

MARUTI SUZUKI INDIA LIMITED

CIN: L34103DL1981PLC011375

Registered Office: 1, Nelson Mandela Road, Vasant Kunj
New Delhi -110 070, India

Tel: 011-46781000; Fax: 011-46150275

Web: www.marutisuzuki.com; Email Id: investor@maruti.co.in

NOTICE

NOTICE is hereby given that the 37th Annual General Meeting of the members of Maruti Suzuki India Limited will be held on Thursday, the 23rd August, 2018 at 10:00 a.m. at the Air Force Auditorium, Subroto Park, New Delhi – 110 010 to transact the following business:

1. To receive, consider and adopt the audited financial statements (including the consolidated financial statements) of the Company for the year ended 31st March, 2018 including the audited Balance Sheet as at 31st March, 2018, the statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors and Auditors thereon and in this regard pass the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** the audited financial statements (including the consolidated financial statements) of the Company for the year ended 31st March, 2018 including the audited Balance Sheet as at 31st March, 2018, the statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors and Auditors thereon be and are hereby considered and adopted.”

2. To declare dividend on equity shares and in this regard pass the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the recommendation of the board of directors of the Company, dividend at the rate of Rs. 80 per share be and is hereby declared to be paid to the members of the Company”.

3. To appoint a director in place of Mr. Toshiaki Hasuike, who retires by rotation and being eligible, offers himself for re-appointment and in this regard pass the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to Article 76(5) of the Articles of Association of the Company read with Section 152 and other applicable provisions, if any, of the Companies Act, 2013, Mr. Toshiaki Hasuike (DIN: 01948291) who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a director of the Company, liable to retire by rotation.”

4. To appoint a director in place of Mr. Kinji Saito, who retires by rotation and being eligible, offers himself for re-appointment and in this regard pass the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to Article 76(5) of the Articles of Association of the Company read with Section 152 and other applicable provisions, if any, of the Companies Act, 2013, Mr. Kinji Saito (DIN: 00049067) who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a director of the Company, liable to retire by rotation.”

5. To appoint Mr. Kazunari Yamaguchi as a Whole-time Director designated as Director (Production) and in this regard pass the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to Article 76(2) and 76(6) of the Articles of Association of the Company and Sections 196 and 197, Schedule V and all other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and subject to the approval of the Central Government, Mr. Kazunari Yamaguchi (DIN: 07961388) be and is hereby appointed as a Whole-time Director designated as Director (Production) with effect from 26th January, 2018 for a period of three years at the following remuneration:

- a) **Basic Salary:** Rs. 129.144 lac per annum in the scale of Rs. 125 lac to Rs. 200 lac per annum with authority to the Board (which expression shall include a committee thereof) to revise his salary from time to time. The annual increments will be merit based and take into account the Company's performance.
- b) **Special Salary:** Rs. 12 lac per annum with authority to the Board (which expression shall include a committee thereof) to increase it upto Rs. 30 lac per annum.
- c) **Performance Linked Bonus:** A performance linked bonus equivalent to a guaranteed minimum of four months' basic salary and a maximum of ten months' basic salary, to be paid annually, with authority to the Board (which expression shall include a committee thereof) to fix the same based on certain performance criteria to be laid down by the Board.
- d) **Perquisites and Allowances:** In addition to the salary and performance linked bonus, he shall also be entitled to perquisites and allowances like accommodation (furnished or otherwise) or house rent allowance in lieu thereof; house maintenance allowance, together with the reimbursement of expenses or allowance for utilities such as gas, electricity,

water, furnishings, repairs, servants' salaries, society charges and property tax etc.; medical reimbursement, medical / accident insurance, leave travel concession for himself and his family; club fees and such other perquisites and allowances in accordance with the rules of the Company or as may be agreed to by the Board and him; provided that such perquisites and allowances will be Rs. 51 lac per annum with authority to the Board (which expression shall include a committee thereof) to increase it from time to time upto a maximum of Rs. 120 lac per annum.

