

Certified for PED Modules H & H1  
by HSB IE Limited (NoBo # 2833)  
IBR Certified  
ASME "U" / "S"  
NATIONAL BOARD "NB"  
MEMBERS OF : HTRI-USA



29 September, 2022

To,

<b>Bombay Stock Exchange Limited</b> Corporate Relationships Department 1st Floor, New Trading Ring, Rotunda Building, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001 <b>BSE CODE: 523792</b>	<b>National Stock Exchange of India Limited</b> Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E) Mumbai – 400 051 <b>NSE CODE : MAZDA</b>
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**Sub: Submission of Voting Results for the 32<sup>nd</sup> Annual General Meeting of the company**

Dear Sir,

Pursuant to the requirements of Regulation 44 of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, please find attached the voting results of remote e-voting including e-voting during the AGM held on Wednesday, 28<sup>th</sup> September, 2022 along with Scrutinizer's Report.

Please take the same on record.

Thanking you,

**Yours faithfully**  
**For Mazda Limited**

**Nishith Kayasth**  
**Company Secretary**

**Encl.: As above**

Sales & Admn. Office :  
Mazda House, Panchwati 2nd Lane,  
Ambawadi, Ahmedabad - 380006. INDIA  
Phone: +91 (0) 79 40007000 (30 Lines)  
+91 (0) 79 2644 2036, 37, 38  
Fax : +91 (0) 79 2656 5605  
E-mail : vacuum@mazdalimited.com  
Website : [www.mazdalimited.com](http://www.mazdalimited.com)

Works & Registered Office :  
Unit-1  
C/1-39/13/16, G.I.D.C.,  
Naroda,  
Ahmedabad - 382 330  
Phone: +91 (0) 79 40267000

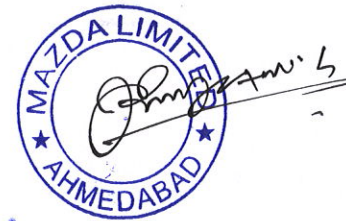
Works :  
Unit-2  
Plot No. 11 & 12, Hitendranagar  
Sahakari Vasahat Ltd.,  
N.H. Road, Naroda,  
Ahmedabad - 382 340  
Phone: +91 (0) 79 40266900

Works :  
Unit-3  
C/1-A5, G.I.D.C.,  
Odhav,  
Ahmedabad - 380 015  
Phone: +91 (0) 79 22874945

Works :  
Unit-4  
Plot No. 17/1, Phase-III,  
G.I.D.C., Naroda,  
Ahmedabad - 382 330  
Phone: +91 (0) 79 40147000

Works :  
Unit-5  
Plot No. 7610, Phase-IV,  
G.I.D.C., Vatva,  
Ahmedabad - 382 445  
(M) : 9879113091

Voting results	
Record date	21-09-2022
Total number of shareholders on record date	6027
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	3
b) Public	46
<b>No. of resolution passed in the meeting</b>	<b>8</b>
Disclosure of notes on voting results	<a href="#">Add Notes</a>



Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of the financial statements of the company for the year ended 31st March, 2022 and the reports of the Directors and Auditors thereon				
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		1936016	100.0000	1936016	0	100.0000	0.0000
	Poll	1936016						
	Postal Ballot (if applicable)							
	<b>Total</b>	1936016	1936016	100.0000	1936016	0	100.0000	0.0000
Public-Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	2584						
	Postal Ballot (if applicable)							
	<b>Total</b>	2584	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		110314	5.3385	109617	697	99.3682	0.6318
	Poll	2066400						
	Postal Ballot (if applicable)							
	<b>Total</b>	2066400	110314	5.3385	109617	697	99.3682	0.6318
<b>Total</b>		4005000	2046330	51.0944	2045633	697	99.9659	0.0341
<b>Whether resolution is Pass or Not.</b>						Yes		
Disclosure of notes on resolution						Add Notes		

