



BOSCH

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

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

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Bangalore-560030
Karnataka, India
Tel +91 80 6752 1750
www.bosch.in
L85110KA1951PLC000761

27.08.2020

Dear Sir/Madam,

Sub: Disclosure of Voting Results, Scrutinizer Report and Proceedings of the 68th Annual General Meeting of the Company held on August 27, 2020

Ref: Regulation 30, 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We wish to inform you that the 68th Annual General Meeting (AGM) of the Company was held today i.e. August 27, 2020 at 03:00 p.m. through video conferencing/other audio visual means to transact the business as stated in the Notice convening the 68th AGM dated August 01, 2020.

The Board of Directors had appointed Mr. Pramod S. M. of BMP & Co. LLP, Practicing Company Secretaries, as the Scrutinizer for the remote e-voting and e-voting at the AGM.

As per the consolidated report of the Scrutinizer, all the resolutions as set out in the Notice convening the 68th AGM have been duly approved by the shareholders with the requisite majority, based on the facility provided for remote e-voting between Monday, August 24, 2020 (09.00 am IST) and Wednesday, August 26, 2020 (05.00 pm IST) and electronic voting provided at the 68th Annual General Meeting through video conferencing/other audio-visual means.

In this regard, please find enclosed the following:

1. Proceedings of the 68th AGM of the Company as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as '**Annexure A**'.
2. Disclosure of the voting results of the businesses transacted at the 68th AGM in terms of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as '**Annexure B**'.
3. Report of the scrutinizer dated August 27, 2020, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as '**Annexure C**'.

Kindly take the same on record.

Thanking you,

**Yours faithfully,
for Bosch Limited,**



**Rajesh Parte
Company Secretary & Compliance Officer**

Encl: as above

Annexure A**Summary of Proceedings of the 68th Annual General Meeting (AGM)**

The 68th Annual General Meeting of Bosch Limited (the Company) was held on Thursday, August 27, 2020 at 03:00 p.m. through video conferencing / other audio-visual means.

- Dr. Bernhard Straub chaired the Meeting. The requisite quorum being present, the Chairman called the meeting to order. All Directors attended the Meeting.
- The Chairman thereafter addressed the members with a speech. (Copy of the Chairman's Speech at the 68th Annual General Meeting has been sent separately to the Stock Exchanges.)
- The Chairman informed the members that the remote e-voting commenced on Monday, August 24, 2020 at 9.00 a.m. and concluded on Wednesday, August 26, 2020 at 5.00 p.m. The Chairman also informed that the members who have not casted their vote(s) through remote e-voting can cast their votes at the Meeting using the electronic voting system provided by Central Depository Services (India) Limited.
- The Chairman further informed that Mr. Pramod SM, Practicing Company Secretary is the Scrutinizer appointed by the Board to scrutinize the votes cast through remote e-voting and electronic voting at the AGM.
- The following items of business as set out in the Notice convening the 68th AGM were approved by the shareholders with requisite majority:

| <u>ORDINARY BUSINESSES:</u> | |
|------------------------------------|--|
| 1. | Adoption of Financial Statement (Standalone and Consolidated) for the financial year ended March 31, 2020 |
| 2. | Declaration of Dividend |
| 3. | Approved re-appointment of Mr. Peter Tyroller (DIN: 06600928), as a Director, who retired by rotation and being eligible had offered himself for re-appointment. |





