026 at 9:00 A.M. and disabled on Tuesday, 28th April, 2026 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 the AGM.
7. An opportunity was given to Members attending the AGM and who had not cast their vote by remote e-Voting, to cast their vote electronically during the meeting.
8. The votes cast by the members by remote e-voting and at the AGM were unblocked on Wednesday, 29th April, 2026 at 5:54 P.M. Particulars of all votes cast by members by remote e-voting and during the AGM have been entered in the register separately maintained for the purpose.
9. I hereby confirm that the e-voting process (remote e-voting and e-voting during the AGM) was conducted in a fair and transparent manner.
10. I submit my consolidated report on the results of remote e-voting together with that of e-voting conducted during the AGM, through the system provided by KFin Technologies Limited, as under:

86

ORDINARY BUSINESS

Item No. 1 - Ordinary Resolution

Consideration and adoption of the Audited Financial Statements (along-with Audited Consolidated Financial Statements) of the Company for the Financial Year ended 31st December, 2025 along-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	287	34,56,10,699	100	Passed with requisite majority
Votes against the resolution	1	3	0	
Total	288	34,56,10,702	100	

Abstained votes

Number of ballots	Number of votes
3	1,73,506

Invalid Votes

Number of ballots	Number of votes
0	0

Item No. 2 - Ordinary Resolution

Declaration of dividend of Rs. 7/- per ordinary Equity Shares of face value of Rs. 10/- each for the financial year ended 31st December, 2025.

	Number of ballots	Number of votes	Percentage of total votes	Result
Votes in favour of the resolution	290	34,57,84,108	100	Passed with requisite majority
Votes against the resolution	0	0	0	
Total	290	34,57,84,108	100	

Abstained votes

Number of ballots	Number of votes
1	100

82

Invalid Votes

Number of ballots	Number of votes
0	0

Item No. 3 - Ordinary Resolution

To re-appoint Mr. Shriprakash Shukla (DIN: 00007418), who retires by rotation and being eligible offers himself for re-appointment, as a director liable to retire by rotation.

	Number of ballots*	Number of votes	Percentage of total votes	Result
Votes in favour of the resolution	278	34,55,56,131	99.9341	Passed with requisite majority
Votes against the resolution	16	2,27,871	0.0659	
Total	294	34,57,84,002	100	

* 5 persons have voted for as well as against

Abstained votes

Number of ballots	Number of votes
2	206

Invalid Votes

Number of ballots	Number of votes
0	0

SPECIAL BUSINESS

Item No. 4 - Ordinary Resolution

Ratification of Remuneration to Messrs. Dhananjay V. Joshi & Associates, Cost Accountants, (Firm Registration Number: 000030), as Cost Auditors to conduct the audit of the cost records of the Company for the Financial Year ending 31st December, 2026, amounting to Rs. 13,86,000 (Rupees Thirteen Lakhs Eighty-Six Thousand Only)

	Number of ballots	Number of votes	Percentage of total votes	Result
Votes in favour of the resolution	286	34,57,83,991	100	Passed with requisite majority
Votes against the resolution	3	11	0	
Total	289	34,57,84,002	100	

Sh

Abstained votes

Number of ballots	Number of votes
2	206

Invalid Votes

Number of ballots	Number of votes
0	0

Item No. 5 - Ordinary Resolution

Approval of remuneration payable to Mr. Shriprakash Shukla (DIN: 00007418) as Non-Executive Director of the Company

	Number of ballots	Number of votes	Percentage of total votes	Result
Votes in favour of the resolution	283	34,57,83,595	99.9999	Passed with requisite majority
Votes against the resolution	6	407	0.0001	
Total	289	34,57,84,002	100	

Abstained votes

Number of ballots	Number of votes
2	206

Invalid Votes

Number of ballots	Number of votes
0	0

82

Item No. 6 - Ordinary Resolution

Approval of revision in remuneration payable to Mr. Manoj Mullassery Menon (DIN: 07642469) as Whole time Director of the Company

	Number of ballots	Number of votes	Percentage of total votes	Result
Votes in favour of the resolution	283	34,57,34,267	99.9856	Passed with requisite majority
Votes against the resolution	6	49,735	0.0144	
Total	289	34,57,84,002	100	

Abstained votes

Number of ballots	Number of votes
2	206

Invalid Votes

Number of ballots	Number of votes
0	0

Item No. 7 - Ordinary Resolution

Approval of material related party transactions of the Company with Mahindra & Mahindra Limited

	Number of ballots	Number of votes	Percentage of total votes	Result
Votes in favour of the resolution	273	9,45,19,058	99.6018	Passed with requisite majority
Votes against the resolution	8	3,77,847	0.3982	
Total	281	9,48,96,905	100	

Abstained votes

Number of ballots	Number of votes
7	24,92,86,777

Invalid Votes

Number of ballots	Number of votes
3	16,00,526

Item No. 8 - Ordinary Resolution

Approval of material related party transactions of CIE Galfor S.A.U. (a wholly-owned subsidiary of the Company) with CIE Automotive S.A. (ultimate holding Company of the Company).

	Number of ballots	Number of votes	Percentage of total votes	Result
Votes in favour of the resolution	270	9,05,68,728	95.4391	Passed with requisite majority
Votes against the resolution	11	43,28,177	4.5609	
Total	281	9,48,96,905	100	

Abstained votes

Number of ballots	Number of votes
7	24,92,86,777

Invalid Votes

Number of ballots	Number of votes
3	16,00,526

Thanking You,
Yours faithfully,



CS Sachin Bhagwat
Practicing Company Secretary
ACS 10189; CP No.: 6029

UDIN: A010189H000237801
PR No.: 6175/2024
Place: Pune
Date: 29th April, 2026

Countersigned by:
For CIE Automotive India Limited



Pankaj Goyal
Company Secretary, Chief Compliance
Officer and Head-Legal
Membership No.: F13037