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Declaration of Final Dividend on equity share of the company for the financial year ended on 31st March, 2022				
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		1936016	100.0000	1936016	0	100.0000	0.0000
	Poll	1936016						
	Postal Ballot (if applicable)							
	<b>Total</b>	1936016	1936016	100.0000	1936016	0	100.0000	0.0000
Public-Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	2584						
	Postal Ballot (if applicable)							
	<b>Total</b>	2584	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		110314	5.3385	109914	400	99.6374	0.3626
	Poll	2066400						
	Postal Ballot (if applicable)							
	<b>Total</b>	2066400	110314	5.3385	109914	400	99.6374	0.3626
<b>Total</b>		4005000	2046330	51.0944	2045930	400	99.9805	0.0195
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Percy Avari (DIN: 00499114) as a director retiring by rotation				
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		1936016	100.0000	1936016	0	100.0000	0.0000
	Poll	1936016						
	Postal Ballot (if applicable)							
	<b>Total</b>	1936016	1936016	100.0000	1936016	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	2584						
	Postal Ballot (if applicable)							
	<b>Total</b>	2584	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		110314	5.3385	109617	697	99.3682	0.6318
	Poll	2066400						
	Postal Ballot (if applicable)							
	<b>Total</b>	2066400	110314	5.3385	109617	697	99.3682	0.6318
<b>Total</b>		4005000	2046330	51.0944	2045633	697	99.9659	0.0341
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mrs. Shanaya Mody Khatua (DIN: 01241585) as a director retiring by rotation				
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		1936016	100.0000	1936016	0	100.0000	0.0000
	Poll	1936016						
	Postal Ballot (if applicable)							
	<b>Total</b>	1936016	1936016	100.0000	1936016	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	2584						
	Postal Ballot (if applicable)							
	<b>Total</b>	2584	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		110314	5.3385	99125	11189	89.8571	10.1429
	Poll	2066400						
	Postal Ballot (if applicable)							
	<b>Total</b>	2066400	110314	5.3385	99125	11189	89.8571	10.1429
<b>Total</b>		4005000	2046330	51.0944	2035141	11189	99.4532	0.5468
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



Resolution (5)								
Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution?				Ordinary				
Description of resolution considered				Re-appointment of M/s. Mayank Shah & Associates, Chartered Accountants, as statutory auditors and to fix their remuneration				
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		1936016	100.0000	1936016	0	100.0000	0.0000
	Poll	1936016						
	Postal Ballot (if applicable)							
	<b>Total</b>	1936016	1936016	100.0000	1936016	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	2584						
	Postal Ballot (if applicable)							
	<b>Total</b>	2584	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		110314	5.3385	109617	697	99.3682	0.6318
	Poll	2066400						
	Postal Ballot (if applicable)							
	<b>Total</b>	2066400	110314	5.3385	109617	697	99.3682	0.6318
<b>Total</b>		4005000	2046330	51.0944	2045633	697	99.9659	0.0341
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



Resolution (6)								
Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution? Description of resolution considered				Ordinary Yes Ratification of remuneration payable to the Cost Auditor for the financial year 2022-23				
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		1936016	100.0000	1936016	0	100.0000	0.0000
	Poll	1936016						
	Postal Ballot (if applicable)							
	<b>Total</b>	1936016	1936016	100.0000	1936016	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	2584						
	Postal Ballot (if applicable)							
	<b>Total</b>	2584	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		110314	5.3385	109617	697	99.3682	0.6318
	Poll	2066400						
	Postal Ballot (if applicable)							
	<b>Total</b>	2066400	110314	5.3385	109617	697	99.3682	0.6318
<b>Total</b>		4005000	2046330	51.0944	2045633	697	99.9659	0.0341
<b>Whether resolution is Pass or Not.</b>						Yes		
Disclosure of notes on resolution						Add Notes		

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0





Resolution (7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mrs. Shanaya Mody Khatua (DIN: 01241585) as Whole-Time Director and remuneration thereon				
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		1936016	100.0000	1936016	0	100.0000	0.0000
	Poll	1936016						
	Postal Ballot (if applicable)							
	<b>Total</b>	1936016	1936016	100.0000	1936016	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	2584						
	Postal Ballot (if applicable)							
	<b>Total</b>	2584	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		110314	5.3385	99125	11189	89.8571	10.1429
	Poll	2066400						
	Postal Ballot (if applicable)							
	<b>Total</b>	2066400	110314	5.3385	99125	11189	89.8571	10.1429
<b>Total</b>		4005000	2046330	51.0944	2035141	11189	99.4532	0.5468
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