For the purpose of calculating the above ceiling, perquisites and allowances shall be evaluated as per income tax rules, wherever applicable. In the absence of any such rules, perquisites and allowances shall be evaluated at actual cost.

In addition, he will be entitled for a contribution to the provident and pension fund as per applicable law in force from time to time.

Provision for the use of Company's car for official duties and telephone (including payment for local calls and long distance official calls) shall not be included in the computation of perquisites and allowances for the purpose of calculating the said ceiling.

Minimum Remuneration

Notwithstanding anything to the contrary herein contained, where in any financial year during the currency of his tenure, in the event of loss or inadequacy of profits, the Company will subject to applicable laws, pay remuneration by way of basic and special salary, performance linked bonus not exceeding four months' basic salary, perquisites and allowances as specified above."

6. To ratify the remuneration of the Cost Auditor, M/s R.J. Goel & Co., cost accountants and in this regard pass the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, the remuneration of M/s R.J. Goel & Co., Cost Accountants (Firm Registration No. 000026) appointed by the board of directors as Cost Auditor to conduct the audit of the applicable cost records of the Company for the financial year 2018-19 amounting to Rs. 2.30 Lakh plus applicable taxes thereon besides reimbursement of out of pocket expenses on actuals incurred in connection with the aforesaid audit, be and is hereby ratified and confirmed."

7. To amend the Articles of Association of the Company and in this regard pass the following resolution as a **Special Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Section 14 and all other applicable provisions of the Companies Act, 2013 and Rules made thereunder, the existing Article 76(4) of the Articles of Association of the Company be substituted with the following Article 76(4):

"The Managing Director shall be nominated by Suzuki and shall be the chief executive officer of the Company, who shall be vested with substantial powers of operational management which shall be exercised under the overall superintendence, direction and control of the Board of Directors and subject to the powers exercisable by the Board of Directors."

8. To continue the appointment of Mr. R.C. Bhargava as a Non-executive Director and in this regard pass the following resolution as a **Special Resolution**:

"**RESOLVED THAT** pursuant to Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and the applicable provisions of the Companies Act, 2013 and the relevant Rules made thereunder, approval be and is hereby accorded to continue the appointment of Mr. R.C. Bhargava (DIN:00007620) with effect from 1st April, 2019 as a Non-Executive Director not to retire by rotation."

9. To continue the appointment of Mr. O. Suzuki as a Non-executive Director and in this regard pass the following resolution as a **Special Resolution**:

"**RESOLVED THAT** pursuant to Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and the applicable provisions of the Companies Act, 2013 and the relevant Rules made thereunder, approval be and is hereby accorded to continue the appointment of Mr. O.Suzuki (DIN:00680073) with effect from 1st April, 2019 as a Non-Executive Director not to retire by rotation."