| <u>SPECIAL BUSINESSES:</u> | |
|-----------------------------------|---|
| 4. | Approved by way of Special Resolution, the re-appointment of Mr. Soumitra Bhattacharya (DIN: 02783243) as a Managing Director of the Company for a further period of two years from July 01, 2020 to June 30, 2022. |
| 5. | Approved by way of Special Resolution, the re-designation of Mr. Jan-Oliver Röhl (DIN: 07706011) as a Joint Managing Director of the Company, with effect from January 01, 2020 to December 31, 20. |
| 6. | Approved by way of Special Resolution, the appointment of Mr. S.C. Srinivasan (DIN: 02327433) as a Whole-time Director of the Company designated as an “Executive Director and Chief Financial Officer” of the Company, liable to retire by rotation, with effect from January 01, 2020 to June 30, 2021. |
| 7. | Approved by way of Special Resolution, the appointment of Mr. Sandeep Nelamangala (DIN: 08264554), as a Whole-time Director of the Company (Consequent to his appointment as an Alternate Director) for a period of three years with effect from January 1, 2020 to December 31, 2022. |
| 8. | Approved by way of Ordinary Resolution, appointment of Dr. Bernhard Straub (DIN: 06654241) as a Director, liable to retire by rotation. |
| 9. | Approved by way of Ordinary Resolution, Ratification of remuneration payable to Messrs. Rao, Murthy & Associates, Cost Auditors (FRN: 000065) for the Financial Year 2020-21. |

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

The members were informed that the consolidated results of voting and the Scrutinizer’s Report will be disseminated to the Stock Exchanges and will also be hosted on the website of the Company viz., www.bosch.in and Central Depository Services (India) Limited, the agency that provided e-voting facility.



The Scrutinizer's Report was received on August 27, 2020. Based on the votes cast by remote e-voting as well as voting at the AGM, all resolutions/businesses mentioned in the notice convening the 68th Annual General Meeting were approved by requisite majority.

Note:

The above should not be construed to be the minutes of the proceedings of the 68th Annual General Meeting of the Company.

A handwritten signature in blue ink, consisting of a stylized letter 'P' enclosed within a circular scribble.

**Annexure B****Disclosure of the voting results of the businesses transacted at the 68th AGM in terms of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:**

We enclose herewith the details of the voting results in the format prescribed under Regulation 44(3) of the Listing Regulations and Report of the Scrutinizer providing consolidated results of remote e-voting and electronic voting at the AGM.

Format of Voting Results

| | | |
|--|---|-----------------|
| Date of the AGM/EGM- | : | August 27, 2020 |
| Total number of shareholders as on record date/cut - off date (i.e. August 20, 2020) | : | 75,186 |
| No. of shareholders participating through VC/OAVM: | | |
| • Promoter and Promoter Group | : | 2 |
| • Public | : | 80 |

General information about company

| | |
|---|---------------|
| Scrip code | 500530 |
| NSE Symbol | BOSCHLTD |
| MSEI Symbol | NOTLISTED |
| ISIN | INE323A01026 |
| Name of the company | BOSCH LIMITED |
| Type of meeting | AGM |
| Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot) | 27-08-2020 |
| Start time of the meeting | 03:00 PM |
| End time of the meeting | 05:15 PM |

Scrutinizer Details

| | |
|---|----------------------|
| Name of the Scrutinizer | PRAMOD S.M |
| Firms Name | BMP & Co. LLP |
| Qualification | CS |
| Membership Number | FCS: 7834, CP: 13784 |
| Date of Board Meeting in which appointed | 22-05-2020 |
| Date of Issuance of Report to the company | 27-08-2020 |

Voting results

| | |
|--|------------|
| Record date | 20-08-2020 |
| Total number of shareholders on record date | 75186 |
| No. of shareholders present in the meeting either in person or through proxy | |
| a) Promoters and Promoter group | 0 |
| b) Public | 0 |
| No. of shareholders attended the meeting through video conferencing | |
| a) Promoters and Promoter group | 2 |
| b) Public | 80 |
| No. of resolution passed in the meeting | 9 |
| Disclosure of notes on voting results | |

