



August 23, 2024

Online intimation/ submission

The Secretary

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001
Security Code: 505200

The Secretary

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor, Plot No. C/1,
G Block, Bandra Kurla Complex, Bandra (E),
Mumbai - 400 051
Symbol: EICHERMOT

Ref: Results of the 42nd Annual General Meeting under Regulation 44(3) of SEBI (LODR) Regulations, 2015 and Scrutinizer’s Report under Rule 20 of the Companies (Management and Administration) Rules, 2014

Dear Sir/ Madam,

In furtherance to our letter dated August 22, 2024, informing proceedings of the 42nd Annual General Meeting (AGM) of the Company pursuant to Regulation 30 and other applicable provisions of SEBI (LODR) Regulations, 2015, we would like to inform you that all the business items/ resolutions as set out in the Notice of 42nd Annual General Meeting of the Company, have been transacted at the said AGM, as per the details given below:

Business Item no. 1	To receive, consider and adopt the Audited Financial Statements (including Audited Consolidated Financial Statements) of the Company for the financial year ended March 31, 2024 together with the Reports of the Board of Directors and the Auditors thereon (Ordinary Resolution)
Total votes cast	23,57,94,896
Votes in favour	23,55,64,072
Votes against	2,30,824
Invalid votes	Nil
Result	The resolution was passed with requisite majority

Business Item no. 2	To declare a dividend of Rs. 51/- per equity share of face value of Re. 1/- each for the financial year ended March 31, 2024 (Ordinary Resolution)
Total votes cast	23,65,28,743
Votes in favour	23,60,04,469
Votes against	5,24,274
Invalid votes	Nil
Result	The resolution was passed with requisite majority
Business Item no. 3	To appoint Mr. Govindarajan Balakrishnan (DIN: 03093035), who retires by rotation and being eligible, offers himself for re-appointment as a Director (Ordinary Resolution)
Total votes cast	23,65,00,707
Votes in favour	23,01,47,930
Votes against	63,52,777
Invalid votes	Nil
Result	The resolution was passed with requisite majority
Business Item no. 4	To consider and approve Material Related Party Transactions between VE Commercial Vehicles Limited (VECV), Subsidiary of the Company, and Volvo Group India Private Limited, a related party of VECV (Ordinary Resolution)
Total votes cast	10,18,05,112
Votes in favour	10,17,62,185
Votes against	42,927
Invalid votes	Nil
Result	The resolution was passed with requisite majority
Business Item no. 5	To consider and ratify remuneration of Rs. 5,00,000/- (Rupees Five Lakhs only) of M/s. Jyothi Satish & Co., Cost Auditor payable for the financial year 2023-24 (Ordinary Resolution)
Total votes cast	23,64,34,575
Votes in favour	23,64,33,010
Votes against	1,565
Invalid votes	Nil
Result	The resolution was passed with requisite majority



The Scrutinizer submitted its report on e-voting (including remote e-voting) today i.e. August 23, 2024, to the undersigned who has declared the results of the voting. The undersigned has been duly authorised by the Chairman of the Company in this regard.

Further, pursuant to Regulation 44(3) of SEBI (LODR) Regulations, 2015 and Rule 20 of the Companies (Management and Administration) Rules, 2014, please find enclosed herewith voting results of the AGM along with consolidated report on remote e-voting as well as e-voting at the AGM of Mr. Vijay Gupta, Scrutinizer (Managing Partner, M/s VKGN & Associates, Chartered Accountants).

Kindly take the above on records.

