

MARUTI SUZUKI INDIA LIMITED

CIN: L34103DL1981PLC011375

Registered Office: 1, Nelson Mandela Road, Vasant Kunj, New Delhi -110070, India

Tel: 011-46781000 / 011-46150275

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

NOTICE is hereby given that the 44th Annual General Meeting ("AGM") of the Members of Maruti Suzuki India Limited will be held on Thursday, the 28th August 2025 at 10:00 a.m. (IST) through video conferencing/other audio-visual means (VC/OAVM) to transact the following businesses:

ORDINARY BUSINESS

1. To consider and adopt the audited standalone financial statements of the Company for the financial year ended 31st March 2025 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 standalone financial statements of the Company for the financial year ended 31st March 2025 and the reports of the Board of Directors and the Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

2. To consider and adopt the audited consolidated financial statements of the Company for the financial year ended 31st March 2025 and the report of the Auditors thereon, and in this regard pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT the audited consolidated financial statements of the Company for the financial year ended 31st March 2025 and the report of the Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

3. 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 INR 135 per equity share be and is hereby declared to be paid to the Members of the Company."

4. To appoint a director in place of Mr. Kenichi Ayukawa, 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 the 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. Kenichi Ayukawa (DIN: 02262755) 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 a director in place of Mr. Kenichiro Toyofuku, 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 the 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. Kenichiro Toyofuku (DIN: 08619076) 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."

6. To appoint Price Waterhouse Chartered Accountants LLP ("PW") as Statutory Auditors and to fix their remuneration and in this regard pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions of the Companies Act, 2013 ("Act"), and the rules made thereunder, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Price Waterhouse Chartered Accountants LLP ("PW"), (Firm Registration No. 012754N/N500016), be and are hereby appointed as the Statutory Auditors of the Company for a term of five years to hold office from the conclusion of 44th Annual General Meeting ("AGM") till the conclusion of the 49th AGM of the Company, at such remuneration plus applicable taxes and out of pocket expenses, as may be determined and recommended by the Audit Committee and approved by the Board.

"RESOLVED FURTHER THAT the Board of the Company (which expression shall include a committee thereof) be and is hereby authorized to do all such acts, deeds and things, to enter into such agreement(s) including any amendment(s) thereof or any such document(s), as the Board may, in its absolute discretion, consider necessary, expedient or desirable in order to give effect to this resolution or as otherwise considered by the Board to be in the best interest of the Company, as it may deem fit."

SPECIAL BUSINESS

7. To alter the Object Clause of the Memorandum of Association of the Company and in this regard pass the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 4, 13 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with applicable rules made thereunder, including any statutory modification(s) or re-enactment(s) thereto for the time being in force, and subject to the approval of the Registrar of Companies, the consent of the Members be

and is hereby accorded for effecting the alterations in the existing Object Clause III(a) of the Memorandum of Association (“**MoA**”) of the Company as under:

A. Deletion of the following sub-clause 1:

To acquire and take over from Government of India the right, title and interest in relation to the Undertakings of Maruti Ltd. as provided for in the appropriate enactment of the Government of India together with the liabilities of the Government of India so far as they related to the Undertakings of the said Company.

B. The existing sub-clause 2 be altered and substituted in its entirety, by the following and re-numbered as sub-clause 1:

To carry on the business of manufacturers, buyers, sellers and dealers in, automobiles, motor-cars, lorries, buses, vans, motor-cycles, cycle-cars, motor, scooters, carriages, amphibious vehicles, and vehicles suitable for propulsion on land, sea or in the air or in any combination thereof, vehicles of all descriptions, drones, unmanned aerial vehicles (UAVs), unmanned aircraft systems (UAS), and all related components, accessories, and technologies in relation thereto (all hereinafter comprised in the term “motor and other things”), whether propelled or assisted by means of petrol, diesel, spirit, steam, gas, electrical, animal or other power, and of internal combustion and other engines, chassis-bodies and other components, parts and accessories and all machinery, implements, utensils, appliances, apparatus, lubricants, cements, solutions, enamels, sensors, payloads, batteries, propulsion systems, control systems, and all things capable of being used for, in, or in connection with manufacture, maintenance and working of motors and other things or in the construction of any track or surface adapted for the use thereof and to establish and operate facilities for testing, training, and data processing as may be conducive to any of the foregoing activities.

C. Existing sub-clauses (3) to (9) be re-numbered, without any change, as sub-clauses (2) to (8) respectively.

D. Addition of the following sub-clauses after clause (8):

9A. *To carry on the business of operating, managing and providing integrated fleet and mobility services including subscription services, shared mobility, last-mile connectivity, vehicle leasing, transportation and any other form of mobility solution and in connection therewith, to acquire, own, hire, lease, operate, maintain or otherwise deal in vehicles of all types and descriptions for commercial, public or private use, and to undertake any and all activities ancillary, incidental or conducive thereto.*

9B. *To engage in the business of purchasing, selling, exchanging, marketing, auctioning, and otherwise dealing in used, pre-owned or second-hand automotive vehicles of every kind and to provide related value-added services including refurbishment, inspection, certification, valuation, warranty and facilitation of transactions through physical, digital or hybrid platforms, and to undertake all activities incidental or ancillary thereto.*

9C. *To set up, develop, operate, manage and maintain charging infrastructure and related facilities for electric vehicles (EV) and other alternative fuel-powered vehicles, including battery charging and swapping stations and allied infrastructure; and to develop, produce, procure, distribute, market and trade in Compressed Biogas (CBG), Hydrogen Gas, Fermented Organic Manure (FOM), Organo Mineral Fertilizers (OMF), briquettes, pellets and their derivatives and to undertake all activities incidental or ancillary thereto.*

9D. *To provide (i) consultancy, advisory and technical services (including research and development) in mobility solutions, vehicle design & engineering, vehicle testing, certification and homologation (including services to third parties and government bodies); (ii) vehicle testing facilities, proving grounds, and associated infrastructure to customers and regulatory agencies; (iii) supply chain, warehousing, logistics and inventory management services; and (iv) all kind of services including administrative, engineering, quality, information technology, compliance, risk management and to undertake all incidental, ancillary or conducive activities thereto.*

9E. *To carry on the business of trading, acquiring, transferring, aggregating, and monetizing carbon credits, renewable energy certificates, green certificates, and other environmental instruments, including but not limited to voluntary and compliance-based carbon offsets, and to provide related advisory, aggregation or marketplace services and to undertake all activities incidental or ancillary thereto.*

9F. *To carry on the business of collection, procurement, transportation, dismantling, segregation, recovery, reuse, recycling, remanufacturing, processing, sale, or disposal of end-of-life vehicles (ELVs), automotive and industrial scrap, including ferrous and non-ferrous metals, plastics, glass, rubber, electronic waste, and other recoverable materials; and to establish and operate facilities for the treatment, recycling or conversion of such materials into usable products or raw materials; and to undertake all activities incidental, ancillary or conducive thereto.*

RESOLVED FURTHER THAT the Board of the Company (which expression shall include a committee thereof) be and is hereby authorized to do all such acts, deeds, matters and things as may, in their absolute discretion, be deemed necessary, expedient, proper or desirable to give effect to the resolution including filings of statutory forms and to settle any matter, question, difficulties or doubts that may arise in this regard and accede to such modifications and alterations to the aforesaid resolution as may be suggested by the Registrar of Companies without requiring the Board to secure any further consent or approval of the Members of the Company; and that the Members of the Company are hereby deemed to have given their approval thereto expressly by the authority of this resolution and acts and things done or caused to be done shall be conclusive evidence of the authority of the Company for the same."