By order of the board
for MARUTI SUZUKI INDIA LIMITED

New Delhi
26th July, 2018

Sanjeev Grover
Chief General Manager
& Company Secretary
FCS No. 3788

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (AGM) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ONLY ON A POLL INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY EIGHT HOURS BEFORE THE COMMENCEMENT OF THE AGM.**
2. A person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten per cent of the total share capital of the Company carrying voting rights. A member holding more than ten per cent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
3. Every member entitled to vote at the meeting or on any resolution to be moved thereat shall be entitled during the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, to inspect the proxies lodged, at any time during the business hours of the Company, provided that not less than three days' notice in writing of the intention so to inspect is given to the Company.
4. The explanatory statement pursuant to Section 102 of Companies Act, 2013 ('Act'), in regard to the business as set out from item nos. 5 to 9 and the relevant details pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') are annexed hereto.
5. A member or his/her proxy is requested to bring the annual report to the AGM as extra copies will not be distributed.
6. Members / Proxies should fill the attendance slip for attending the AGM. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID numbers and those who hold shares in physical form are requested to write their folio number in the attendance slip for attending the meeting.
7. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
8. All documents referred to in the notice and explanatory statement are open for inspection at the registered office of the Company on all working days between 9:30 a.m. to 11:30 a.m. upto the date of the AGM.
9.
 - (a) The register of members will remain closed from Friday, the 17th August, 2018 to Thursday, the 23rd August, 2018 (both days inclusive).
 - (b) Subject to the provisions of Section 126 of the Act, dividend as recommended by the board of directors, if declared at the meeting will be paid on or after 28th August, 2018 to those whose names appear in the register of members / beneficial owners at the close of business hours on 16th August, 2018.
 - (c) All dividend remaining unclaimed/unpaid for a period of seven years from the date it became due for payment, will be transferred to the Investor Education and Protection Fund established by the Central Government. Members who have not yet encashed their dividend warrant(s) are requested to make their claims without any delay.
 - (d) The register of contracts or arrangements in which directors are interested shall be produced at the commencement of the AGM and remain open and accessible during the continuance of the meeting to any person having the right to attend the meeting.
 - (e) Register of Directors and Key Managerial Personnel shall also be kept open for inspection at the AGM and be accessible to the persons attending the meeting.
10. Shareholders holding shares in electronic form may kindly note that their bank account details as furnished by their depositories to the Registrar & Transfer Agent (RTA) will be printed on their dividend warrants as per the applicable regulations of the depositories and the Company will not entertain any direct request from such shareholders for deletion of / change in such bank details. Shareholders who wish to change such bank account details are, therefore, requested to advise their depository participants about such change, with complete details of bank account.
11. Corporate members intending to send their authorised representatives are requested to send a duly certified copy of the board resolution authorising their representatives to attend and vote at the AGM.
12. As per Section 72 of the Act, shareholders are entitled to make nomination in respect of shares held by them in physical form. Shareholders desirous of making nomination are requested to send their request in Form SH-13 for nomination and Form SH-14 for cancellation/ variation as the case may be to the RTA. The said forms can also be down-loaded from the Company's website www.marutisuzuki.com.

13. Attention of the members is drawn to the provisions of Section 124(6) of the Act which require a company to transfer in the name of IEPF Authority all shares in respect of which dividend has not been paid or claimed for 7 (seven) consecutive years or more. In accordance with the aforesaid provision of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended, the Company has intimated the shareholders whose shares are liable to be transferred in the name of IEPF Authority. Members are advised to visit the website of the Company www.marutisuzuki.com to ascertain such details.
14. Members are requested to send their queries, if any, on the accounts and operations of the Company to the Company Secretary (investor@maruti.co.in) at least 7 days before the AGM.
15. Entry into the auditorium will be strictly against entry slips available at the counters at the venue and against exchange of valid attendance slip. The route map of the venue is attached.
16. No gifts will be distributed at the AGM.
17. **Owing to security concerns, the auditorium authorities do not allow carrying inside brief cases, bags, eatables and the like. Members attending the meeting are requested to make their own arrangements for the safe keeping of their belongings.**
18. **Notice and the Annual Report have been sent through e-mail to the members whose email ids are registered with their Depository Participants or with the Company or its RTA.**
19. **Notice, Audited Financial Statements for 2017-18 together with Board's Report and Auditors' Report are available on the website of the Company www.marutisuzuki.com.**
20. **Voting through electronic means:**
 - i. Pursuant to the provisions of Section 108 of the Act read with The Companies (Management and Administration) Rules, 2014, a member may exercise his right to vote by electronic means (e-voting) in respect of the resolutions contained in this notice.
 - ii. The Company is providing e-voting facility to its members to enable them to cast their votes electronically. The Company has engaged the services of Karvy Computershare Private Limited ("Karvy") as the Authorised Agency to provide e-voting facilities.
 - iii. The Board of Directors has appointed Mr. Manish Gupta, Partner of RMG & Associates, Company Secretaries in whole-time practice, New Delhi with Membership No. FCS 5123 and Certificate of Practice No. 4095 as the Scrutinizer, for conducting the e-voting process in a fair and transparent manner.
 - iv. Members are requested to carefully read the instructions for e-voting before casting their vote.
 - v. The e-voting facility will be available during the following voting period after which the portal will be blocked and shall not be available for e-voting:

Commencement of e-voting	From 9:00 a.m. (IST) on 20 th August, 2018
End of e-voting	Up to 05:00 p.m. (IST) on 22 nd August, 2018

At the end of the e-voting period, the facility shall forthwith be blocked. A person who is not a member as on the cut-off date should treat this notice for information purposes only.