Thanking you,
For **Eicher Motors Limited**

Atul Sharma
Company Secretary

Encl: a.a



VKGN & Associates
Chartered Accountants

Consolidated Scrutinizer's Report

[Pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,
Mr. Atul Sharma
Company Secretary
Authorised by the Chairman

Name of the Company	Eicher Motors Limited CIN: L34102DL1982PLC129877
Meeting	42 nd Annual General Meeting ("AGM") of the Equity Shareholders
Day, Date & Time	Thursday, August 22, 2024 at 2:00 p.m. Indian Standard Time (IST)
Deemed Venue of e-AGM	Registered Office of the Company - 3rd Floor-Select Citywalk A-3 District Centre, Saket New Delhi - 110017
Mode	Through Video Conferencing/ Other Audio-Visual Means (VC/OAVM) without physical presence of the Members

Sub: Scrutinizer's Report on remote e-voting and e-voting at the e-AGM conducted in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the circulars issued by the Ministry of Corporate Affairs, SEBI and the Guidance/Clarification note issued by ICSI

Dear Sir,

Please refer to your email dated June 11, 2024 informing that the Board of Directors of the Company in its meeting held on May 11, 2024 had appointed me as a Scrutinizer for the purpose of scrutinizing the remote e-voting, and e-voting facility at the e-AGM (hereinafter collectively referred to as the "e-voting Process") in a fair and transparent manner and for ascertaining the requisite majority in the e-voting Process, carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Guidance/Clarification note dated April 15, 2020 issued by ICSI, the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) along with the General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 20/2021, 21/2021, 2/2022, 10/2022 and 09/2023 dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, December 08, 2021, December 14, 2021, May 05, 2022, December 28, 2022 and September 25, 2023 respectively issued by the Ministry of Corporate Affairs (collectively referred to as "MCA Circulars") and SEBI Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 and SEBI/HO/DDHS/P/CIR/2023/0164 dated October 07, 2023 (collectively referred to as "SEBI Circulars").





As a scrutinizer, I am required to scrutinize the said e-voting Process from a place other than the venue of the e-AGM and the scope for ascertaining the requisite majority on voting through such process is limited to preparing and submitting the Scrutinizer's report on the votes cast by the members of the Company "in favour" of or "against" the resolutions on the basis of the data downloaded from e-voting website of National Securities Depositories Limited (hereinafter referred to as "NSDL")

The Management of the Company is responsible for ensuring the compliances for conducting the e-AGM of the members of the Company through VC/OAVM and for organizing the process of remote e-voting and e-voting system during the e-AGM on the resolutions contained in the notice of the e-AGM in accordance with the provisions of Companies Act, 2013, rules made thereunder read with the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, the MCA Circulars and the SEBI Circulars.

I, Vijay Gupta, Chartered Accountant in Practice (ICAI Membership No.: 081986) and Partner of M/s. VKGN & Associates, Chartered Accountants having office at J-10, Green Park Main, New Delhi-110 016, submit report as under:

1. As required under Sections 101, 102 and 108 of the Companies Act, 2013, notice of the e-AGM of Eicher Motors Limited ("the Company"), held on Thursday, August 22, 2024 at 2:00 p.m. IST through Video Conferencing / Other Audio Visual Means without physical presence of the members at the Registered Office of the Company situated at 3rd Floor-Select Citywalk A-3 District Centre, Saket New Delhi – 110017, being the deemed venue of the e-AGM, was duly sent to the members, directors, auditors of the Company and other persons eligible to receive a copy thereof, as confirmed by the Company.
2. The Shareholders holding shares as on the "cut off" date i.e., close of business hours on August 16, 2024 were entitled to vote on the proposed resolutions viz., five (5) items as set out in the notice convening e-AGM of the Company for remote e-voting and e-voting at the e-AGM.
3. Detailed instructions relating to remote e-voting facility and e-voting on the day of the e-AGM along with login details were provided to the members.
4. The Company has also published the information relating to remote e-voting in newspapers namely, Business Standard, Hindi (New Delhi Edition), and the Business Standard, English (All Editions) dated July 31, 2024.
5. The remote e-voting period commenced on Monday, August 19, 2024 at 09:00 a.m. IST and concluded on Wednesday, August 21, 2024 at 05:00 p.m. IST.
6. The members have cast their vote through e-voting facility provided by NSDL on the designated website <https://www.evoting.nsdl.com>.
7. After the Chairman announced the end of discussion on all the resolutions, the members present in the meeting who had not cast their votes through remote e-voting were requested to cast their vote through e-voting process.