8. To appoint Mr. Koichi Suzuki as a Director and in this regard pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to Section 149, 152, 160 and all other applicable provisions of the Companies Act, 2013 ("Act") and Rules made thereunder (including any statutory modification(s) or re-nactment thereof, for the time being in force), Mr. Koichi Suzuki (DIN: 11061966), be and is hereby appointed as a Director of the Company, liable to retire by rotation."

9. To re-appoint Mr. Kenichiro Toyofuku as Whole-time Director designated as Director (Sustainability) and in this regard pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the Article 76 of the Articles of Association of the Company and Sections 196 and 197, Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 ("Act") and Rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification(s) or re-enactment thereof, for the time being in force), Mr. Kenichiro Toyofuku (DIN: 08619076) be and is hereby re-appointed as Whole-time Director designated as Director (Sustainability), for a period of three years with effect from 5th December 2025 till 4th December 2028 on the following terms and conditions:

- a) **Basic Salary:** INR 1,85,85,000 per annum in the scale of INR 1,40,00,000 to INR 2,75,00,000 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:** INR 12,00,000 per annum with authority to the Board (which expression shall include a committee thereof) to increase it up to INR 30,00,000 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 / accidental 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 INR 1,09,17,000 per annum with authority to the Board (which expression shall include a committee thereof) to increase it from time to time up to a maximum of INR 1,75,00,000 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.

RESOLVED FURTHER THAT the Board of the Company (which expression shall include a committee thereof) be and is hereby authorized to do all such acts, deeds and things, to enter into such agreement(s) including any amendment(s) thereof or any such document(s), as the Board may, in its absolute discretion, consider necessary, expedient or desirable in order to give effect to this resolution or as otherwise considered by the Board to be in the best interest of the Company, as it may deem fit."

10. 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 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 2025-26 amounting to INR 3.25 lac plus applicable taxes thereon besides reimbursement of out of pocket expenses on actuals in connection with the audit, be and is hereby ratified and confirmed.

RESOLVED FURTHER THAT the Board of the Company (which expression shall include a committee thereof) be and is hereby authorized to do all such acts, deeds and things, to enter into such agreement(s) including any amendment(s) thereof or any such document(s), as the Board may, in its absolute discretion, consider necessary, expedient or desirable in order to give effect to this resolution or as otherwise considered by the Board to be in the best interest of the Company, as it may deem fit.”

11. To appoint RMG & Associates as Secretarial Auditors and to fix their remuneration and in this regard pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 204 of the Companies Act, 2013 read with the applicable Rules made thereunder and Regulation 24A of Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements), Regulations, 2015 and other applicable laws, if any and the relevant circulars issued by SEBI, RMG & Associates, Company Secretaries, New Delhi (FRN: P2001DE016100) be and are hereby appointed as the Secretarial Auditors of the Company for an audit period of 5 consecutive years commencing from the financial year 2025-26 till financial year 2029-30, at such remuneration plus applicable taxes and out of pocket expenses, as may be determined and recommended by the Audit Committee and approved by the Board.

RESOLVED FURTHER THAT the Board of the Company (which expression shall include a committee thereof) be and is hereby authorized to do all such acts, deeds and things, to enter into such agreement(s) including any amendment(s) thereof or any such document(s), as the Board may, in its absolute discretion, consider necessary, expedient or desirable in order to give effect to this resolution or as otherwise considered by the Board to be in the best interest of the Company, as it may deem fit.”

By order of the Board
for **Maruti Suzuki India Limited**

New Delhi
31st July 2025

Sanjeev Grover
Executive Officer & Company Secretary
FCS No. 3788

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

Item No. 6

Price Waterhouse Chartered Accountants LLP (“PW”), (Firm Registration No. 012754N/N500016) was appointed as the Statutory Auditors of the Company to hold office w.e.f. 12th May 2025 till the conclusion of 44th AGM of the Company to fill the casual vacancy caused by the resignation of Deloitte Haskins & Sells LLP.

Based on the recommendation of the Audit Committee, the Board, in its meeting held on 31st July 2025, appointed PW as Statutory Auditors of the Company for a term of 5 years to hold office from the conclusion of the 44th AGM till the conclusion of the 49th AGM of the Company.

The following details are being provided for the information of the Members:

- a) **Brief profile and credentials:** PW is a firm of Chartered Accountants registered with the Institute of Chartered Accountants of India (“ICAI”). The firm was established in the year 1991 and was converted into a Limited Liability Partnership in the year 2014. The registered office of the firm is at Sucheta Bhawan, 11A Vishnu Digambar Marg, New Delhi - 110002 and has nine (9) branch offices in various cities in India. The firm is primarily engaged in providing auditing and other assurance services to its clients and is a Member firm of Price Waterhouse & Affiliates, a network of firms registered with the ICAI having Network Registration No. NRN/E/14. Price Waterhouse & Affiliates is a network of separate, distinct and independent Indian Chartered Accountant firms, each of which is registered with the ICAI. The firm has more than 110 Assurance Partners as of 1st April 2025. It has a valid peer review certificate and audits various companies listed on stock exchanges in India.
- b) **Proposed Fees:** INR 27.00 million besides applicable taxes, out of pocket expenses subject to actuals (estimate INR 1.00 million) and engagement administrative charges (2% of value of audit fee of INR 27.00 million i.e. INR 5,40,000) for the financial year 2025-26, subject to recommendation by the Audit Committee and approval of the Board. For the remaining period of the tenure, it is proposed to authorize the Board of Directors to fix and pay the statutory fee and other charges.
- c) **Terms of Appointment:** From the conclusion of the 44th AGM till the conclusion of the 49th AGM of the Company.
- d) **In case of a new auditor, any material changes in the fee payable to such auditor from that paid to the outgoing auditor along with the rationale for such change:** PW was appointed as the Statutory Auditors of the Company to hold office w.e.f. 12th May 2025 till the conclusion of 44th AGM of the Company to fill the casual vacancy caused by the resignation of Deloitte Haskins & Sells LLP. PW is proposed to be appointed as the Statutory Auditors at the same fee as approved earlier by the Members.

- e) **Basis of recommendation for appointment:** Having considered various parameters like audit experience across the industries, market standing of the firm, clientele served, technical knowledge, governance standards, etc., the Audit Committee and the Board have found Price Waterhouse Chartered Accountants LLP suitable for this appointment and accordingly, recommends the same.