- vi. The cut-off date for the purpose of e-voting is 16th August, 2018.

The procedure and instructions for e-voting are as under:

- a) Open your web browser during the voting period by typing the URL: <https://evoting.karvy.com>
- b) Enter the login credentials (i.e. User ID and password mentioned in the email forwarding the Notice of AGM, or mentioned on the Notice of AGM, in case email id is not registered and physical copy of the Annual Report is being received by you). Your Folio No./DP ID Client ID will be your user ID. However, if you hold shares in demat form and you are already registered with Karvy for e-voting, you shall use your existing User ID and password for casting your vote.

- c) After entering these details appropriately, click on “LOGIN”.
- d) You will now reach password change Menu wherein you are required to mandatory change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric (0-9) and a special character (@,#,etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID, etc. on first login. You will also be required to enter a secret question and answer of your choice to enable you to retrieve your password in case you forget it. **It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.**
- e) You need to login again with the new credentials.
- f) On successful login, the system will prompt you to select the EVEN Number for Maruti Suzuki India Limited.
- g) On the voting page you will see the Resolution Description and the options “FOR/AGAINST/ABSTAIN” for voting. Enter the number of shares (which represents the number of votes) as on the cut-off date under “FOR/AGAINST” or alternatively, you may partially enter any number in “FOR” and partially in “AGAINST” but the total number in “FOR/AGAINST” taken together should not exceed your total shareholding as on the cut-off date as mentioned above. You may also choose the option “ABSTAIN” in case you do not want to cast vote.
- h) You may then cast your vote by selecting an appropriate option and click on “Submit”.
- i) A confirmation box will be displayed. Click “OK” to confirm else “CANCEL” to modify. Once you confirm, you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).
- j) Members holding multiple folios / demat accounts shall choose the voting process separately for each of the folios / demat accounts.
- k) Any person who becomes a member of the Company after dispatch of the Notice of the AGM and holding shares as on the cut-off date i.e. 16th August, 2018, may obtain the User ID and password in the manner as mentioned below:
- i) If the mobile number of the member is registered against Folio No. / DP ID Client ID, the member may send SMS : **MYEPWD**<space> E-Voting EVEN Number+Folio No. or DP ID Client ID to **9212993399**
- Example for NSDL:
MYEPWD <SPACE> IN12345612345678
- Example for CDSL :
MYEPWD <SPACE> 1402345612345678
- Example for Physical :
MYEPWD <SPACE> XXXX1234567890
- ii) If e-mail address or mobile number of the member is registered against Folio No. / DP ID Client ID, then on the home page of <https://evoting.karvy.com>, the member may click “Forgot Password” and enter Folio No. or DP ID Client ID and PAN to generate a password.
- l) Corporate / Institutional Members (i.e. other than individuals, HUF, NRI, etc.) are also required to send scanned certified true copy (PDF Format) of the Board resolution / Authority letter, etc., together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer at e-mail ID: e-voting@rmgcs.com with a copy to evoting@karvy.com. The scanned image of the above mentioned documents should be in the naming format “Corporate Name_EVEN.”
- m) Once the vote on a resolution is cast by a Member, the Member shall not be allowed to change it subsequently. **Further, the Members who have cast their vote electronically shall not be allowed to vote again at the meeting.**

- n) In case of any query pertaining to e-voting, please contact Karvy's toll free no. 1-800-34-54-001 or visit the FAQ's section available at Karvy's website <http://evoting.karvy.com>
- o) The voting rights of the members shall be in proportion to the paid-up value of their shares in the equity capital of the Company as on the cut-off date.
- p) A facility of voting through ballot/polling paper shall also be made available at the AGM and members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting.
- q) The members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.
- r) The Scrutinizer shall make, not later than three days of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him. The results declared along with the consolidated Scrutinizer's Report shall be placed on the website of the Company and on the website of Karvy. The results shall simultaneously be communicated to the Stock Exchanges.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 5