| Resolution(1) | | | | | | | | |
|--|-------------------------------|--------------------|--|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | Ordinary | | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Description of resolution considered | | | a) Adoption of Audited Financial Statement for the Financial Year ended 31st March 2020 b) Adoption of Audited Consolidated Financial Statement for the Financial year ended 31st March 2020 | | | | | |
| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 20805224 | 20805224 | 100 | 20805224 | 0 | 100 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 20805224 | 20805224 | 100 | 20805224 | 0 | 100 |
| Public-Institutions | E-Voting | 6155227 | 4741958 | 77.0395 | 4741958 | 0 | 100 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 6155227 | 4741958 | 77.0395 | 4741958 | 0 | 100 |
| Public- Non Institutions | E-Voting | 2533189 | 80292 | 3.1696 | 80288 | 4 | 99.995 | 0.005 |
| | Poll | | 11830 | 0.467 | 11588 | 242 | 97.9544 | 2.0456 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 2533189 | 92122 | 3.6366 | 91876 | 246 | 99.733 |
| Total | | 29493640 | 25639304 | 86.9316 | 25639058 | 246 | 99.999 | 0.001 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

Details of Invalid Votes

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

Resolution(2)

| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
|--|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | Declaration of Dividend | | | | |
| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 20805224 | 20805224 | 100 | 20805224 | 0 | 100 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 20805224 | 20805224 | 100 | 20805224 | 0 | 100 |
| Public-Institutions | E-Voting | 6155227 | 4747374 | 77.1275 | 4747374 | 0 | 100 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 6155227 | 4747374 | 77.1275 | 4747374 | 0 | 100 |
| Public- Non Institutions | E-Voting | 2533189 | 80295 | 3.1697 | 80290 | 5 | 99.9938 | 0.0062 |
| | Poll | | 11830 | 0.467 | 11582 | 248 | 97.9036 | 2.0964 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 2533189 | 92125 | 3.6367 | 91872 | 253 | 99.7254 |
| Total | | 29493640 | 25644723 | 86.95 | 25644470 | 253 | 99.999 | 0.001 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

Details of Invalid Votes

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

Resolution(3)

| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
|--|-------------------------------|--------------------|---------------------|--|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | Re-appointment of Mr. Peter Tyroller as a Director | | | | |
| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 20805224 | 20805224 | 100 | 20805224 | 0 | 100 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 20805224 | 20805224 | 100 | 20805224 | 0 | 100 |
| Public-Institutions | E-Voting | 6155227 | 4747374 | 77.1275 | 3966444 | 780930 | 83.5503 | 16.4497 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 6155227 | 4747374 | 77.1275 | 3966444 | 780930 | 83.5503 |
| Public- Non Institutions | E-Voting | 2533189 | 80285 | 3.1693 | 80268 | 17 | 99.9788 | 0.0212 |
| | Poll | | 11830 | 0.467 | 11588 | 242 | 97.9544 | 2.0456 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 2533189 | 92115 | 3.6363 | 91856 | 259 | 99.7188 |
| Total | | 29493640 | 25644713 | 86.95 | 24863524 | 781189 | 96.9538 | 3.0462 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

Details of Invalid Votes

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

Resolution(4)

| Resolution required: (Ordinary / Special) | | | | Special | | | | |
|--|-------------------------------|--------------------|---------------------|--|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | Re-appointment of Mr. Soumitra Bhattacharya as a Managing Director | | | | |
| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 20805224 | 20805224 | 100 | 20805224 | 0 | 100 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 20805224 | 20805224 | 100 | 20805224 | 0 | 100 |
| Public-Institutions | E-Voting | 6155227 | 4747374 | 77.1275 | 4728893 | 18481 | 99.6107 | 0.3893 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 6155227 | 4747374 | 77.1275 | 4728893 | 18481 | 99.6107 |
| Public- Non Institutions | E-Voting | 2533189 | 80285 | 3.1693 | 80258 | 27 | 99.9664 | 0.0336 |
| | Poll | | 11830 | 0.467 | 11588 | 242 | 97.9544 | 2.0456 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 2533189 | 92115 | 3.6363 | 91846 | 269 | 99.708 |
| Total | | 29493640 | 25644713 | 86.95 | 25625963 | 18750 | 99.9269 | 0.0731 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

