

**BOSCH**

Corporate Relationship Department  
BSE Limited  
1<sup>st</sup> Floor, New Trading Ring  
Rotunda Building  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort  
Mumbai – 400 001  
Scrip code:500530

The Manager  
Listing Department  
National Stock Exchange of India Ltd.  
Exchange Plaza, C-1, Block G  
Bandra-Kurla Complex  
Bandra (E)  
Mumbai – 400 051  
Scrip code: BOSCHLTD

Bosch Limited  
Post Box No:3000  
Hosur Road, Adugodi  
Bangalore-560030  
Karnataka, India  
Tel +91 80 67523878  
www.bosch.in  
L85110KA1951PLC000761  
[secretarial.corp@in.bosch.com](mailto:secretarial.corp@in.bosch.com)

01.08.2023

Dear Sir/Madam,

**Sub: Regulation 30 & 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Proceedings of the 71<sup>st</sup> Annual General Meeting of the Company held on August 01, 2023, Voting Results and Scrutinizer's Report**

We wish to inform you that the 71<sup>st</sup> Annual General Meeting (AGM) of the Company was held on August 01, 2023 at 11:00 a.m. to transact the business as stated in the Notice convening the 71<sup>st</sup> AGM.

The Board of Directors appointed Mr. N. D. Satish, Practicing Company Secretary, as the Scrutinizer for the remote e-voting and e-voting at the AGM.

As per the consolidated report of the Scrutinizer, all the resolutions as set out in the Notice convening the 71<sup>st</sup> AGM have been duly approved by the shareholders, based on the facility provided for remote e-voting between Friday, July 28, 2023 at 9.00 am and ended on Monday, July 31, 2023 at 5.00 p.m. and electronic voting provided at the 71<sup>st</sup> Annual General Meeting.

Further, please find enclosed the following:

1. Proceedings of the 71<sup>st</sup> AGM of the Company as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Disclosure of the voting results of the businesses transacted at the 71<sup>st</sup> AGM in terms of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
3. Report of the scrutinizer dated August 01, 2023, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014.

Kindly take the same on record.

Thanking you,  
**Yours faithfully,**  
**for Bosch Limited,**

**V. Srinivasan**  
**Company Secretary & Compliance Officer**

*Encl: as above*

### **Summary of Proceedings of the 71<sup>st</sup> Annual General Meeting (AGM)**

The 71<sup>st</sup> Annual General Meeting of Bosch Limited (the Company) was held on Tuesday, August 01, 2023 at 11:00 a.m. at the Registered office of the Company situated at Hosur Road, Adegodi, Bengaluru – 560 030.

#### **DIRECTORS IN ATTENDANCE**

Mr. Markus Bamberger, Chairman  
Mr. Bhaskar Bhat, Lead Independent Director  
Chairman of Corporate Social Responsibility Committee  
Mr. S.V. Ranganath, Independent Director  
Chairman of Audit Committee  
Ms. Hema Ravichandar, Independent Director  
Chairperson of Nomination and Remuneration Committee  
Dr. Gopichand Katragadda, Independent Director  
Chairperson of Stakeholders Relationship Committee  
Dr. Pawan Kumar Goenka, Independent Director  
Chairman of Risk Management Committee  
Ms. Padmini Khare, Independent Director  
Mr. Stefan Grosch, Non-Executive Director  
Mr. Guruprasad Mudlapur, Managing Director and Chief Technology Officer  
Mr. Sandeep N, Joint Managing Director  
Mr. Karsten Mueller, Whole-time Director

#### **OTHERS**

Ms. Karin Gilges, Chief Financial Officer  
Mr. V. Srinivasan, Company Secretary and Compliance Officer  
Statutory Auditors:  
S. R. Batliboi & Associates LLP  
BMP & Co. LLP, Secretarial Auditor  
Mr. N. D. Satish, Scrutiniser

Mr. Markus Bamberger chaired the Meeting. The requisite quorum being present, the Chairman called the meeting to order. All Directors attended the Meeting.

The Chairman thereafter addressed the members with his speech.