None of the Directors/Key Managerial Personnel (KMP) of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution. The Board recommends the resolution for the approval of the Members.

Item No. 7

The automotive industry is undergoing a period of transformation. To ensure Company's continued leadership, competitiveness, and long-term prosperity in this evolving landscape, it has become imperative to streamline the objects of the Company. The proposed amendments will enable the Company to expand in new areas. This expansion shall generate new market opportunities and ultimately result in enhanced shareholder value. The rationale for proposed amendments in the Object Clause III(a) of the MoA is given hereunder.

Sub-clause 1

The Company was incorporated in 1981, and the objective of this clause was to acquire undertaking of Maruti Limited from the Government of India. Since, this objective was achieved long back, the said clause still appearing in the MoA is proposed to be deleted.

Sub-clause 2

The use of drones and UAVs is growing across industrial, commercial, agricultural, defence and logistics applications. The Company has significant potential to leverage its engineering, manufacturing and R&D capabilities in these areas. The proposed clause will enable the Company to engage in the design, manufacturing and commercialization of drones and related technologies and to build supporting infrastructure and data services, subject to applicable regulatory frameworks.

Sub-clause 9A

The Indian shared mobility and fleet service industry is evolving rapidly, driven by urbanization, changing consumer behaviour and digital platforms. By expanding its scope to include integrated mobility offerings such as vehicle subscription, vehicle leasing and shared transport, the Company intends to tap into emerging opportunities across corporate, institutional and urban transport sectors. This clause enables the Company to directly own and operate fleets, ensuring control over service quality and customer experience.

Sub-clause 9B

The pre-owned vehicle segment in India is expected to grow significantly in light of increasing vehicle ownership cycles and digital platform penetration. This clause empowers the Company to participate in this high-potential segment by

offering end-to-end used vehicle solutions, thereby creating new revenue streams and enhancing customer lifecycle engagement. The Company also seeks to provide ancillary services such as refurbishment, certification and warranty solutions to increase trust and transparency in used-vehicle transactions.

Sub-clause 9C

With the growing adoption of electric vehicles and alternative fuels, development of charging infrastructure and renewable fuel ecosystems is becoming a critical enabler. The Company proposes to foray into the setting up and operation of EV charging and battery-swapping stations to support future mobility. Additionally, leveraging synergies in alternative energy, the Company seeks to produce and trade in CBG and other bio-based fuel derivatives to align with sustainable development goals and create an alternate revenue model.

Sub-clause 9D

The proposed clause seeks to unlock the Company's potential to offer high-value services in design, testing and regulatory certification, which are increasingly being outsourced by industry participants. The Company also intends to monetize its infrastructure such as test tracks and warehousing capabilities.

Furthermore, as businesses become more specialized and cost-optimized, the Company proposes to offer all kind of service solutions in areas such as administrative, engineering, quality, information technology, compliance, risk management by leveraging its internal capabilities to support group and allied companies.

Sub-clause 9E

India is operationalizing its Carbon Credit Trading Scheme (CCTS) under the Energy Conservation Act, 2022. Under the CCTS, Bureau of Energy Efficiency has developed Detailed Procedure for Compliance Mechanism which covers comprehensive Measurement, Reporting, and Verification (MRV) framework to ensure accurate, transparent, and credible compliance. As ESG (Environmental, Social, and Governance) principles become central to long-term corporate strategy, carbon credit and environmental certificate trading has emerged as a value-accretive business.

This clause enables the Company to enter the market for environmental instruments, both as a trader and service provider, and aligns with its broader sustainability and net-zero aspirations. Participation in this segment is also expected to yield strategic insights and financial returns under India's evolving carbon policy framework.

Sub-clause 9F

The Company proposes to expand into the business of sustainable recycling and waste management, specifically focusing on the treatment of end-of-life vehicles (ELVs) and scrap materials. This initiative aligns with the Company's broader sustainability goals, which promote responsible disposal and resource recovery. By engaging in the dismantling, recycling, and resale of vehicle components and other materials, the Company aims to support the circular economy and unlock additional business value across the automotive lifecycle.

Section 13 of the Companies Act, 2013 states that a Company, may, by a special resolution, alter the provisions of its MoA. The Board of Directors, on 31st July 2025 has approved the aforesaid alterations in the Object Clause of the MoA subject to the approval of the Members of the Company. The special resolution passed at the AGM shall be filed with the Registrar of Companies who shall register the alterations of the MoA with respect to the objects of the Company and certify the registration.

None of the Directors/Key Managerial Personnel (KMP) of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution. The Board recommends the resolution for the approval of the Members. The existing Object Clause of the MoA is available for inspection by the Members on the Company's website.

Item No. 8

Pursuant to the provisions of Section 161 of the Companies Act, 2013 ("**Act**") and other applicable provisions and the Rules made thereunder and the Articles of Association of the Company, Mr. Koichi Suzuki (DIN: 11061966) was appointed as a Non-Executive Director with effect from 26th April 2025 to fill the casual vacancy caused by the resignation of Mr. Kinji Saito. Section 161 of the Act provides that a person so appointed to fill a casual vacancy shall hold office only up to the date up to which the Director in whose place he is appointed would have held office if it had not been vacated. Mr. Saito would have held his office as a Director up to the date of this AGM.

None of the Directors/Key Managerial Personnel (KMP) of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution except Mr. Koichi Suzuki and his relatives. The Board recommends the resolution for the approval of the Members.

Item No. 9

Mr. Kenichiro Toyofuku was re-appointed as Whole-time Director designated as Director (Corporate Planning) with effect from 5th December 2022 till 4th December 2025. He was re-designated by the Board from Director (Corporate Planning) to Director (Sustainability) with effect from 1st April 2025.

Pursuant to the recommendation by the Nomination and Remuneration Committee, the Board approved the re-appointment of Mr. Toyofuku as Whole-time Director designated as Director (Sustainability) with effect from 5th December 2025 till 4th December 2028. Section 196 of the Companies Act, 2013 ("**Act**") read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**") 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 the approval by a resolution at the next general meeting of the Company or within a period of three months from the date of appointment, whichever is earlier.

Considering the vast experience, expertise and knowledge of Mr. Kenichiro Toyofuku, as elaborated in the annexure hereto

as 'Additional Information' and keeping in view the performance and growth of the Company during his association with the Company as Director (Corporate Planning) and Director (Sustainability), the Board recommends the resolution for his re-appointment and payment of remuneration for approval of the Members. None of the Directors/Key Managerial Personnel (KMP) of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution except Mr. Kenichiro Toyofuku and his relatives.

Item No. 10

The Board, on the recommendation of the Audit Committee, approved the appointment and remuneration of the Cost Auditor to conduct the audit of applicable cost records of the Company for the financial year 2025-26. 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, requires ratification by the Members of the Company.

