**MUNJAL SHOWA LIMITED**

Registered Office & Works : 9-11, Maruti Industrial Area, Sector - 18, Gurugram - 122 015 (Haryana) INDIA
E-mail : msladmin@munjalshowa.net Website : www.munjalshowa.net
Corporate Identity Number : L34101HR1985PLC020934
Phone : 0124-4783000

**August 24, 2026**

The D.G.M. (Listing)
Corporate Relation Department
BSE Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai-400 001
Security Code: 520043

The Asst. Vice President
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block,
Bandra-Kurla Complex
Bandra (E), Mumbai – 400 051
Security Code: MUNJALSHOW

**Sub: Proceedings of 41st Annual General Meeting**

Dear Sir/Madam,

We wish to inform you that the 41st Annual General Meeting ("AGM") of the Company was held today, viz. August 24, 2026 through video conferencing (VC)/ other audio visual means (OAVM). In this regard, please find enclosed the Proceedings of the 41st AGM of the Company in compliance with Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Further, we wish to inform you that the results of remote e-voting and e- voting exercised at the AGM shall be announced within the stipulated time of two working days from the conclusion of the AGM. The results will be displayed at the Notice Board at the Registered Office of the Company and shall also be placed on the website of the Company and on the website of CDSL i.e. the agency engaged for the purpose of providing remote e-voting and facility of e-voting at the AGM, and will be disseminated simultaneously to the Stock Exchanges, i.e. BSE Limited and National Stock Exchange of India Limited and be made available on their respective websites.

This is for your information and further dissemination.

Thanking you,

**For MUNJAL SHOWA LIMITED**

RAVINDER SHARMA
Digitally signed by RAVINDER SHARMA
Date: 2026.08.24 17:49:04 +05'30'

**(Ravinder Sharma)**
**Company Secretary & Compliance Officer**
**Membership No.: A72077**

*Encl: as above*

**Summary of Proceedings of 41st Annual General Meeting of Munjal Showa Limited**

The 41st Annual General Meeting ('AGM' or 'meeting') of members of the Company was held on August 24, 2026 at 11:00 A.M. through video conferencing (VC)/ other audio visual means (OAVM).

The meeting was held in compliance with latest General Circular issued by Ministry of Corporate Affairs and Securities and Exchange Board of India (SEBI) and other applicable provisions of the Companies Act, 2013 read with rules made thereunder.

Mr. Yogesh Chander Munjal, Chairman and Managing Director of the Company chaired the meeting, welcomed the members, fellow Board members and other stakeholders present at the virtual AGM and started the formal proceedings of the meeting after ascertaining that the requisite quorum was present.

The Chairman introduced the members of the Board of Directors including the Chairman of the Audit Committee and Chairman of the Stakeholders' Relationship Committee, Chief Financial Officer and Company Secretary present at the meeting through VC from their respective locations. The Chairman further introduced representatives of the Statutory Auditors and Secretarial Auditors who attended the meeting through VC from their respective locations in compliance with the requirements of the Secretarial Standard-2 on General Meeting.

The Chairman further informed that all the directors were present in the meeting.

A total of One Hundred and One (101) Members attended the meeting through VC.

The Chairman being satisfied, declared that all efforts feasible under the circumstances have indeed been made by the company to enable members to participate and vote on the items considered at the meeting.

The Notice of the 41st AGM and the Annual Report for the financial year ended March 31, 2026, had already been circulated to the Members of the Company electronically.

The Chairman informed the Members that pursuant to the provisions of the Companies Act, 2013, the Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Company had extended the remote e-voting facility to the Members of the Company in respect of the resolutions to be passed at the AGM. The Chairman further informed that the Company had engaged Central Depository Services (India) Limited ("CDSL"), to provide the facility for remote e-voting and e-voting during the AGM and participation in the AGM through VC / OAVM facility.

The remote e-voting commenced on Friday, August 21, 2026 (9:00 a.m. IST) and ended on Sunday, August 23, 2026 (5:00 p.m. IST). The Chairman informed the Members that the facility for voting through e-voting system was made available during the Meeting for Members who had not cast their vote through remote e-voting.

The Chairman informed that the statutory registers and other documents as required under the Companies Act, 2013 were available for electronic inspection by the members. He further informed that proxy register was not available for inspection as the facility for appointment of proxies was not applicable. As the notice of AGM was made available to all the members, the same was taken as read. He further informed that there are no qualifications/observations or an adverse remark in the Statutory Auditors' Report. However, there were some observations in the Secretarial Audit Report mentioned below:

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above. There are no qualifications, reservation, adverse remark, observations, comments or disclaimer given by the Auditors in their Reports except mentioned below:

1. Consequent upon the resignation of Mr. Kazuhiro Nishioka (DIN: 00602255), the Company did not have the minimum of six (6) Directors as prescribed under Regulation 17(1)(c) of SEBI (LODR) Regulations, 2015, for the period April 08, 2025 to May 26, 2025.
2. There was an instance of a delayed submission under Regulation 30 of SEBI (LODR) Regulations, 2015, concerning the outcome of the Board Meeting held on May 26, 2025, to National Stock Exchange of India Limited by about 3 hours 58 minutes.
3. Certain instances relating to sharing of Unpublished Price Sensitive Information (UPSI) were not fully captured in the Structured Digital Database (SDD) maintained by the Company under the SEBI (Prohibition of Insider Trading) Regulations, 2015.
4. The statutory filing of e-Form IEPF-2, for the appointment of Mr. Pankaj Gupta (CFO) as Nodal Officer of the Company, was filed beyond the prescribed timeframe due to technical glitches on the Ministry of Corporate Affairs (MCA) portal.
5. The Company's compliance with the Secretarial Standards prescribed by the Institute of Company Secretaries of India (ICSI) was found to be satisfactory, except in respect of timely circulation of draft Minutes of the Board and Committee meetings.