The Chairman informed the members that the remote e-voting commenced on Friday, July 28, 2023 at 9.00 .a.m. and ended on Monday, July 31, 2023 at 5.00 p.m. The Chairman also informed that the members who have not cast their vote(s) through remote e-voting can cast their votes at the Meeting using the electronic voting system provided by Central Depository Services (India) Limited.

The Chairman further informed that Mr. N. D. Satish, Practicing Company Secretary is the Scrutinizer appointed by the Board to scrutinize the votes cast through remote e-voting and electronic voting at the AGM.

The following items of business as set out in the Notice convening the 71<sup>st</sup> AGM were approved by the shareholders as mentioned below:

S.No	Particulars	Whether Ordinary / Special resolution
1	Adoption of Standalone Financial Statements for the financial year ended March 31, 2023 and the Reports of the Board of Directors and Auditors thereon.	Ordinary
2	Adoption of consolidated Financial Statements for the financial year ended March 31, 2023 and the Reports of the Board of Directors and Auditors thereon	Ordinary
3	Confirmation of payment of Interim Dividend aggregating to ₹ 200/- per equity share for the financial year 2022-23 and to declare Final Dividend of ₹ 280/- on equity shares for the financial year ended March 31, 2023	Ordinary
4	Mr. Markus Bamberger (DIN: 09200475), Director liable to retire by rotation, who does not seek re-election.	Ordinary
5	Appointment of Mr. Guruprasad Mudlapur (DIN:07598798) as Managing Director for term up to 3 years from July 1, 2023.	Ordinary
6	Appointment of Mr. Sandeep Nelamangala (DIN:08264554) as Joint Managing Director from July 1, 2023 to June 30, 2026.	Ordinary
7	Appointment of Mr. Stefan Grosch (DIN: 10145827) as a Non-Executive Director.	Ordinary
8	Appointment of Mr. Soumitra Bhattacharya (DIN: 02783243) as a Non-Executive Director.	Ordinary
9	Ratification of remuneration payable to Cost Auditors.	Ordinary
10	Approval of Material Related Party Transactions with Robert Bosch GmbH, Germany for the FYs 2023-24 to 2025-26.	Ordinary
11	Approval of Material Related Party Transactions with Bosch Automotive Electronics India Private Limited for the FYs 2023-24 to 2025-26.	Ordinary
12	Approval by ratification of Material Related Party Transactions with Bosch Automotive Electronics India Private Limited for the FY 2022-23 which has exceeded the prescribed limits for the year ended March 31, 2023.	Ordinary
13	Approval of Material Related Party Transactions with Bosch Global Software Technologies Private Limited for the FYs 2023-24 to 2025-26.	Ordinary
14	Re-appointment of Dr. Gopichand Katragadda (DIN:02475721) as an Independent Director for a second term of five (5) years.	Special

The Chairman then invited the members to offer their comments or ask questions on the resolutions or on the business of the Company. Reply/clarifications were provided to the queries raised by the members.

The meeting concluded at 14:15 hrs.

**Note:**

*The above should not be construed to be the minutes of the proceedings of the 71<sup>st</sup> Annual General Meeting of the Company.*

### General information about company

Scrip code	500530
NSE Symbol	BOSCHLTD
MSEI Symbol	NOTLISTED
ISIN	INE323A01026
Name of the company	BOSCH LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	01-08-2023
Start time of the meeting	11:00 AM
End time of the meeting	02:15 PM

### Scrutinizer Details

Name of the Scrutinizer	ND SATISH
Firms Name	ND SATISH
Qualification	CS
Membership Number	FCS 10003
Date of Board Meeting in which appointed	10-05-2023
Date of Issuance of Report to the company	01-08-2023

### Voting results

Record date	25-07-2023
Total number of shareholders on record date	76519
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	2
b) Public	122
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	14
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Standalone Financial Statements for the financial year ended March 31, 2023				
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	20805224	20805224	100	20805224	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		20805224	20805224	100	20805224	0	100
Public-Institutions	E-Voting	6075119	4996271	82.2415	4110633	885638	82.274	17.726
	Poll							
	Postal Ballot (if applicable)							
	Total		6075119	4996271	82.2415	4110633	885638	82.274
Public- Non Institutions	E-Voting	2613297	7725	0.2956	7719	6	99.9223	0.0777
	Poll		1257	0.0481	1257	0	100	0
	Postal Ballot (if applicable)							
	Total		2613297	8982	0.3437	8976	6	99.9332
Total		29493640	25810477	87.512	24924833	885644	96.5687	3.4313
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