Mr. Kazunari Yamaguchi was appointed as a Whole-time Director designated as Director (Production) with effect from 26th January, 2018 for a period of three years. Section 196 of the Companies Act, 2013 (Act) provides, inter alia, that a Whole-time Director shall be appointed and the terms and conditions of such appointment and remuneration payable be approved by the board of directors at a meeting which shall be subject to approval by a resolution at the next general meeting of the Company.

The approval of the members is sought for his appointment and payment of remuneration.

None of the Directors/Key Managerial Personnel (KMP) of the Company/their relatives is, in any way, concerned or interested, financially or otherwise, in the resolution except Mr. Kazunari Yamaguchi and his relatives. During the year 2017-18, he attended the board meeting held in March, 2018. The Board commends this resolution for approval of the members.

ITEM NO. 6

The Board, on the recommendation of the audit committee, has approved the appointment and remuneration of the Cost Auditor to conduct the audit of applicable cost records of the Company for the financial year ending 31st March, 2019. In accordance with the provisions of Section 148 of the Act read with the Rules made thereunder, the remuneration payable to the Cost Auditor as recommended by the audit committee and approved by the board, has to be ratified by the members of the Company.

Accordingly, consent of the members is sought for ratification of the remuneration payable to the Cost Auditor for the financial year ending 31st March, 2019.

None of the Directors/KMPs of the Company/their relatives is, in any way, concerned or interested, financially or otherwise, in the resolution. The Board commends this resolution for approval of the members.

ITEM NO. 7

The existing Article 76(4) of the Articles of Association of the Company provides that the Managing Director shall be a non-retiring Director and the same is reproduced hereunder:

"The Managing Director, who shall be a non-retiring Director, shall be nominated by Suzuki and shall be the chief executive officer of the Company, who shall be vested with substantial powers of operational management which shall be exercised under the overall superintendence, direction and control of the Board of Directors and subject to the powers exercisable by the Board of Directors."

It is proposed to amend the said Article 76(4) by deleting the words "who shall be a non-retiring Director". After the proposed amendment, the Managing Director shall be liable to retire by rotation.

None of the Directors/KMPs of the Company/their relatives is, in any way, concerned or interested, financially or otherwise, in the resolution. The Board commends this resolution for approval of the members.

ITEM NO. 8 & 9

As per Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') as amended, with effect from 1st April, 2019, no listed company shall appoint a person or continue the directorship of a non-executive director who has attained the age of 75 years unless a special resolution is passed to that effect, in which case the explanatory statement annexed to the notice for such motion shall indicate the justification for such appointment.

Mr. R.C.Bhargava, aged 83 years and Mr. O.Suzuki, aged 88 years are non-executive directors and accordingly their continuation as non-executive directors with effect from 1st April, 2019 requires approval of the shareholders by way of special resolution.

Mr. R. C. Bhargava, topper of Indian Administrative Service examination of 1956, is Master of Sciences in Mathematics from Allahabad University besides Master of Arts in Developmental Economics from Williams College, Williams town, MA, USA. He has held positions of Joint Secretary of Government of India, Ministry of Energy as well as the Cabinet Secretariat. Before joining Maruti Suzuki India Limited (MSIL) in 1981 as Director (Marketing), he was Director (Commercial), Bharat Heavy Electricals Limited. He was appointed Managing Director of MSIL in 1985 and then as Chairman and Managing Director in 1990. In 1992, when Suzuki Motor Corporation acquired 50% equity stake in MSIL, he continued as the Managing Director until his retirement in August, 1997. During his long tenure in MSIL, Mr. Bhargava served with distinction and contributed significantly to the resounding growth and success of MSIL. In 2016, he was conferred the "Padma Bhushan", the country's third highest civilian award for distinguished service of a high order to the nation in the field of public affairs.