None of the Directors/Key Managerial Personnel (KMP) of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution. The Board recommends the resolution for the approval of the Members.

Item No. 11

In accordance with the applicable provision of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and based on the recommendation of the Audit Committee, the Board approved the appointment of RMG & Associates, Company Secretaries, New Delhi (Firm Registration No.: P2001DE016100), a peer reviewed firm as the Secretarial Auditors of the Company for audit period of 5 consecutive years commencing from the financial year 2025-26 till the financial year 2029-30.

The following details are provided for the information of the Members:

- a) **Brief profile and credentials:** RMG & Associates is a firm of Company Secretaries, established in the year 2001. It is based at New Delhi and has branch office at Gurgaon, Haryana and various affiliates across other metropolitan cities of India, having a rich experience of more than two decades and professional expertise in dealing with all kinds of Corporate Secretarial, Foreign Exchange Laws (FEMA & RBI Regulations/ Approvals), Corporate Advisory, Regulatory Issues and such other Allied and Legal matters. It is a peer reviewed firm and is also serving as the Secretarial Auditors of several other reputed listed entities.
- b) **Proposed Fees:** INR 0.3 million besides applicable taxes, out of pocket expenses subject to actuals, for the financial year 2025-26, subject to recommendation by the Audit Committee and approval of the Board. For the remaining period of the tenure, it is proposed to authorize the Board of Directors to fix and pay the audit fee and other charges.

- c) **Terms of Appointment:** For an audit period of 5 consecutive years commencing from the financial year 2025-26 till financial year 2029-30.
- d) **In case of a new auditor, any material changes in the fee payable to such auditor from that paid to the outgoing auditor along with the rationale for such change:** Not Applicable
- e) **Basis of recommendation for appointment:** Having considered various parameters like audit experience across the industries, market standing of the firm, clientele served, technical knowledge, governance standards, etc., the Audit Committee and the Board have found RMG & Associates suitable for this appointment.

None of the Directors/Key Managerial Personnel (KMP) of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution. The Board recommends the resolution for approval of the Members.

By order of the Board
for **Maruti Suzuki India Limited**

New Delhi
31st July 2025

Sanjeev Grover
Executive Officer & Company Secretary
FCS No. 3788

Additional information:

Details of Directors retiring by rotation/recommended for appointment/re-appointment:

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meetings]

Particulars	Mr. Kenichi Ayukawa	Mr. Kenichiro Toyofuku	Mr. Koichi Suzuki
Age	69 years	55 years	62 years
Brief resume and expertise in specific functional areas	<p>Mr. Kenichi Ayukawa joined Suzuki Motor Corporation (SMC) in 1980 and worked at various levels there including General Manager, Overseas Marketing, Administration Department, Executive Vice President and Chief Marketing Officer at SMC, Japan and responsible for India operations and Finance, and Managing Director of Pak Suzuki Motor Company Limited. He joined the board of Maruti Suzuki India Limited in 2008 as a Non-Executive Director and was appointed as Managing Director with effect from 1st April 2013 and served till 31st March 2022. Thereafter, he was appointed as Executive Vice Chairman with effect from 1st April 2022 till 30th September 2022. He is Executive Fellow in charge of India Operations from 1st April 2025.</p> <p>His area of expertise is knowledge of all aspects of the car industry including its operations, technology, global experience and exports.</p>	<p>In April 1993, Mr. Kenichiro Toyofuku joined METI (Ministry of Economy, Trade & Industry) Japan. From 1993 to 1995 he served as Chief Officer, Small & Medium Enterprise Research Division. From 1995- 1997 he served as Chief Officer, International Economic Affairs Division. From 1997-1999 he served as Chief Officer, Research Promotion Division. From 1999-2000 he served as Deputy Director, Japan Patent Office. From 2000-2002 he served as Personal Secretary to Parliamentary Vice Minister METI. From 2002-2004 he acted as Deputy Director, Aichi International Expo Division. In May 2004 he joined as First Secretary at Embassy of Japan in India. In August 2008 he served as Deputy Director, Asia & Oceania Division, METI. In July 2010, he joined JETRO in India (Japan External Trade Organization) where he served as Deputy Director General at New Delhi Office from 2010 to 2012 and Representative of Ahmedabad Project Office from 2012 to 2014. In October 2014 he joined Government of India, Ministry of Commerce & Industry, Department of Industrial Policy & Promotion, Coordinator, Japan Plus cell. In October 2017 he joined World Bank (India office) as Senior Private Sector Specialist, Finance, Competitiveness & Innovation Global Practice. In November 2019 he joined Suzuki Motor Corporation (SMC) and was appointed by the board of the Company as a Whole time Director (Corporate Planning). He was re-appointed as a Whole-time Director designated as Director (Corporate Planning) of Maruti Suzuki India Limited with effect 5th December 2022.</p> <p>Mr. Toyofuku was re-designated as Director (Sustainability) with effect from 1st April 2025.</p> <p>His area of expertise is India-Japan relationship, regional development, industrial policy, skill development.</p>	<p>Mr. Koichi Suzuki joined Suzuki Motor Corporation (SMC) in April 1987. In October 2013, he was transferred to Maruti Suzuki India Limited (MSIL) as Executive Officer, International Marketing and was in charge of Middle East and African market.</p> <p>In April 2023, he was transferred to Suzuki Motor Corporation, Japan and designated as Managing Officer, Automobile Marketing, in charge of Europe, Middle East and Africa.</p> <p>In April 2024, he was promoted to Managing Officer, Executive General Manager, Automobile Marketing - Europe, Middle East and Africa.</p> <p>In April 2025, he was appointed as Managing Officer, Executive General Manager, India Operations.</p> <p>His area of expertise is Automobile Marketing.</p>

Qualification	Law graduate from Osaka University, Japan	Bachelor of Arts (BA) in Economics (Environmental Economics), Keio university, Japan.		Graduated from Tokyo University, Faculty of Letters
Terms & conditions of appointment / re-appointment	He is a Non-Executive Director, liable to retire by rotation.	He is proposed to be appointed as Director liable to retire by rotation and re-appointed as Whole-time Director designated as Director (Sustainability), the terms and conditions thereof are as per resolution at item no. 5 and 9.		He is proposed to be appointed as Non-Executive Director, liable to retire by rotation.
Directorship held in other companies	a) NDDB Mrida Limited b) Next Bharat Ventures IFSC Private Limited	a) ISE-Suzuki Egg India Private Limited b) Suzuki R&D Center India Private Limited c) NDDB Mrida Limited	None	
Name of listed companies from which he has resigned in the past three years	Subros Limited (Reason-Withdrawal of nomination by Suzuki Motor Corporation)	Escorts Kubota Limited (Reason-Pre-occupation in other professional assignments)		None
Remuneration proposed to be paid	He will be entitled to receive sitting fee for attending the Board Meetings.	As mentioned in the resolution at Item No. 9 of this Notice.		He will be entitled to receive sitting fee for attending the Board Meetings.
Remuneration last drawn	Please refer the Corporate Governance Report forming part of the Annual Report 2024-25.	Please refer the Corporate Governance Report forming part of the Annual Report 2024-25.		He received sitting fees for attending the board meetings.
Date of first appointment on the Board	21 st July 2008	5 th December 2019		26 th April 2025
Shareholding in the Company	Nil	Nil		Nil
Relationship with other Directors, Manager and Key Managerial Personnel	None	None		None
Number of board meetings attended during the year	Five out of five board meetings during FY 2024-25. Three out of three board meetings during FY 2025-26.	Five out of five board meetings during FY 2024-25. Three out of three board meetings during FY 2025-26.		Post his appointment as Director on 26 th April 2025, two meetings were held during the FY 2025-26 and he attended both the meetings.
Memberships / Chairmanship of committees	None	Risk Management Committee	Member	None
		Sustainability Committee	Member	
Chairman / Member of the committee of the Board of Directors of other listed companies in which he is a director	None	None		None