8. The e-voting process provided by the Company to facilitate voting at the e-AGM held on August 22, 2024 was operational during the period from 02:00 p.m. IST to 3:12 p.m. IST.
9. I have monitored the process of remote e-voting through the scrutinizer's secured link provided by NSDL on the designated website and that of the e-voting on the day of the e-AGM.
10. Votes cast by the members through remote e-voting and at the e-AGM through e-voting were considered for the purpose of this report.
11. The votes cast through remote e-voting and e-voting by members at the e-AGM, were unblocked by me, on Thursday, August 22, 2024 at 3:15 p.m. IST in the presence of 2 (two) witnesses viz., Mr. Akshay Kakkar, Company Secretary (ACS: 62055), and Mr. Ashwani Kumar (Aadhaar Number-5743-2357-5651).
12. The electronic voting system was diligently scrutinized.
13. The result of remote e-Voting and e-voting at e-AGM process on the below mentioned resolutions is as under:
 - a) Item No. 1 (as an Ordinary Resolution): To receive, consider and adopt the Audited Financial Statements (including Audited Consolidated Financial Statements) of the Company for the financial year ended March 31, 2024 together with the Reports of the Board of Directors and the Auditors thereon:

Voted "In Favour"/ "Against" the resolution:

In Favour/ Against	Remote E-Voting		Voting through e-voting at e-AGM		Consolidated		
	Voters	No. of Votes	Voters	No. of Votes	Voters	No. of Votes	Percentage
In Favour	1,644	23,55,55,362	6	8,710	1650	23,55,64,072	99.9021081
Against	10	2,30,814	1	10	11	2,30,824	0.0978919
Total	1,654	23,57,86,176	7	8,720	1,661	23,57,94,896	100.00

Invalid Votes: Nil

- b) Item No. 2 (as an Ordinary Resolution): To declare a dividend of Rs. 51/- per equity share of face value of Re. 1/- each for the financial year ended March 31, 2024:

Voted "In Favour"/ "Against" the resolution:

In Favour/ Against	Remote E-Voting		Voting through e-voting at e-AGM		Consolidated		
	Voters	No. of Votes	Voters	No. of Votes	Voters	No. of Votes	Percentage
In Favour	1,641	23,59,95,759	6	8,710	1,647	23,60,04,469	99.7783466
Against	14	5,24,264	1	10	15	5,24,274	0.2216534
Total	1,655	23,65,20,023	7	8,720	1,662	23,65,28,743	100.00

Invalid Votes: Nil





- c) Item No. 3 (as an Ordinary Resolution): To appoint Mr. Govindarajan Balakrishnan (DIN: 03093035), who retires by rotation and being eligible, offers himself for re-appointment as a Director:

Voted "In Favour"/ "Against" the resolution:

In Favour/ Against	Remote E-Voting		Voting through e-voting at e-AGM		Consolidated		
	Voters	No. of Votes	Voters	No. of Votes	Voters	No. of Votes	Percentage
In Favour	1,512	23,01,47,880	5	50	1,517	23,01,47,930	97.3138444
Against	148	63,44,107	2	8,670	150	63,52,777	2.6861556
Total	1,660	23,64,91,987	7	8,720	1,667	23,65,00,707	100.00

Invalid Votes: Nil

- d) Item No. 4 (as an Ordinary Resolution): To consider and approve Material Related Party Transactions between VE Commercial Vehicles Limited (VECV), Subsidiary of the Company, and Volvo Group India Private Limited, a related party of VECV:

Voted "In Favour"/ "Against" the resolution:

In Favour/ Against	Remote E-Voting		Voting through e-voting at e-AGM		Consolidated		
	Voters	No. of Votes	Voters	No. of Votes	Voters	No. of Votes	Percentage
In Favour	1,615	10,17,53,475	6	8,710	1,621	10,17,62,185	99.9578341
Against	23	42,917	1	10	24	42,927	0.0421659
Total	1,638	10,17,96,392	7	8,720	1,645	10,18,05,112	100.00

Invalid Votes: Nil

- e) Item No. 5 (as an Ordinary Resolution): To consider and ratify remuneration of Cost Auditor payable for the financial year 2023-24:

Voted "In Favour"/ "Against" the resolution:

In Favour/ Against	Remote E-Voting		Voting through e-voting at e-AGM		Consolidated		
	Voters	No. of Votes	Voters	No. of Votes	Voters	No. of Votes	Percentage
In Favour	1,625	23,64,24,300	6	8,710	1,631	23,64,33,010	99.9993381
Against	21	1,555	1	10	22	1,565	0.0006619
Total	1,646	23,64,25,855	7	8,720	1,653	23,64,34,575	100.00

Invalid Votes: Nil

14. The Company Secretary of the Company, duly authorized by the Chairman in this regard, may declare the result accordingly.





15. The Register and all other papers relating to the e-voting shall remain in our safe custody until the Chairman considers, approves, and signs the minutes of the e-AGM, and thereafter the same shall be handed over to the Company Secretary for safe keeping.
16. a) I have conducted my examination in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India (ICAI) and Standards on Auditing specified under Section 143(10) of the Companies Act, 2013. The Guidance Note requires that I comply with the ethical requirements of the Code of Ethics issued by ICAI, and
- b) I have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Thanking You

For VKGN & Associates
Chartered Accountants
ICAI Firm Registration No.: 012897N

Vijay Gupta
Chartered Accountant in Practice
Partner
Membership No.: 081986
UDIN: 24081986BKBPAZ6529



Place: New Delhi
Date: August 23, 2024

Countersigned by:
For Eicher Motors Limited

Atul Sharma
Company Secretary

Eicher Motors Limited

Voting Results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of the AGM/EGM	August 22, 2024		
Total number of shareholders on record date	2,59,228		
No. of shareholders physically present in the meeting either themselves or through proxy:	This facility was not provided		
Promoters and Promoter Group:			
Public:			
No. of shareholders attended the meeting through Video Conferencing			
Promoters and Promoter Group:	9		
Public:	74		

Agenda-wise disclosure (to be disclosed separately for each agenda item)

Resolution No. 1	(Ordinary)	To receive, consider and adopt the Audited Financial Statements (including Audited Consolidated Financial Statements) of the Company for the financial year ended March 31, 2024 together with the Reports of the Board of Directors and the Auditors thereon						
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of Shares Held	No. of Votes Polled	% of votes polled on outstanding shares	No. of Votes-in favour	No. of Votes-against	% of votes in favour on votes polled	% of votes against on votes polled
		[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100
Promoter and Promoter Group	E-Voting - Remote	134565087	134564737	99.9997	134564737	0	100.0000	0.0000
	E-Voting - AGM		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		134565087	134564737	99.9997	134564737	0	100.0000
Public - Institutions	E-Voting - Remote	112901360	98013984	86.8138	97783224	230760	99.7646	0.2354
	E-Voting - AGM		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		112901360	98013984	86.8138	97783224	230760	99.7646
Public - Non Institutions	E-Voting - Remote	26594263	3207455	12.0607	3207401	54	99.9983	0.0017
	E-Voting - AGM		8720	0.0328	8710	10	99.8853	0.1147
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		26594263	3216175	12.0935	3216111	64	99.9980
Total		274060710	235794896	86.0375	235564072	230824	99.9021	0.0979

Resolution No. 2	(Ordinary)	To declare a dividend of Rs. 51/- per equity share of face value of Re. 1/- each for the financial year ended March 31, 2024.						
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of Shares Held	No. of Votes Polled	% of votes polled on outstanding shares	No. of Votes-in favour	No. of Votes-against	% of votes in favour on votes polled	% of votes against on votes polled
		[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100
Promoter and Promoter Group	E-Voting - Remote	134565087	134564737	99.9997	134564737	0	100.0000	0.0000
	E-Voting - AGM		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		134565087	134564737	99.9997	134564737	0	100.0000
Public - Institutions	E-Voting - Remote	112901360	98742504	87.4591	98218281	524223	99.4691	0.5309
	E-Voting - AGM		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		112901360	98742504	87.4591	98218281	524223	99.4691
Public - Non Institutions	E-Voting - Remote	26594263	3212782	12.0807	3212741	41	99.9987	0.0013
	E-Voting - AGM		8720	0.0328	8710	10	99.8853	0.1147
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		26594263	3221502	12.1135	3221451	51	99.9984
Total		274060710	236528743	86.3052	236004469	524274	99.7783	0.2217

