



# 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:

20 August 2019

Corporate Relations Department BSE Limited 1 <sup>st</sup> Floor, New Trading Ring P.J.Tower, Dalal Street, <b>MUMBAI 400 001</b> <a href="https://listing.bseindia.com">https://listing.bseindia.com</a> BSE Scrip Code No. <b>500266</b>	Corporate Listing Department National Stock Exchange of India Ltd. Plot No.C/1, C Block Bandra – Kurla Complex, Bandra (East) <b>MUMBAI 400 051</b> <a href="https://connect2nse.com/LISTING">https://connect2nse.com/LISTING</a> NSE Scrip Symbol: <b>MAHSCOOTER</b>
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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 18 July 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 items of business:-

1. Approval for insertion of new object clause in the Main Objects of the Company
2. Approval for adoption of new Articles of Association of the Company in conformity with the Companies Act, 2013.

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 20 August 2019, in terms of which the above resolutions have 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](http://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

**Scrutiniser'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 scrutiniser 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 03<sup>rd</sup> July, 2019 ("the resolutions").
2. The notice dated 03<sup>rd</sup> 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 Wednesday, 17<sup>th</sup> July, 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, 12<sup>th</sup> July, 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, 12<sup>th</sup> July, 2019 (End of Day) through email at their registered email ID.





- ii. The remote e-voting period remained open from Thursday, 18<sup>th</sup> July, 2019 (9:00 A.M.) to Friday, 16<sup>th</sup> August, 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, 12<sup>th</sup> July, 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 Friday, 16<sup>th</sup> August, 2019 immediately after the completion of voting hours in the presence of 2 witnesses, Mr. Neelkanth G. Limaye and Mr. Mayur M. Kulkarni 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 Friday, 16<sup>th</sup> August, 2019, being the last date fixed by the Company for the receipt of the forms, were considered for my scrutiny. Envelopes received after Friday, 16<sup>th</sup> August, 2019, were not considered. All votes cast on Karvy e-voting platform upto 5.00 p.m. on Friday, 16<sup>th</sup> August, 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 Friday, 16<sup>th</sup> August, 2019, are manually entered on the system provided by Karvy.
- ix. A total of 440 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 insertion of new object clause in the Main Objects of the Company:

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	13	104	117	2,412	61,77,208	61,79,620	-
2	Less : Invalid votes	-	-	-	-	-	-	-
3	Net Valid Votes	13	104	117	2,412	61,77,208	61,79,620	100
4	Votes with Assent	13	87	100	2,412	61,55,224	61,57,636	<b>99.64</b>
5	Votes with Dissent	-	16	16	-	21,979	21,979	<b>0.36</b>
6	Abstained Votes	-	1	1	-	5	5	0.00

Notes:

- \*Total Votes excludes Less Voted shares
- Net valid votes through e-voting includes cases where the shareholders have divided the valid votes into favor and against for both the resolutions. Hence, there is a mismatch in the number of shareholders with valid votes and total no. of shareholders with assent, dissent and abstained.



**Resolution No. 2**

Special Resolution- Approval for adoption of new Articles of Association of the Company in conformity with the Companies Act, 2013:

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	13	104	117	2,412	61,77,208	61,79,620	
2	Less : Invalid votes	-	-	-	-	-	-	
3	Net Valid Votes	13	104	117	2,412	61,77,208	61,79,620	100
4	Votes with Assent	13	56	69	2,412	60,89,679	60,92,091	<b>98.58</b>
5	Votes with Dissent	-	47	47	-	87,524	87,524	<b>1.42</b>
6	Abstained Votes	-	1	1	-	5	5	0.00

Notes:

- \*Total Votes excludes Less Voted shares
- Net valid votes through e-voting includes cases where the shareholders have divided the valid votes into favor and against for both the resolutions. Hence, there is a mismatch in the number of shareholders with valid votes and total no. of shareholders with assent, dissent and abstained.

Thanking You,

Yours faithfully,

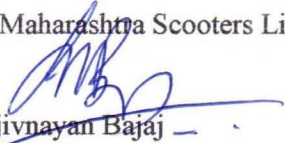


Shyamprasad Limaye  
Company Secretary  
Membership No. FCS 1587 CP 572  
Place: Pune  
Date: 20<sup>th</sup> August, 2019



Based on the foregoing, I hereby declare that the Resolutions have been passed with the requisite majority.

For Maharashtra Scooters Limited



Sanjivnayan Bajaj  
Chairman  
Date: 20<sup>th</sup> August, 2019