Mr. O.Suzuki is the Chairman of Suzuki Motor Corporation, the promoter of the Company. He was graduated from the Faculty of law, Chuo University in March, 1953 and joined Suzuki Motor Co., Limited (now Suzuki Motor Corporation) on 6th April, 1958. He was appointed as Director in the year 1963 and elevated to the post of Managing Director in 1967. He worked at various levels including Senior Managing Director, President, Chairman & CEO and President & COO. The Government of India honored him with the Padma Bhushan, the third highest civilian award for his services to the Indian Motor industry in 2007. Mr. Suzuki has a wide experience of more than five decades and was instrumental in executing Joint Venture Agreement and Licence Agreement with the Government of India in the year 1982.

Mr. Bhargava and Mr. Suzuki are eminent personalities and their professional profile and proven experience in business domain is a valuable asset to the Company. They have overall experience in various functions of managing large business enterprise like Maruti Suzuki India Limited. They are persons of integrity, possess relevant expertise and vast experience. Their association as Directors will be beneficial and in the best interest of the Company. Under their able guidance, the Company had shown remarkable growth and delivered excellent returns to all its stakeholders.

None of the Directors/KMPs of the Company/their relatives (other than the respective non-executive directors and their relatives) is, in any way, concerned or interested, financially or otherwise, in the resolution. The Board commends the resolutions for approval of the members.

By order of the board
for MARUTI SUZUKI INDIA LIMITED

New Delhi
26th July, 2018

Sanjeev Grover
Chief General Manager
& Company Secretary
FCS No. 3788

Additional information:

Details of Directors retiring by rotation/ seeking appointment/continuance of appointment:

Particulars	Mr. Toshiaki Hasuike	Mr. Kinji Saito	Mr. Kazunari Yamaguchi	Mr. R.C.Bhargava	Mr. O.Suzuki
Age	60	60	55	83	88
Qualification	Graduate in Mechanical Studies, Faculty of Engineering, MEIJI University, Japan.	Graduate from Faculty of Economics, Hiroshima University, Japan.	Graduate from Department of Agricultural Engineering, Faculty of Agriculture, Kagoshima University, Japan.	Topper of Indian Administrative Service examination of 1956, Master of Sciences in Mathematics from Allahabad University besides Master of Arts in Developmental Economics from Williams College, Williams town, MA, USA.	Graduate from the Faculty of law, Chuo University, Japan in March, 1953.
Experience	<p>He joined Suzuki Motor Corporation (SMC) in 1980 and worked at various levels there including Department General Manager and was appointed as</p> <p>Automobile Engineering Managing Officer & Deputy Executive General Manager in 2006. He was appointed as the Joint Managing Director of Maruti Suzuki India Limited with effect from 27th April, 2013 and headed supply chain, engineering, production and quality till November, 2016 when he joined Suzuki Motor Corporation as Managing Officer and Executive General Manager, Automobile Engineering. In July, 2017, he was promoted as Senior Managing Officer and Executive General Manager.</p>	<p>He joined SMC in 1981 and was assigned Domestic Sales Planning. During his tenure with SMC, he has been to many assignments including import car sales, domestic planning & marketing, administration of overseas planning, etc. before joining the then Maruti Udyog Limited (now Maruti Suzuki India Limited) as Director (Marketing & Sales) in 2002. He served as Director of the Company till 2006. Thereafter he worked at various positions at SMC like General Manager (Asia/Middle East/ Africa Automobile Marketing), Deputy Executive General Manager (Overseas Automobile Marketing Department), Managing Director (American Suzuki Motor), General Manager (Asia Automobile Marketing Department), Deputy Executive General Manager (Overseas Automobile Marketing Department), Executive General Manager (Asia/Africa/Latin America Automobile Marketing and Marketing Officer, Executive General Manager, Global Automobile Operations. He was promoted to Managing Officer, Executive General Manager, Global Automobile. Marketing in June, 2017.</p>	<p>He joined SMC in April, 1986 and was assigned Production Engineering Department. He was appointed as General Manager in April, 2011. His area of specialization is Production Engineering</p>	<p>He has held positions of Joint Secretary of Government of India, Ministry of Energy as well as the Cabinet Secretariat. Before joining Maruti Suzuki India Limited (MSIL) in 1981 as Director (Marketing), he was Director (Commercial), Bharat Heavy Electricals Limited. He was appointed Managing Director of MSIL in 1985 and then as Chairman and Managing Director in 1990. In 1992, when Suzuki Motor Corporation acquired 50% equity stake in MSIL, he continued as the Managing Director until his retirement in August, 1997. During his long tenure in MSIL, Mr. Bhargava served with distinction and contributed significantly to the resounding growth and success of MSIL. In 2016, he was conferred the "Padma Bhushan", the country's third highest civilian award for distinguished service of a high order to the nation in the field of public affairs.</p>	<p>He is the Chairman of SMC. He joined Suzuki Motor Co., Limited (now Suzuki Motor Corporation) on 6th April, 1958. He was appointed as Director in the year 1963 and elevated to the post of Managing Director in 1967. He worked at various levels including Senior Managing Director, President, Chairman & CEO and President & COO. The Government of India honored him with the Padma Bhushan, the third highest civilian award for his services to the Indian Motor industry in 2007. Mr. Suzuki has a wide experience of more than five decades and was instrumental in executing Joint Venture Agreement and Licence Agreement with the Government of India in the year 1982.</p>