### Details of Invalid Votes

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



## Resolution(2)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Consolidated Financial Statements for the financial year ended March 31, 2023				
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	20805224	20805224	100	20805224	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		20805224	20805224	100	20805224	0	100
Public- Institutions	E-Voting	6075119	4996271	82.2415	4110633	885638	82.274	17.726
	Poll							
	Postal Ballot (if applicable)							
	Total		6075119	4996271	82.2415	4110633	885638	82.274
Public- Non Institutions	E-Voting	2613297	7725	0.2956	7708	17	99.7799	0.2201
	Poll		1257	0.0481	1255	2	99.8409	0.1591
	Postal Ballot (if applicable)							
	Total		2613297	8982	0.3437	8963	19	99.7885
Total		29493640	25810477	87.512	24924820	885657	96.5686	3.4314
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

### Details of Invalid Votes

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

### Resolution(3)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Declaration of Final dividend				
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	20805224	20805224	100	20805224	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		20805224	20805224	100	20805224	0	100
Public-Institutions	E-Voting	6075119	5001848	82.3333	5001848	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		6075119	5001848	82.3333	5001848	0	100
Public- Non Institutions	E-Voting	2613297	7751	0.2966	7745	6	99.9226	0.0774
	Poll		1257	0.0481	1212	45	96.42	3.58
	Postal Ballot (if applicable)							
	Total		2613297	9008	0.3447	8957	51	99.4338
Total		29493640	25816080	87.531	25816029	51	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

### Details of Invalid Votes

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

### Resolution(4)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Mr. Markus Bamberger (DIN: 09200475) Director liable to retire by rotation, who does not seek re-election				
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	20805224	20805224	100	20805224	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		20805224	20805224	100	20805224	0	100
Public-Institutions	E-Voting	6075119	4997842	82.2674	4997842	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		6075119	4997842	82.2674	4997842	0	100
Public- Non Institutions	E-Voting	2613297	7721	0.2955	7699	22	99.7151	0.2849
	Poll		1257	0.0481	1209	48	96.1814	3.8186
	Postal Ballot (if applicable)							
	Total		2613297	8978	0.3436	8908	70	99.2203
Total		29493640	25812044	87.5173	25811974	70	99.9997	0.0003
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

### Details of Invalid Votes

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

### Resolution(5)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Guruprasad Mudlapur (DIN:07598798) as Managing Director for term up to 3 years from July 1, 2023				
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	20805224	20805224	100	20805224	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		20805224	20805224	100	20805224	0	100
Public-Institutions	E-Voting	6075119	4997842	82.2674	4901670	96172	98.0757	1.9243
	Poll							
	Postal Ballot (if applicable)							
	Total		6075119	4997842	82.2674	4901670	96172	98.0757
Public- Non Institutions	E-Voting	2613297	7721	0.2955	7699	22	99.7151	0.2849
	Poll		1247	0.0477	1244	3	99.7594	0.2406
	Postal Ballot (if applicable)							
	Total		2613297	8968	0.3432	8943	25	99.7212
Total		29493640	25812034	87.5173	25715837	96197	99.6273	0.3727
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

### Details of Invalid Votes

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



### Resolution(6)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Sandeep Nelamangala (DIN: 08264554) as Joint Managing Director from July 1, 2023 to June 30, 2026				
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	20805224	20805224	100	20805224	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		20805224	20805224	100	20805224	0	100
Public-Institutions	E-Voting	6075119	4997841	82.2674	4872350	125491	97.4891	2.5109
	Poll							
	Postal Ballot (if applicable)							
	Total		6075119	4997841	82.2674	4872350	125491	97.4891
Public- Non Institutions	E-Voting	2613297	7721	0.2955	7699	22	99.7151	0.2849
	Poll		1257	0.0481	1255	2	99.8409	0.1591
	Postal Ballot (if applicable)							
	Total		2613297	8978	0.3436	8954	24	99.7327
Total		29493640	25812043	87.5173	25686528	125515	99.5137	0.4863
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