By order of the Board
for **Maruti Suzuki India Limited**

Sanjeev Grover
Executive Officer & Company Secretary
FCS No. 3788

New Delhi
31st July 2025

NOTES:

- IN ACCORDANCE WITH VARIOUS CIRCULARS ISSUED BY THE MINISTRY OF CORPORATE AFFAIRS (MCA) AND THE SECURITIES AND EXCHANGE BOARD OF INDIA (SEBI), AGM SHALL BE CONDUCTED THROUGH VC/OAVM. THE PHYSICAL ATTENDANCE OF THE MEMBERS HAS BEEN DISPENSED WITH AND ACCORDINGLY, A MEMBER IS NOT ENTITLED TO APPOINT A PROXY.**
- Members who have not updated their latest email addresses in the records of the Company/Registrar & Transfer Agent ('RTA') of the Company i.e. KFin Technologies Limited ('KFin') and their Depository Participants are requested to update the same at the earliest.
- The explanatory statement pursuant to Section 102 of Companies Act, 2013 ('Act') and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), in respect to the businesses as set out at item nos. 6 to 11 and other details are annexed hereto.
- Subject to the provisions of Section 124 of the Act, dividend as recommended by the Board, if declared at the AGM will be paid on or after 3rd September 2025 to those Members whose names appear in the register of Members / beneficial owners at the close of business hours on Friday, 1st August 2025.
- In accordance with the provisions of the Income-tax Act, 1961 ("IT Act"), as amended from time to time, read with the provisions of the Finance Act, 2020, with effect from April 1, 2020, dividend declared by the Company is taxable in the hands of the Members and the Company is required to deduct tax at source ("TDS") on dividend at the applicable rates.
- Please take note of the below TDS provisions and information/document requirements for each Member:

A. Resident Members:

A.1 No tax shall be deducted on payment of dividend to the resident individual Members, if the total dividend for a financial year does not exceed INR 10,000 (Rupee Ten Thousand), subject to availability of PAN of Member.

A.2 Tax shall be deducted from Dividend payable to Resident Members (other than category prescribed under A.1 above) as per the details provided below:

Particulars	Applicable Rate of Tax	Declaration/ documents required
Where valid PAN is updated with the Depository Participant (in case shares are held in dematerialized form) or with Company's Registrar and Transfer Agent ("RTA") i.e., KFin Technologies Limited (in case shares are held in physical form) and no exemption is sought by the resident Member	10%	Not applicable.

No PAN/ Invalid PAN/ Inoperative PAN* and no exemption sought by Member	20%	Not applicable. Note: In case of a Member being resident individual eligible for obtaining Aadhaar Number have not linked the Aadhaar Number allotted with its PAN (as on the date of payment of such dividend), such PAN would be treated as inoperative for the provisions of deduction of TDS.
Where lower tax deduction certificate is issued by Income Tax Department under Section 197 of the IT Act	Rate specified in Lower tax withholding certificate obtained from Income Tax Department	<ul style="list-style-type: none"> Copy of PAN card. Copy of lower tax withholding certificate obtained from Income Tax Department. <p>Note: The certificate should be valid for the financial year 2025-26 and should cover the dividend income from the Company.</p>

*As per Section 139AA of the IT Act, every person who has been allotted a PAN and who is eligible to obtain Aadhaar, shall be required to link the PAN with Aadhaar, except person exempted as per Notification No. 37/2017. In case of failure to comply to this, the PAN allotted shall be deemed to be inoperative and tax shall be deducted at higher rates as prescribed under the IT Act.

A.3 No tax shall be deducted on Dividend to Resident Members if the Members submit documents mentioned in the below table with the RTA:

Particulars	Documents required (if any)
Individual furnishing Form 15G/ 15H	<ul style="list-style-type: none"> Copy of PAN card. Form 15G (applicable to an individual who is less than 60 years) OR Form 15H (applicable to individual who is 60 years or more), provided that all the required eligibility conditions are met.
Submitting NIL withholding tax Certificate under Section 197 of the IT Act	<ul style="list-style-type: none"> Copy of PAN card. NIL withholding tax certificate obtained from tax authority <p>Note: The certificate should be valid for the financial year 2025-26 and should cover the dividend income from the Company.</p>
Members [e.g. LIC, GIC,] for whom Section 194 of the IT Act is not applicable	<ul style="list-style-type: none"> Copy of PAN card. Self-declaration along with adequate documentary evidence (e.g., registration certificate) to the effect that no tax withholding is required pursuant to the provisions of Section 194 of the IT Act.
Category I and II Alternative Investment Fund (AIF)	<ul style="list-style-type: none"> Copy of PAN card. Self-declaration that the AIF is registered with SEBI as per SEBI Regulations along with copy of

	registration certificate along with the confirmation that their income is exempted from tax in terms of notification no. 51/2015 issued by CBDT.
Persons covered under Section 196 of the IT Act (e.g. Mutual Funds specified under clause (23D) of Section 10 of the IT Act, RBI, Govt.)	<ul style="list-style-type: none"> • Copy of PAN card. • Self-declaration along with documentary evidence (e.g., registration certificate) that the person is covered under said Section 196 of the IT Act.
Other Members exempt as per Section 197A of the IT Act including those mentioned in Circular No. 18/2017 issued by CBDT viz. New Pension System Trust governed by Section 10(44), Recognized Provident Fund, Approved Superannuation Fund or Approved Gratuity Fund	<ul style="list-style-type: none"> • Copy of PAN card. • Self-declaration along with documentary evidence to the effect that no tax withholding is required. • Copy of the lower TDS certificate obtained from Income Tax Department (except those covered by Circular 18/2017).

B. Non-Resident Members:

As per Section 90 of the IT Act, the Non-Resident Member has the option to be governed by the provisions of the Double Taxation Avoidance Agreement ("Tax Treaty") between India and the country of tax residence of the Member, if they are more beneficial to them. Please refer to the below table for the details of documents to avail Tax Treaty benefits.