Terms & conditions of appointment/ re-appointment	He is proposed to be appointed as a non-executive director liable to retire by rotation.	He is proposed to be appointed as non-executive director liable to retire by rotation.	He is proposed to be appointed as a Whole-time Director designated as Director (Production)	It is proposed to approve continuance of his directorship with effect from 1 st April, 2019 under the Listing Regulations.	It is proposed to approve continuance of his directorship with effect from 1st April, 2019 under the Listing Regulations.
Remuneration proposed to be paid	Nil	Nil	As per resolution at item number 5.	Nil	Nil
Remuneration last drawn	Nil	Nil	Nil	Rs. 120 Lacs (commission)	Nil
Date of first appointment on the board	27 th April, 2013	28 th April, 2012.	26 th January, 2018	7 th July, 2003	24 th May, 1983
Shareholding in the Company	Nil	Nil	Nil	Nil	Nil
Relationship with other directors, manager and key managerial personnel	Not applicable	Not applicable	Not applicable	Not Applicable	Father of Mr. T.Suzuki
Number of board meetings attended during the year	Five	Four	One (appointed w.e.f. 26 th January, 2018 and only one meeting was held thereafter during 2017-18)	Five	Four
Other directorships	Nil	Nil	Machino Plastics Limited and Manasar Steel Processing (India) Private Limited.	IL&FS Limited, Dabur India Limited, Thomson Press Limited, RCB Consulting Private Limited and Intellect Commerce Limited.	Nil
Memberships / chairpersonship of committees*	Nil	Nil	Nil	The details are given hereunder*	Nil

***a. Audit Committee**

Sr. No.	Name of the Company	Chairman	Member
1.	IL&FS Ltd.	Yes	
2.	Dabur India Ltd.		Yes
3.	Thomson Press Ltd.	Yes	

b. Stakeholders' Relationship Committee

Sr. No.	Name of the Company	Chairman	Member
1.	Maruti Suzuki India Ltd.	Yes	

c. Nomination/Remuneration Committee

Sr. No.	Name of the Company	Chairman	Member
1.	Maruti Suzuki India Ltd.		Yes
2.	Thomson Press Ltd.		Yes

d. CSR Committee

Sr. No.	Name of the Company	Chairman	Member
1.	Maruti Suzuki India Ltd.	Yes	Yes

By order of the board
for MARUTI SUZUKI INDIA LIMITED

Sanjeev Grover
Chief General Manager
& Company Secretary
FCS No. : 3788

New Delhi
26th July, 2018

ROUTE MAP