### Details of Invalid Votes

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

### Resolution(7)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Stefan Grosch (DIN: 10145827) as a Non-Executive Director				
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	20805224	20805224	100	20805224	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		20805224	20805224	100	20805224	0	100
Public-Institutions	E-Voting	6075119	4997841	82.2674	4660798	337043	93.2562	6.7438
	Poll							
	Postal Ballot (if applicable)							
	Total		6075119	4997841	82.2674	4660798	337043	93.2562
Public- Non Institutions	E-Voting	2613297	7721	0.2955	7634	87	98.8732	1.1268
	Poll		1257	0.0481	1255	2	99.8409	0.1591
	Postal Ballot (if applicable)							
	Total		2613297	8978	0.3436	8889	89	99.0087
Total		29493640	25812043	87.5173	25474911	337132	98.6939	1.3061
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

### Details of Invalid Votes

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

### Resolution(8)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Soumitra Bhattacharya (DIN: 02783243) as a Non-Executive Director				
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	20805224	20805224	100	20805224	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		20805224	20805224	100	20805224	0	100
Public- Institutions	E-Voting	6075119	4997841	82.2674	4926268	71573	98.5679	1.4321
	Poll							
	Postal Ballot (if applicable)							
	Total		6075119	4997841	82.2674	4926268	71573	98.5679
Public- Non Institutions	E-Voting	2613297	7721	0.2955	7674	47	99.3913	0.6087
	Poll		1257	0.0481	1191	66	94.7494	5.2506
	Postal Ballot (if applicable)							
	Total		2613297	8978	0.3436	8865	113	98.7414
Total		29493640	25812043	87.5173	25740357	71686	99.7223	0.2777
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

### Details of Invalid Votes

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

### Resolution(9)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of remuneration payable to Cost Auditors				
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	20805224	20805224	100	20805224	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		20805224	20805224	100	20805224	0	100
Public-Institutions	E-Voting	6075119	4997842	82.2674	4997842	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		6075119	4997842	82.2674	4997842	0	100
Public- Non Institutions	E-Voting	2613297	7725	0.2956	7703	22	99.7152	0.2848
	Poll		1212	0.0464	1210	2	99.835	0.165
	Postal Ballot (if applicable)							
	Total		2613297	8937	0.342	8913	24	99.7315
Total		29493640	25812003	87.5172	25811979	24	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

### Details of Invalid Votes

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



Resolution(10)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval of Material Related Party Transactions with Robert Bosch GmbH, Germany for the FYs 2023-24 to 2025-26				
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	20805224	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		20805224	0	0	0	0	0
Public-Institutions	E-Voting	6075119	4997842	82.2674	4684840	313002	93.7373	6.2627
	Poll							
	Postal Ballot (if applicable)							
	Total		6075119	4997842	82.2674	4684840	313002	93.7373
Public- Non Institutions	E-Voting	2613297	7725	0.2956	7638	87	98.8738	1.1262
	Poll		1257	0.0481	1257	0	100	0
	Postal Ballot (if applicable)							
	Total		2613297	8982	0.3437	8895	87	99.0314
Total		29493640	5006824	16.9759	4693735	313089	93.7468	6.2532
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

### Details of Invalid Votes

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

Resolution(11)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval of Material Related Party Transactions with Bosch Automotive Electronics India Private Limited for the FYs 2023-24 to 2025-26				
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	20805224	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		20805224	0	0	0	0	0
Public-Institutions	E-Voting	6075119	4977921	81.9395	4409335	568586	88.5778	11.4222
	Poll							
	Postal Ballot (if applicable)							
	Total		6075119	4977921	81.9395	4409335	568586	88.5778
Public- Non Institutions	E-Voting	2613297	7725	0.2956	7637	88	98.8608	1.1392
	Poll		1257	0.0481	1210	47	96.2609	3.7391
	Postal Ballot (if applicable)							
	Total		2613297	8982	0.3437	8847	135	98.497
Total		29493640	4986903	16.9084	4418182	568721	88.5957	11.4043
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