Resolution No. 3	(Ordinary)	To appoint Mr. Govindarajan Balakrishnan (DIN: 03093035), who retires by rotation and being eligible, offers himself for re-appointment as a Director						
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of Shares Held	No. of Votes Polled	% of votes polled on outstanding shares	No. of Votes-in favour	No. of Votes-against	% of votes in favour on votes polled	% of votes against on votes polled
		[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100
Promoter and Promoter Group	E-Voting - Remote	134565087	134564737	99.9997	134564737	0	100.0000	0.0000
	E-Voting - AGM		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		134565087	134564737	99.9997	134564737	0	100.0000
Public - Institutions	E-Voting - Remote	112901360	98719925	87.4391	92376168	6343757	93.5740	6.4260
	E-Voting - AGM		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		112901360	98719925	87.4391	92376168	6343757	93.5740
Public - Non Institutions	E-Voting - Remote	26594263	3207325	12.0602	3206975	350	99.9891	0.0109
	E-Voting - AGM		8720	0.0328	50	8670	0.5734	99.4266
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		26594263	3216045	12.0930	3207025	9020	99.7195
Total		274060710	236500707	86.2950	230147930	6352777	97.3138	2.6862

Resolution No. 4	(Ordinary)	To consider and approve Material Related Party Transactions between VE Commercial Vehicles Limited (VECV), Subsidiary of the Company, and Volvo Group India Private Limited, a related party of VECV						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of Shares Held	No. of Votes Polled	% of votes polled on outstanding shares	No. of Votes-in favour	No. of Votes-against	% of votes in favour on votes polled	% of votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting - Remote	134565087	-	-	-	-	-	-
	E-Voting - AGM		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	134565087	0	0	0	0	0	0
Public - Institutions	E-Voting - Remote	112901360	98719925	87.4391	98677792	42133	99.9573	0.0427
	E-Voting - AGM		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	112901360	98719925	87.4391	98677792	42133	99.9573	0.0427
Public - Non Institutions	E-Voting - Remote	26594263	3076467	11.5682	3075683	784	99.9745	0.0255
	E-Voting - AGM		8720	0.0328	8710	10	99.8853	0.1147
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	26594263	3085187	11.6009	3084393	794	99.9743	0.0257
Total	274060710	101805112	37.1469	101762185	42927	99.9578	0.0422	
Resolution No. 5	(Ordinary)	To consider and ratify remuneration of Rs. 5,00,000/- (Rupees Five Lakhs only) of M/s. Jyothi Satish & Co., Cost Auditor payable for the financial year 2023-24						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of Shares Held	No. of Votes Polled	% of votes polled on outstanding shares	No. of Votes-in favour	No. of Votes-against	% of votes in favour on votes polled	% of votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting - Remote	134565087	134564737	99.9997	134564737	0	100.0000	0.0000
	E-Voting - AGM		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	134565087	134564737	99.9997	134564737	0	100.0000	0.0000
Public - Institutions	E-Voting - Remote	112901360	98648369	87.3757	98648369		100.0000	0.0000
	E-Voting - AGM		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	112901360	98648369	87.3757	98648369	0	100.0000	0.0000
Public - Non Institutions	E-Voting - Remote	26594263	3212749	12.0806	3211194	1555	99.9516	0.0484
	E-Voting - AGM		8720	0.0328	8710	10	99.8853	0.1147
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	26594263	3221469	12.1134	3219904	1565	99.9514	0.0486
Total	274060710	236434575	86.2709	236433010	1565	99.9993	0.0007	

Date: August 23, 2024
Place: Chennai, Tamil Nadu

For Eicher Motors Limited

(Atul Sharma)
Company Secretary