Particulars	Applicable Rate	Documents required (if any)
Non-Resident Members (including Foreign Institutional Investors (FIIs) / Foreign Portfolio Investors (FPIs) except if specifically falling under any of the below categories	20% plus applicable surcharge and cess OR Tax Treaty Rate (Whichever is lower)	<p>If the Member wants to avail the tax rates as per the Tax Treaty, following documents would be required:</p> <ul style="list-style-type: none"> • Self-attested copy of the Permanent Account Number (PAN) allotted by the Indian Income Tax authorities. • Self-attested copy of Tax Residency Certificate (TRC) issued by the competent authority of the country of Member's residency, evidencing and certifying the tax residency status of the Member in the country of residency during the Financial Year 2025-26. • Electronically generated Form 10F from the link https://eportal.incometax.gov.in • In case of FIIs and FPIs, self-attested copy of SEBI registration certificate. • Self-declaration certifying that – <p>i. You will continue to remain a tax resident of the country of your residency during the Financial Year 2025-26;</p>

		<p>ii. You are eligible to claim the beneficial Tax Treaty rate for the purposes of tax withholding on dividend declared by the Company;</p> <p>iii. You have no reason to believe that your claim for the benefits of the Tax Treaty is impaired in any manner;</p> <p>iv. You are the beneficial owner of your shareholding in the Company and dividend receivable from the Company;</p> <p>v. You do not have a taxable presence/ permanent establishment/ fixed base/ Business Connection/ Place of Effective Management, in India in accordance with the applicable Tax Treaty or dividend income is not attributable/ effectively connected to any permanent establishment or fixed base in India);</p> <p>vi. Non-resident complies with any other condition prescribed in the relevant Tax Treaty and provisions under the Multilateral Instrument ('MLI').</p>
Submitting Certificate under Section 197 of the IT Act.	Rate specified in Lower / Nil withholding tax certificate	<p>Lower/NIL withholding tax certificate obtained from tax authority</p> <p>Note: The certificate should be valid for the financial year 2025–26 and should cover the dividend income from the Company.</p>
Alternative Investment Fund – Category III or Retail Scheme/ Exchange Traded Fund located in International Financial Services Centre	10% (plus applicable surcharge and cess)	<ul style="list-style-type: none"> • Copy of PAN card. • Self-declaration along with adequate documentary evidence (e.g. registration certificate) substantiating the nature of the entity.
Non-Resident Members who are tax residents of Notified Jurisdictional Area as defined u/s 94A(1) of the IT Act	30%	Not applicable.
Sovereign Wealth funds and Pension funds notified by Central Government u/s 10(23FE) of the IT Act	NIL	<ul style="list-style-type: none"> • Copy of PAN card. • Copy of the notification issued by CBDT substantiating the applicability of section 10(23FE) of the IT Act issued by the Government of India.

		<ul style="list-style-type: none"> Self-Declaration that the conditions specified in Section 10(23FE) have been complied with. Copy of PAN card.
Foreign Portfolio Investors (FPIs) – Category I	10% (plus applicable surcharge and cess) in case of a valid PAN	<ul style="list-style-type: none"> Self-declaration along with adequate documentary evidence (e.g. registration certificate) substantiating the nature of the entity.
Subsidiary of Abu Dhabi Investment Authority (ADIA) as prescribed under Section 10(23FE) of the IT Act	NIL	<ul style="list-style-type: none"> Copy of PAN card Self-Declaration substantiating the fulfilment of conditions prescribed under Section 10(23FE) of the IT Act.

Application of beneficial Tax Treaty Rate shall depend upon the completeness and satisfactory review by the Company / RTA, of the documents submitted by Non-Resident Members and meeting requirement of the IT Act read with applicable Tax Treaty. It must be ensured that self-declaration should be addressed to the Company. In the absence of the same, the Company will not be obligated to apply the beneficial Tax Treaty rate at the time of tax deduction on dividends.

Section 206AA of the IT Act applicable to Individual Members (Resident and Non - Resident)

The Income Tax Department has released a Compliance Check Functionality to determine whether the PAN in case of individual is operative/ inoperative, and the Company would be relying on the report generated from the said facility for compliance with Section 139AA read with Section 206AA of the IT Act.

For all Members (Resident and Non- Resident)

The tax rates mentioned above are based on the current tax regulations. The actual tax withholding on dividend payments will be in accordance with the prevailing tax laws at the time of dividend distribution. Any change in the tax legislation will be reflected in withholding process.

Members holding shares under multiple accounts under different residential status/ Member category and single PAN, may note that, higher of the tax rate as applicable to different residential status/ category, will be considered on their entire shareholding which is held under different accounts.

After receipt of any of the declarations and basis its independent assessment, if the Company finds that any information is contrary to the declarations received by it, the Company reserves right to rely on the results of its independent assessment and make a deduction of tax at a higher rate as per applicable provisions of the IT Act.

It may be further noted that in absence of receipt of the aforementioned details/documents or for any other reason, if the tax on dividend is deducted at a higher rate there would still be an option available with the Member to file the return of income and claim an appropriate refund, if eligible. No claim shall lie against the Company for such tax deduction.

A declaration must be filed with the Company where the whole or any part of the dividend income is assessable, under the

provisions of the IT Act, in the hands of a person other than the Member in accordance with Rule 37BA(2) of the Income-tax Rules, 1962. The declaration must consist of name, address, PAN, along with other documents mentioned above depending upon the tax residency status of such person to whom credit is to be given and proportion of credit to be given in respect of dividend income.

In the event of any income tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy or omission of information provided/to be provided by the Member(s), such Member(s) will be responsible to indemnify the Company and also, provide the Company with all information/documents and co-operation in any appellate proceedings.

DATA UPDATION FOR SMOOTH PROCESSING -

Updation of PAN, email address and other details

Members holding shares in dematerialized mode, are requested to update their records such as tax residential status, permanent account number (PAN), registered email addresses, mobile numbers and other details with their relevant Depositories through their Depository Participants. Members holding shares in physical mode are requested to furnish details to the Company's RTA. The Company is obligated to deduct tax at source (TDS) based on the records available with RTA and no request will be entertained for revision of TDS return.

Update of Bank account details:

We request you to submit / update your bank account details with your Depository Participant, in case you are holding shares in the electronic form. In case your shareholding is in the physical form, you will have to submit a scanned copy of a covering letter, duly signed by the first Member, along with a cancelled cheque leaf with your name and bank account details and a copy of your PAN card, duly self-attested, with RTA. This will facilitate receipt of dividend directly into your bank accounts. In case the cancelled cheque leaf does not bear the Members name, please attach a copy of the bank pass-book statement, duly self-attested. We also request you to register your email IDs and mobile numbers with the Company or the RTA.