### Details of Invalid Votes

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

Resolution(12)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Description of resolution considered			Approval by ratification of Material Related Party Transactions with Bosch Automotive Electronics India Private Limited for the FY 2022-23 which has exceeded the prescribed the limits for the year ended March 31, 2023					
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	20805224	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		20805224	0	0	0	0	0
Public-Institutions	E-Voting	6075119	4997842	82.2674	4977921	19921	99.6014	0.3986
	Poll							
	Postal Ballot (if applicable)							
	Total		6075119	4997842	82.2674	4977921	19921	99.6014
Public-Non Institutions	E-Voting	2613297	7725	0.2956	7643	82	98.9385	1.0615
	Poll		1257	0.0481	1255	2	99.8409	0.1591
	Postal Ballot (if applicable)							
	Total		2613297	8982	0.3437	8898	84	99.0648
Total		29493640	5006824	16.9759	4986819	20005	99.6004	0.3996
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

### Details of Invalid Votes

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

### Resolution(13)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval of Material Related Party Transactions with Bosch Global Software Technologies Private Limited for the FYs 2023-24 to 2025-26				
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	20805224	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		20805224	0	0	0	0	0
Public-Institutions	E-Voting	6075119	4977921	81.9395	4409335	568586	88.5778	11.4222
	Poll							
	Postal Ballot (if applicable)							
	Total		6075119	4977921	81.9395	4409335	568586	88.5778
Public- Non Institutions	E-Voting	2613297	7725	0.2956	7637	88	98.8608	1.1392
	Poll		1256	0.0481	1209	47	96.258	3.742
	Postal Ballot (if applicable)							
	Total		2613297	8981	0.3437	8846	135	98.4968
Total		29493640	4986902	16.9084	4418181	568721	88.5957	11.4043
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

### Details of Invalid Votes

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



Resolution(14)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Dr. Gopichand Katragadda (DIN:02475721) as an Independent Director for a second term of five (5) years				
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	20805224	20805224	100	20805224	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		20805224	20805224	100	20805224	0	100
Public-Institutions	E-Voting	6075119	4997842	82.2674	4130794	867048	82.6516	17.3484
	Poll							
	Postal Ballot (if applicable)							
	Total		6075119	4997842	82.2674	4130794	867048	82.6516
Public- Non Institutions	E-Voting	2613297	7721	0.2955	7614	107	98.6142	1.3858
	Poll		1256	0.0481	1254	2	99.8408	0.1592
	Postal Ballot (if applicable)							
	Total		2613297	8977	0.3435	8868	109	98.7858
Total		29493640	25812043	87.5173	24944886	867157	96.6405	3.3595
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

### Details of Invalid Votes

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





**ND SATISH**  
**Practicing Company Secretary**

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e-mail: cs.ndsatish@gmail.com  
Peer Review Certificate No.1737/2022

**SCRUTINIZER'S REPORT**

[Pursuant to Section 108 of the Companies Act, 2013 and the Companies (Management & Administration) Rules, 2014]

The Chairman,  
Bosch Limited  
CIN: L85110KA1951PLC000761  
Registered Office: Hosur Road, Adugodi,  
Bangalore – 560 030

Dear Sir,

I, N.D. Satish, Practising Company Secretary (ICSI Membership No. 10003 and COP No. 12400) have been duly appointed as Scrutinizer by the Board of Directors of Bosch Limited ('the Company') for the purpose of scrutinizing the e-voting prior to the Annual General Meeting ('remote e-voting') and electronic voting ('e-voting') at the Seventy-first (71<sup>st</sup>) Annual General Meeting ('AGM') held on Tuesday, August 01, 2023 at 11.00 A.M. pursuant to Sections 108 of the Companies Act, 2013 ('the Act'), read with Rule 20 of the Companies (Management & Administration) Rules, 2014 ('the Rules') as amended from time to time and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations') to submit a report thereon to the Company on the following resolutions forming part of the Annual General Meeting Notice ('AGM Notice'):