Details of Invalid Votes

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

Resolution(5)

| Resolution required: (Ordinary / Special) | | | | Special | | | | |
|--|-------------------------------|--------------------|---------------------|--|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | Re-designation of Mr. Jan-Oliver Roehrl as a Joint Managing Director | | | | |
| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 20805224 | 20805224 | 100 | 20805224 | 0 | 100 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 20805224 | 20805224 | 100 | 20805224 | 0 | 100 |
| Public-Institutions | E-Voting | 6155227 | 4747374 | 77.1275 | 4675603 | 71771 | 98.4882 | 1.5118 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 6155227 | 4747374 | 77.1275 | 4675603 | 71771 | 98.4882 |
| Public- Non Institutions | E-Voting | 2533189 | 80292 | 3.1696 | 80273 | 19 | 99.9763 | 0.0237 |
| | Poll | | 11830 | 0.467 | 11588 | 242 | 97.9544 | 2.0456 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 2533189 | 92122 | 3.6366 | 91861 | 261 | 99.7167 |
| Total | | 29493640 | 25644720 | 86.95 | 25572688 | 72032 | 99.7191 | 0.2809 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

Details of Invalid Votes

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

| Resolution(6) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|--|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Special | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | Appointment of Mr. S.C. Srinivasan as a Director, designated as Executive Director and Chief Financial Officer | | | | |
| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 20805224 | 20805224 | 100 | 20805224 | 0 | 100 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 20805224 | 20805224 | 100 | 20805224 | 0 | 100 |
| Public- Institutions | E-Voting | 6155227 | 4747374 | 77.1275 | 4627915 | 119459 | 97.4837 | 2.5163 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 6155227 | 4747374 | 77.1275 | 4627915 | 119459 | 97.4837 |
| Public- Non Institutions | E-Voting | 2533189 | 80292 | 3.1696 | 80220 | 72 | 99.9103 | 0.0897 |
| | Poll | | 11830 | 0.467 | 11588 | 242 | 97.9544 | 2.0456 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 2533189 | 92122 | 3.6366 | 91808 | 314 | 99.6591 |
| Total | | 29493640 | 25644720 | 86.95 | 25524947 | 119773 | 99.533 | 0.467 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

Details of Invalid Votes

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

Resolution(7)

| Resolution required: (Ordinary / Special) | | | | Special | | | | |
|--|-------------------------------|--------------------|---------------------|--|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | Appointment of Mr. Sandeep Nelamangala as a Wholetime Director | | | | |
| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 20805224 | 20805224 | 100 | 20805224 | 0 | 100 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 20805224 | 20805224 | 100 | 20805224 | 0 | 100 |
| Public-Institutions | E-Voting | 6155227 | 4747374 | 77.1275 | 4744772 | 2602 | 99.9452 | 0.0548 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 6155227 | 4747374 | 77.1275 | 4744772 | 2602 | 99.9452 |
| Public- Non Institutions | E-Voting | 2533189 | 80292 | 3.1696 | 80280 | 12 | 99.9851 | 0.0149 |
| | Poll | | 11830 | 0.467 | 11588 | 242 | 97.9544 | 2.0456 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 2533189 | 92122 | 3.6366 | 91868 | 254 | 99.7243 |
| Total | | 29493640 | 25644720 | 86.95 | 25641864 | 2856 | 99.9889 | 0.0111 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

Details of Invalid Votes

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

Resolution(8)

| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
|--|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | Appointment of Dr. Bernhard Straub as a Director of the Company | | | | |
| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 20805224 | 20805224 | 100 | 20805224 | 0 | 100 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 20805224 | 20805224 | 100 | 20805224 | 0 | 100 |
| Public-Institutions | E-Voting | 6155227 | 4747374 | 77.1275 | 4547755 | 199619 | 95.7952 | 4.2048 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 6155227 | 4747374 | 77.1275 | 4547755 | 199619 | 95.7952 |
| Public- Non Institutions | E-Voting | 2533189 | 80292 | 3.1696 | 80279 | 13 | 99.9838 | 0.0162 |
| | Poll | | 11830 | 0.467 | 11588 | 242 | 97.9544 | 2.0456 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 2533189 | 92122 | 3.6366 | 91867 | 255 | 99.7232 |
| Total | | 29493640 | 25644720 | 86.95 | 25444846 | 199874 | 99.2206 | 0.7794 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