- 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 (IEPF) established by the Central Government. Members who have not yet encashed their dividend warrant(s) are requested to make their claims without any delay.
- Register of Contracts and 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 AGM to any person having the right to attend the AGM through VC/OAVM.
- 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 AGM through VC/OAVM.

10. As per Section 72 of the Act, Members are entitled to make nomination in respect of shares held by them in physical form. Members 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 downloaded from the Company's website www.marutisuzuki.com.
11. Attention of the Members is drawn to the provisions of Section 124(6) of the Act which requires 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 Members 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.
12. **Electronic copies of the Annual Report and this Notice, inter-alia, indicating the process and manner of e-Voting along with instructions to attend the AGM through VC/OAVM are being sent by email to those Members whose email addresses have been made available to the Company/ Depository Participants. Additionally, in accordance with Regulation 36(1) (b) of the SEBI Listing Regulations, the Company is sending a letter to Members whose e-mail address is not registered with the RTA/Depository Participant(s), providing the web-link of the Company's website from where the Annual Report for the financial year 2024-25 can be accessed.**
13. **Notice and the Annual Report are available on the website of the Company www.marutisuzuki.com and website of the KFin <https://evoting.kfintech.com/>. Members desiring any information relating to the annual accounts or any document pertaining to explanatory statement are requested to send an email to the Company at investor@maruti.co.in, at least 10 (ten) days before the AGM.**
14. The Company has engaged the services of KFin to provide two-way video conferencing facility during the AGM.
15. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum.
16. **PROCEDURE FOR REMOTE E-VOTING, ATTENDING THE AGM THROUGH VC/OAVM AND E-VOTING DURING THE AGM**
 - i. In compliance with the provisions of the Act, the Rules made thereunder, Listing Regulations and the applicable circulars issued by MCA and SEBI, the Members are provided with the facility to cast their vote electronically, through the e-Voting services provided by KFin, on all the resolutions as set forth in this Notice. The instructions for e-Voting are given herein below.
 - ii. Pursuant to SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024 on "e-Voting facility provided by Listed Companies", e-Voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / Depository Participant(s) ('DPs') in order to increase the efficiency of the voting process.
 - iii. Individual demat account holders would be able to cast their vote without having to register again with the e-Voting Service Provider ('ESP') thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process. The Members are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.
 - iv. The remote e-Voting period commences **from 9:00 a.m. (IST) on Saturday, the 23rd August 2025 up to 05:00 p.m. (IST) on Wednesday, the 27th August 2025**. The remote e-Voting will not be allowed beyond the aforesaid date and time, and the remote e-Voting module shall be forthwith disabled by KFin upon expiry of the aforesaid period.
 - v. The voting rights of the Members shall be in proportion of their shareholding to the total issue and paid-up equity share capital of the Company as on **the cut-off date i.e. Thursday, the 21st August 2025**.
 - vi. The Company 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 and failing him Mr. Sachin Khurana, Partner of RMG & Associates, with Membership No. FCS 10098 and Certificate of Practice No. 13212 as the Scrutinizer, for conducting the e-Voting process in a fair and transparent manner.
 - vii. Any person holding shares in physical form and non-individual Members, who acquire shares of the Company and becomes a Member of the Company after sending the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@kfintech.com or can reset the password through <https://evoting.kfintech.com/common/passwordoptions.aspx>. However, if he / she is already registered with KFin for e-Voting then he /she can use his/her existing User ID and password for casting the vote.

- viii. In case of individual Members holding shares in demat mode and who acquire shares of the Company and becomes a Member of the Company after sending the Notice and holding shares as of the cut-off date may follow steps mentioned below under "Login method for e-Voting and joining virtual meeting for individual Members holding securities in demat mode."
- ix. The options for remote e-Voting and voting during Annual General Meeting (AGM) are explained herein below:

Option 1: Access to Depositories e-Voting system in case of individual Members holding shares in demat mode.

Option 2: Access to KFin e-Voting system in case of Members other than Individuals holding shares in demat mode and Members holding shares in physical mode.

Option 3: Access to join virtual AGM of the Company on KFin system to participate and Vote during the AGM.

Details of Option 1 are mentioned below:

I) Login method for e-Voting for Individual Members holding shares in demat mode.

Type of Members	Login Method
Individual Members holding securities in demat mode with NSDL	<p>1. User already registered for Internet-based Demat Account Statement (IDeAS) facility:</p> <ol style="list-style-type: none"> Visit URL: https://eservices.nsdl.com Click on the "Beneficial Owner" icon under "Login" under 'IDeAS' section. On the new page, enter User ID and Password. Post successful authentication, click on "Access to e-Voting" under e-voting services. Click on company name or e-Voting service provider and you will be re-directed to e-Voting service provider website for casting the vote during the e-Voting period. <p>2. User not registered for IDeAS e-Services:</p> <ol style="list-style-type: none"> To register click on link: https://eservices.nsdl.com On the home page, select "Register Online for IDeAS" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Proceed with completing the required fields and follow steps given in point 1 above. <p>3. Accessing the e-Voting website of NSDL:</p> <ol style="list-style-type: none"> Open URL: https://www.evoting.nsdl.com Click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. Enter User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. On successful authentication, Member will be requested to select the name of the company and the e-Voting Service Provider name, i.e. KFintech. On successful selection, Member will be redirected to KFintech e-Voting page for casting their vote during the e-Voting period.
Individual Members holding securities in demat mode with CDSL	<p>1. Existing user who have opted for Easi / Easiest:</p> <ol style="list-style-type: none"> Visit URL: https://web.cdslindia.com/myeasitoken/home/login or www.cdslindia.com and click on Login. Click on the "Login" icon and opt for "My Easi New (Token)" (only applicable when using the URL: www.cdslindia.com). On the new screen, enter User ID and Password. Without any further authentication, the e-Voting page will be made available. Click on Company name or e-Voting service provider name, i.e., KFintech to cast your vote.

	<p>2. User not registered for Easi/Easiest</p> <p>I. Option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration</p> <p>II. Proceed with completing the required fields and follow the steps given in point 1 above.</p> <p>3. Accessing the e-Voting website of CDSL</p> <p>I. Visit URL: www.cdslindia.com</p> <p>II. Provide your demat Account number and PAN.</p> <p>III. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the Demat account.</p> <p>IV. On successful authentication, Member will be provided links for the respective e-Voting Service Provider i.e. KFintech and you will be re-directed to the e-Voting page of KFintech to cast your vote without any further authentication.</p>
Individual Members login through their demat accounts / Website of Depository Participant	<p>I. Member can also login using the login credentials of their demat account through their DP registered with NSDL /CDSL for e-Voting facility.</p> <p>II. Once logged-in, Member will be able to see e-Voting option. Once Member click on e-Voting option, Members will be redirected to NSDL / CDSL website after successful authentication, wherein they can see e-Voting feature.</p> <p>III. Members may then click on Company name or e-Voting service provider name, i.e., KFintech and will be redirected to KFintech website for casting their vote.</p>

Important note: Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

For technical assistance: Members facing any technical issue in logging can contact the respective helpdesk by sending a request on the e-mail id's or contact on the phone nos. provided below:

Login type	Helpdesk details
Securities held with NSDL	Please contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800-1020-990 and 1800-22-44-30
Securities held with CDSL	Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or call at toll free no.: 1800-225-533 OR contact at 022- 23058738 or 022-23058542/43

Details of Option 2 are mentioned below:

I) Login method for e-Voting for Members other than Individuals holding shares in demat mode and Members holding shares in physical mode.