Item No.	Particular of Business	Type of resolution
1	Consideration and Adoption of Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2023, and the Reports of the Board of Directors and Auditors thereon	Ordinary Resolution
2	Consideration and Adoption of Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023, and the Reports of the Auditors thereon	Ordinary Resolution
3	Confirmation of payment of Interim Dividend aggregating to Rs. 200/- per equity share for the financial year 2022-23 and to declare Final Dividend of Rs. 280/- on equity shares for the financial year ended March 31, 2023	Ordinary Resolution





**ND SATISH**

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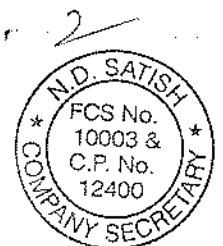
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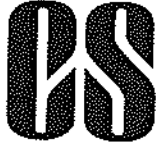
4	Mr. Markus Bamberger (DIN: 09200475), Director liable to retire by rotation, who does not seek re-election	Ordinary Resolution
5	Appointment of Mr. Guruprasad Mudlapur (DIN:07598798) as Managing Director for term up to 3 years from July 1, 2023	Ordinary Resolution
6	Appointment of Mr. Sandeep Nelamangala (DIN: 08264554) as Joint Managing Director from July 1, 2023, to June 30, 2026:	Ordinary Resolution
7	Appointment of Mr. Stefan Grosch (DIN: 10145827) as a Non-Executive Director.	Ordinary Resolution
8	Appointment of Mr. Soumitra Bhattacharya (DIN: 02783243) as a Non-Executive Director	Ordinary Resolution
9	Ratification of remuneration of Cost Auditors.	Ordinary Resolution
10	Approval of Material Related Party Transactions with Robert Bosch GmbH (RB GmbH), Germany for the Financial Years 2023-24 to 2025-26.	Ordinary Resolution
11	Approval of Material Related Party Transactions with Bosch Automotive Electronics India Private Limited for the Financial Years 2023-24 to 2025-26	Ordinary Resolution
12	Approval by ratification of Material Related Party Transactions with Bosch Automotive Electronics India Private Limited for the FY 2022-23 which has exceeded the prescribed limits for the year ended March 31, 2023	Ordinary Resolution
13	Approval of Material Related Party Transactions with Bosch Global Software Technologies Private Limited for the Financial Years 2023-24 to 2025-26	Ordinary Resolution
14	Re-appointment of Dr. Gopichand Katragadda (DIN:02475721) as an Independent Director for a second term of five (5) years	Special Resolution

**Management's Responsibility:**

The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) SEBI (LODR) Regulations, 2015 relating to e-voting on the resolution contained in the Notice. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

**Scrutinizer's Responsibility:**





**ND SATISH**

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My responsibility as a Scrutinizer is to ensure that the voting process both through remote e-voting and e-voting at the AGM are conducted in a fair and transparent manner and is restricted to make a scrutinizers report for the votes casts in favour or against the resolutions proposed in the notice convening the 71<sup>st</sup> AGM of the Company. My report is based on verification of data generated and received from the voting system provided by Central Depository Services (India) Limited, Agency authorized under the Rules and engaged the Company to provide e-voting facility ("Authorized Agency") and attendant papers/documents furnished to me electronically till the time fixed for closing of the voting process.

In connection with the above referred matter, I submit my report as under:

1. The notice dated 10<sup>th</sup> May 2023, as confirmed by the Company was sent to the Shareholders in respect of the below mentioned resolutions passed either by remote e-voting or by electronic ballot at the AGM of the Company through electronic mode.
2. The e-voting facility both for remote e-voting and e-voting at the AGM were provided by Central Depository Services (India) Limited ('CDSL').
3. In terms of the aforesaid Notice and as per the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the remote e-voting was kept open for four days from Friday, 28<sup>th</sup> July 2023 at 9.00 am and ended on Monday, 31<sup>st</sup> July 2023 at 5.00 p.m. and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the e-voting platform.
4. After announcement of voting by the Chairman, the Shareholders present at the AGM voted through e-voting facility at the AGM provided by CDSL at the AGM.
5. The Members holding Equity Shares as on the "cut-off date" i.e., 25<sup>th</sup> July 2023, were entitled to vote on the Resolutions proposed in the AGM Notice calling the 71<sup>st</sup> Annual General Meeting.
6. At the end of the voting period on 31<sup>st</sup> July 2023 at 5.00 p.m., the voting portal of CDSL was blocked forthwith.
7. After the conclusion of e-voting at the AGM, the votes cast under remote e-voting and votes cast through e-voting at the AGM were unblocked on 01<sup>st</sup> August 2023 at 2:49 p.m. in presence of two witnesses, Ms. Soubhagya Hegde and Mr. Sriram who are not in the employment of the Company







**ND SATISH**

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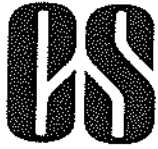
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as prescribed under sub-rule 3 (xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and thereafter the votes cast there under were counted.

Names of witnesses	Signatures
Soubhagya Hegde	
Sriram	

8. Thereafter, the details containing *inter alia*, the list of the members, who voted "for" or "against" each of the resolution that were put to vote, were derived from the report generated from the e-voting portal of CDSL i.e. <https://www.evotingindia.com/> and based on such reports.





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The brief analysis of the results of the remote e-voting and e-voting at the Annual General Meeting are as under:

**ORDINARY BUSINESS:**

**Item No.1: Consideration and Adoption of Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2023, and the Reports of the Board of Directors and Auditors thereon**

**Type of Resolution: Ordinary**

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	253	24923576	56	1257	309	24924833	96.57
Dissent	128	885644	0	0	128	885644	3.43
Total	381	25809220	56	1257	437	25810477	100

**Item No. 2: Consideration and Adoption of Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023, and the Reports of the Auditors thereon**

**Type of Resolution: Ordinary:**

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	252	24923565	55	1255	307	24924820	96.57
Dissent	129	885655	1	2	130	885657	3.43
Total	381	25809220	56	1257	437	25810477	100







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Item No. 3: Confirmation of payment of Interim Dividend aggregating to INR 200/- per equity share for the financial year 2022-23 and to declare Final Dividend of INR 280/- on equity shares for the financial year ended March 31, 2023

Type of Resolution: Ordinary

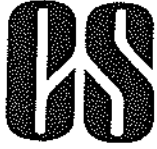
Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	390	25814817	55	1212	445	25816029	100
Dissent	2	6	1	45	3	51	0.00
Total	392	25814823	56	1257	448	25816080	100

Item No. 4: Mr. Markus Bamberger (DIN: 09200475), Director liable to retire by rotation, who does not seek re-election.

Type of Resolution: Ordinary

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	376	25810765	53	1209	429	25811974	100
Dissent	4	22	3	48	7	70	0.00
Total	400	25810787	56	1257	436	25812044	100





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SPECIAL BUSINESS:

Item No. 5: Appointment of Mr. Guruprasad Mudlapur (DIN:07598798) as Managing Director for term up to 3 years from July 1, 2023

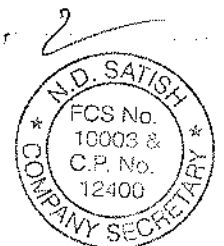
Type of Resolution: Ordinary

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	350	25714593	53	1244	403	25715837	99.63
Dissent	31	96194	2	3	33	96197	0.63
Total	381	25810787	55	1247	436	25812034	100

Item No. 6: Appointment of Mr. Sandeep Nelamangala (DIN: 08264554) as Joint Managing Director from July 1, 2023, to June 30, 2026:

Type of Resolution: Ordinary

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	341	25685273	55	1255	396	25686528	99.51
Dissent	41	125513	1	2	42	125515	0.49
Total	382	25810786	56	1257	438	25812043	100





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Item No. 7: Appointment of Mr. Stefan Grosch (DIN: 10145827) as a Non-Executive Director.