Details of Invalid Votes

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

Resolution(9)

| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
|--|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | Ratification of remuneration payable to cost auditors | | | | |
| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 20805224 | 20805224 | 100 | 20805224 | 0 | 100 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 20805224 | 20805224 | 100 | 20805224 | 0 | 100 |
| Public-Institutions | E-Voting | 6155227 | 4747374 | 77.1275 | 4747374 | 0 | 100 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 6155227 | 4747374 | 77.1275 | 4747374 | 0 | 100 |
| Public- Non Institutions | E-Voting | 2533189 | 80295 | 3.1697 | 80280 | 15 | 99.9813 | 0.0187 |
| | Poll | | 11830 | 0.467 | 11585 | 245 | 97.929 | 2.071 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 2533189 | 92125 | 3.6367 | 91865 | 260 | 99.7178 |
| Total | | 29493640 | 25644723 | 86.95 | 25644463 | 260 | 99.999 | 0.001 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

Details of Invalid Votes

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



Date: 27th August, 2020

To,
The Chairman,
Bosch Limited
CIN: L85110KA1951PLC000761
Hosur Road, Adugodi, Bangalore-560030

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the 68th Annual General Meeting of Bosch Limited held on Thursday, August 27, 2020 at 03.00 P.M. (IST) through video conferencing ('VC') / other audio visual means ('OVAM')

I, Pramod SM of BMP and Co. LLP, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Bosch Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of below mentioned resolutions proposed at the 68th Annual General Meeting ("AGM") of Bosch Limited ("Company") on Thursday, August 27, 2020 at 03.00 P.M. (IST) through VC / other OVAM.

I was also appointed as Scrutinizer to scrutinize the remote e-voting process during the said AGM.

The notice dated May 22, 2020, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM by



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BMP & Co. LLP

the Company through electronic mode to those members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA Circular dated May 5, 2020 read with circular dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020.

The Company had availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting remote e-voting by the shareholders of the Company.

On account of the situation arising out of COVID-19 and in terms of the MCA Circulars, the Company had sent the Annual General Meeting notice in electronic form only and the same was completed on 01 August, 2020.

The remote voting commenced on Monday, August 24, 2020 (9.00 a.m. IST) and ended on Wednesday, August 26, 2020 (5.00 p.m. IST) for e-voting. The e-voting services were provided by CDSL.

The e-voting facility was provided by CDSL. The votes were unblocked on August 27, 2020 around 05.18 p.m. in the presence of two witnesses, viz., Mr. Biswajit Ghosh, currently residing at #414, Mahaveer Lake, Uttarahalli-Kengeri Main Road, Kengeri, Bengaluru 560060 and Mr. Vivek Jain currently residing at #3E/22/1, 16TH Main Road , 3rd Cross Muneshwara Block Near MARTIN Luther School Girinagar Bangalore-560026, who are not in employment of the Company.

The Company had also provided remote e-voting facility to the shareholders present at the AGM through VC/OAVM and who had not cast their vote earlier.

The Shareholders of the Company holding shares as on the "cut-off" date of Thursday, August 20, 2020 were entitled to vote on the resolutions contained in the Notice of the AGM.



After the closure of the remote e-voting at the AGM, the report on voting done at the AGM and the votes cast under remote e-voting facility prior were unblocked and were counted.