(A) Members whose email IDs are registered with the Company/ Depository Participants, will receive an email from KFin which will include details of e-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process.

- Launch internet browser by typing the URL: <https://evoting.kfintech.com>
- Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (e-Voting Event Number), followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFin for e-Voting, you can use your existing User ID and password for casting the vote.

- After entering these details appropriately, click on "LOGIN".
- You will now reach password change Menu, wherein you are required to mandatorily 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 value (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 may also enter a secret question and answer of your choice 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.
- You need to login again with the new credentials.

- f. On successful login, the system will prompt you to select the "EVEN" of the AGM and click on "Submit".
- g. On the voting page, the number of shares (which represents the number of votes) as on the cut-off date under "FOR/AGAINST" shall be auto-populated. You may choose the option "FOR" or "AGAINST". If the Member does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the vote will not be counted under either head.
- h. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts.
- i. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.
- j. You may then cast your vote by selecting an appropriate option and click on "Submit".
- k. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution(s), 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).
- 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., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to cast its vote through remote e-Voting together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at email ID info@rmgcs.com with a copy marked to evoting@kfintech.com. The scan PDF of the abovementioned documents should be in the naming format "Corporate Name_Even".
- (B) Members whose email IDs are not registered with the Company/Depository Participant(s), and consequently the Annual Report, Notice of AGM and e-Voting instructions cannot be serviced, are requested to register/update the same by submitting the requisite ISR 1 form (which is available on the link <https://ris.kfintech.com/client services/isc/isrforms.aspx>) along with the supporting documents to KFin.**
- a. Alternatively, Member may send an e-mail request at the email id einward.ris@kfintech.com along with scan of the signed copy of the request letter providing the email address, mobile number, self-attested PAN copy and Client Master copy in case of electronic folio and copy of share certificate in case of physical folio for sending the Annual report, Notice of AGM and the e-Voting instructions.
- b. After receiving the e-Voting instructions, please follow all steps above to cast your vote by electronic means.
- Members holding shares in dematerialized form, who have not registered/updated their email IDs and Mobile details, are requested to register/update the same with their respective Depository Participants with whom they maintain their demat accounts.
- After following the process as given above, please follow all steps above to cast your vote by electronic means.
- Details of Option 3 are mentioned below:**
- I) Instruction for all the Members for attending the AGM of the Company through VC / OAVM and e-Voting during the meeting.**
1. Members will be provided with a facility to attend the AGM through VC / OAVM platform provided by KFin. Members who are entitled to participate in the AGM can attend the AGM by logging on to the website of KFin at <https://emeetings.kfintech.com/> by using their remote e-Voting credentials.
 - a) Members are requested to follow the procedure given below:
 - i. Launch internet browser (Chrome/Firefox/Safari) by typing <https://emeetings.kfintech.com>
 - ii. Enter the login credentials (i.e. User ID and password for e-Voting).
 - iii. After logging in, click on "Video Conference" option.
 - iv. Then click on camera icon appearing against AGM event of Maruti Suzuki India Limited, to attend the Meeting.
 - b) Members who do not have User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the procedure given in the e-Voting instructions.
 - c) Members will be required to grant access to the webcam to enable VC / OAVM. Further, Members connecting from Mobile Devices or Tablets or through Laptop connecting via mobile hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
 - d) Members who would like to express their views or ask questions during the AGM may register themselves by logging on to <https://emeetings.kfintech.com/> and clicking on the 'Speaker Registration' option available on the screen after log

in. **The Speaker Registration will be open from 23rd August 2025 (9:00 a.m. IST) to 25th August 2025 (5:00 p.m. IST).** Only those Members who are registered will be allowed to express their views or ask questions during the AGM. The Company reserves the right to restrict the number of questions and number of speakers, depending upon availability of time as appropriate for smooth conduct of the AGM.

- e) Members who may wish to express their views or ask questions, may visit <https://emeetings.kfintech.com> and click on the Tab "Post Your Queries Here" to post their queries in the window provided, by mentioning their name and demat account number. Members may note that depending upon the availability of time, questions may be answered during the meeting or responses will be shared separately after the AGM.
- f) The Members can join the AGM 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.
- g) Institutional Members are encouraged to attend and vote at the AGM through VC/OAVM.

(C) Other Instructions:

- a. Any Member who has not received/forgotten the User ID and Password, may obtain/generate/retrieve the same from KFin 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 e-Voting Event Number + Folio No. or DP ID Client ID to 9212993399.
 - 1. Example for NSDL:
MYEPWD<SPACE>IN12345612345678
 - 2. Example for CDSL:
MYEPWD<SPACE>1402345612345678
 - 3. Example for Physical:
MYEPWD<SPACE>1234567890
 - b. If email address or mobile number of the Member is registered against Folio No./ DP ID Client ID, then on the home page of <https://evoting.kfintech.com/> the Member may click "Forgot Password" and you will be redirected to the web page <https://evoting.kfintech.com/common/passwordoptions.aspx> and enter Folio No. or DP ID Client ID and PAN to generate a new password.

[kfintech.com/common/passwordoptions.aspx](https://evoting.kfintech.com/common/passwordoptions.aspx) and enter Folio No. or DP ID Client ID and PAN to generate a new password.

- c. Members who may require any technical assistance or support during the e-Voting period are requested to contact KFin's toll-free number 1800-309-4001 or write them at evoting@kfintech.com.
 - d. In case of any query, clarification(s) and/or grievance(s), in respect of remote e-Voting, please refer the Help & Frequently Asked Questions (FAQs) section and e-Voting user manual available at the download section of KFin's website <https://evoting.kfintech.com/public/Downloads.aspx> or contact Mr. Sankara Gokavarapu at evoting@kfintech.com for any further clarification.
2. Members who have not cast their vote through remote e-Voting shall be eligible to cast their vote through e-Voting system available during the AGM. e-Voting during the AGM is integrated with the VC / OAVM platform. The Members may click on the voting icon displayed on the screen to cast their votes.
- A Member can opt for only single mode of voting i.e., through Remote e-voting or voting at the AGM. If a Member casts votes by both modes, then voting done through Remote e-voting shall prevail and vote at the AGM shall be treated as invalid.
- 17. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Thursday, the 21st August 2025, being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.
 - 18. 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.
 - 19. The Scrutinizer shall, not later than two working days of conclusion of the AGM, make 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 KFin. The results shall simultaneously be communicated to the Stock Exchanges.