Resolution (8)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Percy X. Avari (DIN: 00499114) as Whole-Time Director and remuneration thereon				
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		1936016	100.0000	1936016	0	100.0000	0.0000
	Poll	1936016						
	Postal Ballot (if applicable)							
	<b>Total</b>	1936016	1936016	100.0000	1936016	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	2584						
	Postal Ballot (if applicable)							
	<b>Total</b>	2584	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		110314	5.3385	99125	11189	89.8571	10.1429
	Poll	2066400						
	Postal Ballot (if applicable)							
	<b>Total</b>	2066400	110314	5.3385	99125	11189	89.8571	10.1429
<b>Total</b>		4005000	2046330	51.0944	2035141	11189	99.4532	0.5468
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



**Consolidated Report of Scrutinizer**  
**[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of**  
**The Companies (Management and Administration) Rules, 2014]**

To,  
The Chairman  
32<sup>nd</sup> Annual General Meeting (AGM) of the members of  
MAZDA LIMITED  
held on 28<sup>th</sup> September, 2022 at 12.00 noon  
Through Video Conference ("VC") / Other Audio Visual Means ("OAVM")

Dear Sir,

1. I, CS Rutul J. Shukla, Practicing Company Secretary, have been appointed by the Board of Directors of Mazda Limited ("Company") as a Scrutinizer for the purpose of scrutinizing the remote e-voting & e-voting at the time of 32<sup>nd</sup> Annual General Meeting of the members of the Company and for ascertaining the majority on voting carried out as per the provision of Section 108 of the Companies Act, 2013 read with Rule 20 of The Companies (Management and Administration) Rules, 2014 on the below mentioned resolutions, considered in connection with the 32<sup>nd</sup> Annual General Meeting held on 28<sup>th</sup> September, 2022 at 12.00 noon through Video Conference (VC) / Other Audio Visual Means (OAVM).
2. The Management of the Company is responsible to ensure the compliances with the requirements of provisions of Companies Act, 2013 MCA Circulars and Rules relating to voting on the resolutions contained in the Notice to the 32<sup>nd</sup> Annual General Meeting of the members of the Company.

My responsibility as a scrutinizer for the voting process is restricted to make Scrutinizer's Report of the votes casted "in favour" or "against" the resolutions stated below, based on the scrutiny of the reports generated from the e-voting (both remote e-voting and e-voting during the AGM) system provided by M/s Central Depository Services (India) Limited ("CDSL"), the authorized agency to provide e-voting facilities as appointed by the Company.

3. Further to the above, I submit my consolidated report as under:

**A. For Remote E-Voting:**

1. The remote e-voting period remained open from Sunday, 25<sup>th</sup> September, 2022 (9.00 a.m.) to Tuesday, 27<sup>th</sup> September, 2022 (5.00 p.m.).

Office No. 908, Colonnade 2, Behind Rajpath Club, Opp. Infostretch, Near One World Capital, Bodakdev, Ahmedabad - 380054, Gujarat, India Tel. No. : (079) 4009 0770, E-mail : info@rshuklaassocs.com

- II. The Members of the Company as on "cut off" date i.e 21<sup>st</sup> September, 2022 were entitled to vote on the resolutions stated in the Notice of the 32<sup>nd</sup> Annual General Meeting. The paid up capital as on cut-off date was Rs. 4,00,50,000/- divided into 40,05,000 Equity Share of Rs. 10/- each.
  - III. The votes casted were subsequently unblocked by me on 28<sup>th</sup> September, 2022 around 01.12 p.m. in the presence of two witnesses, Mr. Sunny Soni and Mr. Gaurang Shelke who are not in the employment of the Company and electronic ballots were diligently scrutinized by me.
  - IV. The electronic ballots were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorization lodged with the Company.
  - V. Thereafter, the details of members, who have voted "For" or "Against" each of the resolutions permitted for remote e-voting, were prepared based on report generated from the e-voting website of CDSL.
- B. For E-voting during the AGM:**
- I. The e-voting was conducted together on all the item nos. 1 to 8 on the agenda during the AGM.
  - II. The e-voting during the AGM was conducted to enable the members of the Company who have attended the AGM through VC/OAVM and had not casted their vote through Remote E-voting facility.
  - III. After ensuring that all the members who desire to cast their vote through e-voting at the AGM have exercised their right to vote and after seeking permission form the Chairman of the 32<sup>nd</sup> Annual General Meeting, e-voting at the AGM was closed/blocked.
  - IV. The electronic votes casted by the members during the AGM were subsequently unblocked by me immediately after the conclusion of AGM and electronic ballots were diligently scrutinized. The electronic votes were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorization / proxies lodged with the Company.
  - V. Thereafter, the details of members, who have voted "For" or "Against" each of the resolutions permitted for e-voting during the AGM, were prepared based on report generated from the e-voting system of CDSL.