I have scrutinized and reviewed the remote e-voting prior and during the AGM and votes cast therein based on the data downloaded from CDSL e-voting system. The Management of the Company is responsible to ensure compliance with requirements of the Act and rules relating to remote e-voting prior and during the AGM on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting is restricted to making scrutinizers report of the votes cast in favour or against the resolutions. I now submit my consolidated Report as under on the result of the remote e-voting in respect of the said resolutions.

| Sl. No. | Resolution | E-Voting | | E-voting during AGM | | Total | | Percentage | | Result |
|---------|---|----------|---------|---------------------|---------|----------|---------|------------|---------|--------|
| | | For | Against | For | Against | For | Against | For | Against | |
| 1 | a) Adoption of Audited Financial Statements for the Financial Year ended 31 st March 2020 b) Adoption of Audited Consolidated Financial Statements for the Financial Year ended 31 st March 2020 | 25627470 | 4 | 11588 | 242 | 25639058 | 246 | 100.00 | 0 | Passed |





| | | | | | | | | | | |
|----|--|----------|--------|-------|-----|----------|--------|--------|-------|--------|
| | (ORDINARY RESOLUTION) | | | | | | | | | |
| 2 | Declaration of Dividend (ORDINARY RESOLUTION) | 25632888 | 5 | 11582 | 248 | 25644470 | 253 | 100.00 | 0 | Passed |
| 3. | Re appointment of Mr. Peter Tyroller as Director (ORDINARY RESOLUTION) | 24851936 | 780947 | 11588 | 242 | 24863524 | 781189 | 96.954 | 3.046 | Passed |
| 4. | Re appointment of Mr. Soumitra Bhattacharya as a Managing Director, (SPECIAL RESOLUTION) | 25614375 | 18508 | 11588 | 242 | 25625963 | 18750 | 99.927 | 0.073 | Passed |
| 5. | Re-designation of Mr. Jan-Oliver Rohrl as Joint Managing Director (SPECIAL RESOLUTION) | 25561100 | 71790 | 11588 | 242 | 25572688 | 72032 | 99.719 | 0.281 | Passed |
| 6. | Appointment of Mr. S.C. Srinivasan as a Director, | 25513359 | 119531 | 11588 | 242 | 25524947 | 119773 | 99.533 | 0.467 | Passed |



| | | | | | | | | | | |
|----|---|----------|--------|-------|-----|----------|--------|--------|-------|--------|
| | designated as Executive Director and Chief Financial Officer (SPECIAL RESOLUTION) | | | | | | | | | |
| 7. | Appointment of Mr. Sandeep Nelamangala as a Whole-time Director (SPECIAL RESOLUTION) | 25630276 | 2614 | 11588 | 242 | 25641864 | 2856 | 99.989 | 0.011 | Passed |
| 8. | Appointment of Dr. Bernhard Straub as Director of the Company (ORDINARY RESOLUTION) | 25433258 | 199632 | 11588 | 242 | 25444846 | 199874 | 99.221 | 0.779 | Passed |
| 9 | Ratification of remuneration payable to Cost Auditors (ORDINARY RESOLUTION) | 25632878 | 15 | 11585 | 245 | 25644463 | 260 | 100.00 | 0 | Passed |



The Register, all other papers and relevant records relating to remote e-voting shall remain in our safe custody until the chairman considers, approves, and signs the minutes and thereafter the same would be handed over to the Company Secretary of the Company for the safe keeping.

For BMP & Co. LLP,
Company Secretaries



Pramod S M
Designated Partner

Place: Bangalore
Date: 27th August, 2020
UDIN: F007834B000624461

FCS No: 7834
CP No: 13784

Based on the above information, you may kindly announce the results.

We the undersigned, witness that the votes were unblocked from the e-voting website of Central Depository Services (India) Limited (<https://www.evotingindia.com>) in our presence.



Mr. Biswajit Ghosh

#414, Mahaveer Lake,
Uttarahalli-Kengeri Main Road,
Kengeri, Bengaluru 560060



Mr. Vivek Jain

#3E/22/1, 16TH Main Road , 3rd Cross,
Muneshwara Block Near MARTIN
Luther School Girinagar Bangalore-560026