**Management Reply on Secretarial Auditor remark:**

1. The shortfall was on account of the time required to identify a suitable candidate. The Board strength was duly restored to the requisite minimum on May 26, 2025, and the Company has since ensured full compliance.
2. The delay was inadvertent. The Company has since strengthened its internal compliance mechanisms to ensure timely submissions going forward.
3. The management has taken cognizance of the observation, and corrective steps are being undertaken to strengthen recording and monitoring of UPSI sharing in the SDD.
4. The delay was technical in nature and beyond the Company's control. The form was filed at the earliest opportunity upon resolution from MCA for this issue.
5. The Company Secretary has assured that strict adherence to the prescribed timelines for circulation of Minutes shall be ensured going forward.

The Company had always followed good corporate practices and will ensure timely compliance going forward.

Accordingly, the remaining reports are not required to read out as provided in the Companies Act, 2013.

The Chairman then delivered his address, covering the Company's business, operational and financial performance for the year, including revenue growth and the Board's dividend recommendation. He spoke about the Company's continuing investments in manufacturing, engineering and digital infrastructure — including the transition from SAP ECC to SAP S/4HANA — and its technology collaborations with Astemo (Japan), Soben (France) and TFX Suspension (Netherlands). He also touched upon the outlook for the auto component industry, the Company's sustainability initiatives, and the road ahead.

He then concluded his speech by thanking everyone present at the meeting and by placing on record his appreciation and gratitude for all the stakeholders for having reposed their trust and confidence in the Company.

The business items placed before the members for approval as per the notice of the meeting were then summarized by the Company Secretary Mr. Ravinder Sharma. The Company Secretary explained item Nos. 1 to 5.

The following items of Business as set out in the Notice convening the 41st AGM were considered and voted by the Members:

| S. No. | Particulars | Type of Resolution |
|---|---|---|
| **Ordinary Businesses** | | |
| **1.** | To receive, consider and adopt the Audited Financial Statements of the Company including Balance Sheet as at March 31, 2026, the Statement of Profit and Loss, Statement of change in equity and Cash Flow Statement and notes thereon for the Financial Year ended March 31, 2026 together with the reports of the Board of Directors and Auditors thereon. | **Ordinary** |
| **2.** | To consider, approve and declare final dividend on equity shares for the Financial Year 2025-26. | **Ordinary** |
| **3.** | To appoint a Director in place of Mr. Neeraj Munjal (DIN: 00037792), who retires by rotation and, being eligible, offers himself for re-appointment. | **Ordinary** |
| **4.** | To appoint a Director in place of Mr. Tetsuya Katsumata (DIN: 11096018), who retires by rotation and, being eligible, offers himself for re-appointment. | **Ordinary** |
| **Special Businesses** | | |
| **5.** | Re-appointment of Mr. Yogesh Chander Munjal (DIN 00003491) as Chairman & Managing Director of the Company. | **Special** |

On the invitation of the Company Secretary, members who had registered themselves as speakers were invited to raise their queries or share suggestions pertaining to the accounts or any other matter placed before the Annual General Meeting (AGM). The Chairman duly responded to all the queries raised by the members.

The Chairman informed the Members that Item Nos. 1 to 5 of the Notice had been voted upon by the Members through remote e-voting conducted from August 21, 2026 to August 23, 2026. Members who were present at the meeting and had not cast their votes through remote e-voting were provided an opportunity to vote during the meeting through the e-voting platform facilitated by CDSL.

The Chairman further informed the members that the Board of Directors has appointed Mr. Arun Kumar, Proprietor M/s AKU & Associates, Practicing Company Secretaries as Scrutinizer to scrutinize the remote e-voting process and e-voting at the AGM in a fair and transparent manner.

The Chairman mentioned that the results of remote e-voting and e-voting shall be announced within two working days of conclusion of the meeting. The results of the voting shall be displayed on the notice board at the Registered Office of the Company and shall also be placed on the website of the Company and on the website of CDSL i.e. the agency engaged for the purpose of providing remote e-voting and facility of e-voting at the AGM, and will be disseminated simultaneously to the Stock Exchanges, i.e. BSE Limited and National Stock Exchange of India Limited and be made available on their respective websites. The Chairman authorized the Company Secretary to declare the results of voting within the stipulated time.

The Chairman thanked the members for attending the meeting. The meeting concluded at 12: 05 P.M. The e-voting facility was kept open for next 30 minutes to enable the members to cast their vote.

Thanking you,

For **MUNJAL SHOWA LIMITED**

RAVINDER SHARMA
Digitally signed by RAVINDER SHARMA
Date: 2026.08.24 17:49:30 +05'30'

**(Ravinder Sharma)**
**Company Secretary & Compliance Officer**
**Membership No.: A72077**