Office No. 908, Colonnade 2, Behind Rajpath Club, Opp. Infostretch, Near One World Capital, Bodakdev, Ahmedabad - 380054, Gujarat, India Tel. No. : (079) 4009 0770, E-mail : info@rshuklaassocs.com

4. Based on such scrutiny of the Remote E-voting & E-voting during the AGM, the result of the voting is as under:

**(a) Resolution Number 1: (Ordinary Business – Ordinary Resolution):**

**Ordinary Resolution for consideration and adoption of Audited Financial Statements of the Company for the financial year ended on 31<sup>st</sup> March, 2022 including the audited balance sheet year ended on 31<sup>st</sup> march, 2022 the statement of profit and loss for the year ended 31<sup>st</sup> march, 2022 and report of directors and auditors thereon:**

- (i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	39	20,45,189	99.97%
E-voting (During AGM)	21	444	100%
<b>Total</b>	<b>60</b>	<b>20,45,633</b>	<b>99.97%</b>

- (ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	2	697	0.03%
E-voting (During AGM)	0	0	0%
<b>Total</b>	<b>2</b>	<b>697</b>	<b>0.03%</b>

- (iii) **Invalid** Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	0	0	0%
E-voting (During AGM)	0	0	0%
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0%</b>

**(b) Resolution No. 2: (Ordinary Business – Ordinary Resolution):**

**Ordinary Resolution for declaration of Final Dividend of Rs. 12.10/- per equity share of the company for the financial year ended on 31<sup>st</sup> March, 2022.**

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	40	20,45,486	99.98%
E-voting (During AGM)	21	444	100%
<b>Total</b>	<b>61</b>	<b>20,45,930</b>	<b>99.98%</b>

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	1	400	0.02%
E-voting (During AGM)	0	0	0%
<b>Total</b>	<b>1</b>	<b>400</b>	<b>0.02%</b>

(iii) **Invalid** Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	0	0	0%
E-voting (During AGM)	0	0	0%
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0%</b>



**(c) Resolution No. 3: (Ordinary Business – Ordinary Resolution):**

**Ordinary Resolution for Re-appointment of Mr. Percy Avari (DIN: 00499114) as a director retiring by rotation:**

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	39	20,45,189	99.97%
E-voting (During AGM)	21	444	100%
<b>Total</b>	<b>60</b>	<b>20,45,633</b>	<b>99.97%</b>

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	2	697	0.03%
E-voting (During AGM)	0	0	0%
<b>Total</b>	<b>2</b>	<b>697</b>	<b>0.03%</b>

(iii) **Invalid** Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	0	0	0%
E-voting (During AGM)	0	0	0%
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0%</b>

Office No. 908, Colonnade 2, Behind Rajpath Club, Opp. Infostretch, Near One World Capital, Bodakdev, Ahmedabad - 380054, Gujarat, India Tel. No. : (079) 4009 0770, E-mail : info@rshuklaassocs.com

**(d) Resolution No. 4: (Ordinary Business – Ordinary Resolution):**

**Ordinary Resolution for Re-appointment of Mrs. Shanaya Mody Khatua (DIN: 01241585) as a director retiring by rotation:**

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	38	20,34,697	99.45%
E-voting (During AGM)	21	444	100%
<b>Total</b>	<b>59</b>	<b>20,35,141</b>	<b>99.45%</b>

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	3	11,189	0.55%
E-voting (During AGM)	0	0	0%
<b>Total</b>	<b>3</b>	<b>11,189</b>	<b>0.55%</b>