Type of Resolution: Ordinary

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	336	25473656	55	1255	391	25474911	98.69
Dissent	45	337130	1	2	46	337132	1.31
Total	381	25810786	56	1257	437	25812043	100

Item No. 8: Appointment of Mr. Soumitra Bhattacharya (DIN: 02783243) as a Non-Executive Director

Type of Resolution: Ordinary

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	345	25739166	52	1191	397	25740357	99.72
Dissent	36	71620	4	66	40	71686	0.28
Total	381	25810786	56	1257	437	25812043	100





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Item No. 9: Ratification of remuneration of Cost Auditors.

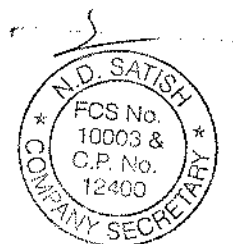
Type of Resolution: Ordinary

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	377	25810769	54	1210	431	25811979	100
Dissent	4	22	1	2	5	24	0.00
Total	381	25810791	55	1212	436	25812003	100

Item No. 10: Approval of Material Related Party Transactions with Robert Bosch GmbH (RB GmbH), Germany for the Financial Years 2023-24 to 2025-26.

Type of Resolution: Ordinary

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	345	4692478	56	1257	401	4693735	93.75
Dissent	34	313089	00	00	34	313089	6.25
Total	379	5005567	56	1257	435	5006824	100





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Item No. 11: Approval of Material Related Party Transactions with Bosch Automotive Electronics India Private Limited for the Financial Years 2023-24 to 2025-26.

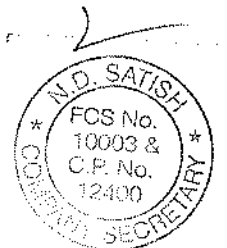
Type of Resolution: Ordinary

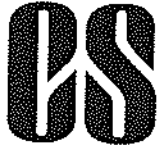
Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	301	4416972	54	1210	355	4418182	88.60
Dissent	76	568674	2	47	78	568721	11.40
Total	377	4985646	56	1257	433	4986903	100

Item No. 12: Approval by ratification of Material Related Party Transactions with Bosch Automotive Electronics India Private Limited for the FY 2022-23 which has exceeded the prescribed limits for the year ended March 31, 2023

Type of Resolution: Ordinary

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	372	4985564	55	1255	427	4986819	99.60
Dissent	7	20003	1	2	8	20005	0.40
Total	379	5005567	56	1257	435	5006824	100





**ND SATISH**

**Practicing Company Secretary**

No. 160 "Abhyudaya" First floor, 2<sup>nd</sup> Main,  
10<sup>th</sup> Cross, Nrupattunganagar,  
NGEF layout, Nagarbhavi,  
Bangalore 560 072  
Mobile: 08971403035, 09480709752  
e-mail: cs.ndsatish@gmail.com  
Peer Review Certificate No.1737/2022

Item No. 13: Approval of Material Related Party Transactions with Bosch Global Software Technologies Private Limited for the Financial Years 2023-24 to 2025-26

Type of Resolution: Ordinary

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	301	4416972	53	1209	354	4418181	88.60
Dissent	76	568674	2	47	78	568721	11.40
Total	377	4985646	55	1256	432	4986902	100

Item No. 14: Re-appointment of Dr. Gopichand Katragadda (DIN:02475721) as an Independent Director for a second term of five (5) years

Type of Resolution: Special

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	252	24943632	54	1254	306	24944886	96.64
Dissent	129	867155	1	2	130	867157	3.36
Total	381	25810787	55	1256	436	25812043	100





**ND SATISH**

**Practicing Company Secretary**

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e-mail: cs.ndsatish@gmail.com  
Peer Review Certificate No.1737/2022

1. Based on the foregoing, Resolution Nos. 1 to 14 in respect of 71<sup>st</sup> Annual General Meeting may be deemed to have been passed by requisite majority.
2. The electronic data along with the votes casted by the members present physically which was under my safe custody have been handed over to the Company Secretary for safe keeping.

N.D Satish  
Practising Company Secretary  
FCS No.: 10003  
C P No.: 12400  
UDIN: F010003E000720515



Date: August 01, 2023  
Place: Bengaluru