(iii) **Invalid** Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	0	0	0%
E-voting (During AGM)	0	0	0%
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0%</b>





**(e) Resolution No. 5: (Ordinary Business – Ordinary Resolution):**

**Ordinary Resolution for Re-appointment of M/s. Mayank Shah & Associates, Chartered Accountants, as statutory auditors and to fix their remuneration:**

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	39	20,45,189	99.97%
E-voting (During AGM)	21	444	100%
<b>Total</b>	<b>60</b>	<b>20,45,633</b>	<b>99.97%</b>

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	2	697	0.03%
E-voting (During AGM)	0	0	0%
<b>Total</b>	<b>2</b>	<b>697</b>	<b>0.03%</b>

(iii) **Invalid** Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	0	0	0%
E-voting (During AGM)	0	0	0%
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0%</b>

**(f) Resolution No. 6: (Special Business – Ordinary Resolution):**

**Ordinary Resolution for ratification of remuneration payable to the Cost Auditors for the financial year 2022-23:**

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	39	20,45,189	99.97%
E-voting (During AGM)	21	444	100%
<b>Total</b>	<b>60</b>	<b>20,45,633</b>	<b>99.97%</b>

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	2	697	0.03%
E-voting (During AGM)	0	0	0%
<b>Total</b>	<b>2</b>	<b>697</b>	<b>0.03%</b>

(iii) **Invalid Votes:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	0	0	0%
E-voting (During AGM)	0	0	0%
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0%</b>



**(g) Resolution No. 7: (Special Business – Special Resolution):**

**Special Resolution for Re-appointment of Mrs. Shanaya Mody Khatua (DIN: 01241585) as Whole-Time Director and remuneration thereon:**

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	38	20,34,697	99.45%
E-voting (During AGM)	21	444	100%
<b>Total</b>	<b>59</b>	<b>20,35,141</b>	<b>99.45%</b>

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	3	11,189	0.55%
E-voting (During AGM)	0	0	0
<b>Total</b>	<b>3</b>	<b>11,189</b>	<b>0.55%</b>

(iii) **Invalid** Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	0	0	0%
E-voting (During AGM)	0	0	0%
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0%</b>

**(h) Resolution No. 8: (Special Business – Special Resolution):**

**Special Resolution for Re-appointment of Mr. Percy X. Avari (DIN: 00499114) as Whole-Time Director and remuneration thereon:**

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	38	20,34,697	99.45%
E-voting (During AGM)	21	444	100%
<b>Total</b>	<b>59</b>	<b>20,35,141</b>	<b>99.45%</b>

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	3	11,189	0.55%
E-voting (During AGM)	0	0	0
<b>Total</b>	<b>3</b>	<b>11,189</b>	<b>0.55%</b>

(iii) **Invalid** Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	0	0	0%
E-voting (During AGM)	0	0	0%
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0%</b>



RUTUL J. SHUKLA  
B Com, LL B, PGDBM (Finance), FCS

RUTUL SHUKLA & ASSOCIATES  
COMPANY SECRETARIES

Office No. 908, Colonnade 2, Behind Rajpath Club, Opp Infostretch, Near One World Capital, Bodakdev,  
Ahmedabad - 380054, Gujarat, India Tel. No. : (079) 4009 0770. E-mail : info@rshuklaassocs.com

5. A compact disk (CD) /Excel Sheet and other supportive documents containing list of equity shareholders who voted "For" or "Against" and those votes which were considered "Invalid" for each resolution and also resolutions received from corporate shareholders etc. will be returned for safe keeping by our separate letter to the Company.
6. The reports generated in respect of electronic ballots and all other relevant records will also be handed over by me to the Company Secretary authorised by the Board for safe keeping.

Thanking you,

Place: Ahmedabad  
Date: 28<sup>th</sup> September, 2022

For RUTUL SHUKLA & ASSOCIATES  
Company Secretaries



*R. J. Shukla*

Rutul J. Shukla  
Proprietor

COP. No.: 7470

FCS No.: 6776

UDIN: F006776D001068287

Countersigned by:



For Mazda Limited

*Nishith Kayasth*

Nishith Kayasth

ACS: 19347

Company Secretary and Compliance Officer

Mazda Limited  
(Authorised Representative appointed by Chairman)

