

Ref.No. Z-IV/R-39/D-2/174 & 207

Date : 11 August, 2016

National Stock Exchange of India Ltd. Listing Deptt., Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051.	BSE Ltd. Regd. Office: Floor - 25, Phiroze Jeejeebhoy Towers, Dalal Street, MUMBAI-400 001.
NSE Scrip : MINDAIND	BSE Scrip : 532539

Sub: Voting Results - 24th AGM of the Company held on 11 August, 2016
Regulation 44(3) of SEBI (LODR) Regulation 2015

Dear Sir(s)

Reference to our intimation / letter dated 4 July, 2016, 18 July, 2016 and 22 July, 2016.

The Annual General Meeting (AGM) of Minda Industries Limited was held on 11 August, 2016 at Lakshmi Pat Singhania Auditorium, PHD House, Opposite Asian Games Village, New Delhi-110016.

It is informed that all the 12 resolution(s), placed before the shareholders, have been passed with requisite majority.

We are pleased to enclose herewith:-

- 1) The resolution-wise voting results (E-voting / Poll) of all the resolutions, passed by the shareholders of the company.
- 2) The Scrutinizer's Report dated 11 August, 2016.

This is for your information and records please.

Thanking you,

Yours faithfully
For MINDA INDUSTRIES LTD.



H.C. DHAMIYA
V.P.- Group Accounts, Legal, Secretarial,
Indirect Taxes & Company Secretary

Encl: As above.

Voting Results of Annual General Meeting	
Details of poll and e-voting results as per regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolutions:	
Date of the AGM	11.08.2016
Total number of shareholders on record date	9245
No. of shareholders present in the meeting either in person or through Proxy: Promoters and Promoters Group: Public:	10 1067
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoters Group: Public:	N.A.

1. Ordinary Resolution: To consider and adopt the audited financial statements (including the consolidated financial statements) of the company for the financial year ended on 31 March, 2016 and the Reports of Board of Directors and Auditors thereon:

Whether promoter/ promoter group are interested in the Agenda/resolution							No	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	11,246,667	0	0	0	0	0	0
	Poll		11,243,015	99.9675	11,243,015	0	100	0
	Total		11,243,015	99.9675	11,243,015	0	100	0
Public-Institutions	E-voting	763,536	106,794	13.9868	106,794	0	100	0
	Poll		0	0	0	0	0	0
	Total		106,794	13.9868	106,794	0	100	0
Public-Non Institutions	E-voting	3,855,143	534,961	13.8766	534,953	8	99.9985	0.0015
	Poll		919,959	23.8632	919,959	0	100	0
	Total		1,454,920	37.7398	1,454,912	8	99.9995	0.0005
Total		15,865,346	12,804,729	80.7088	12,804,721	8	99.9999	0.0001

2. Ordinary Resolution: Approval of interim dividend of Rs. 0.30 on 3% Cumulative Redeemable Preference Shares as a final dividend, already paid, for the financial year ended 31 March, 2016:

Whether promoter/ promoter group are interested in the Agenda/resolution							No	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	11,246,667	0	0	0	0	0	0
	Poll		11,243,015	99.96752816	11,243,015	0	100	0
	Total		11,243,015	99.96752816	11,243,015	0	100	0
Public-Institutions	E-voting	763,536	106,794	13.9868	106,794	0	100	0
	Poll		-	0	-	0	0	0
	Total		106,794	13.9868	106,794	0	100	0
Public-Non Institutions	E-voting	3,855,143	534,931	13.8758	534,923	8	99.9985	0.0015
	Poll		919,959	23.8632	919,959	0	100	0
	Total		1,454,890	37.739	1,454,882	8	99.9995	0.0005
Total		15,865,346	12,804,699	80.7086	12,804,691	8	99.9999	0.0001

3. Ordinary Resolution: Declaration of final dividend of Rs. 4 per Equity Share and approval of interim dividend of Rs. 3 per Equity Share, already paid during the year, for the year ended 31 March, 2016:

Whether promoter/ promoter group are interested in the Agenda/resolution							No	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	11,246,667	-	0	0	0	0	0
	Poll		11,243,015	99.96752816	11,243,015	0	100	0
	Total		11,243,015	99.96752816	11,243,015	0	100	0
Public-Institutions	E-voting	763,536	106,794	13.9868	106,794	0	100	0
	Poll		-	0	-	0	0	0
	Total		106,794	13.9868	106,794	0	100	0
Public-Non Institutions	E-voting	3,855,143	534,961	13.8766	534,961	0	100	0
	Poll		919,959	23.8632	919,959	0	100	0
	Total		1,454,920	37.7398	1,454,920	0	100	0
Total		15,865,346	12,804,729	80.7088	12,804,729	0	100	0



4. Ordinary Resolution: To appoint a Director in place of Mr. Anand Kumar Minda, (DIN: 00007964) who retires by rotation and being eligible, offers himself for re-appointment:

Whether promoter/ promoter group are interested in the Agenda/resolution							No	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	11,246,667	-	0	0	0	0	0
	Poll		11,243,015	99.96752816	11,243,015	0	100	0
	Total		11,243,015	99.96752816	11,243,015	0	100	0
Public-Institutions	E-voting	763,536	10,910	1.4289	10,910	0	100	0
	Poll		0	0	0	0	0	0
	Total		10,910	1.4289	10,910	0	100	0
Public-Non Institutions	E-voting	3,855,143	630,844	16.3637	630,836	8	99.9987	0.0013
	Poll		919,959	23.8632	919,959	0	100	0
	Total		1,550,803	40.2269	1,550,795	8	99.9995	0.0005
Total		15,865,346	12,804,728	80.7088	12,804,720	8	99.9999	0.0001

5. Ordinary Resolution: To re-appoint M/s. B S R & Co., LLP, Chartered Accountants, (LLP Registration no. 101248W/W-100022) as the auditors of the Company:

Whether promoter/ promoter group are interested in the Agenda/resolution							No	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	11,246,667	-	0	0	0	0	0
	Poll		11,243,015	99.96752816	11,243,015	0	100	0
	Total		11,243,015	99.96752816	11,243,015	0	100	0
Public-Institutions	E-voting	763,536	106,794	13.9868	106,794	0	100	0
	Poll		0	0	0	0	0	0
	Total		106,794	13.9868	106,794	0	100	0
Public-Non Institutions	E-voting	3,855,143	534,961	13.8766	534,953	8	99.9985	0.0015
	Poll		919,959	23.8632	919,959	0	100	0
	Total		1,454,920	37.7398	1,454,912	8	99.9995	0.0005
Total		15,865,346	12,804,729	80.7088	12,804,721	8	99.9999	0.0001

6. Ordinary Resolution: To approve remuneration of Cost Auditors for the financial year ending March 31, 2017:

Whether promoter/ promoter group are interested in the Agenda/resolution							No	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	11,246,667	0	0	0	0	0	0
	Poll		11,243,015	99.96752816	11,243,015	0	100	0
	Total		11,243,015	99.96752816	11,243,015	0	100	0
Public-Institutions	E-voting	763,536	106,794	13.9868	106,794	0	100	0
	Poll		0	0	0	0	0	0
	Total		106,794	13.9868	106,794	0	100	0
Public-Non Institutions	E-voting	3,855,143	534,961	13.8766	534,953	8	99.9985	0.0015
	Poll		919,959	23.8632	919,959	0	100	0
	Total		1,454,920	37.7398	1,454,912	8	99.9995	0.0005
Total		15,865,346	12,804,729	80.7088	12,804,721	8	99.9999	0.0001



7. Special Resolution: Re-appointment of Ms. Renu Challu, (DIN 00157204) as an Independent Director:

Whether promoter/ promoter group are intersted in the Agenda/resolution							No	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	11,246,667	0	0	0	0	0	0
	Poll		11,243,015	99.96752816	11,243,015	0	100	0
	Total		11,243,015	99.96752816	11,243,015	0	100	0
Public-Institutions	E-voting	763,536	106,794	13.9868	97,494	9300	91.2916	8.7084
	Poll		0	0	0	0	0	0
	Total		106,794	13.9868	106,794	0	91.2916	8.7084
Public-Non Institutions	E-voting	3,855,143	534,961	13.8766	534,953	8	99.9985	0.0015
	Poll		919,959	23.8632	919,959	0	100	0
	Total		1,454,920	37.7398	1,454,912	8	99.9995	0.0005
Total		15,865,346	12,804,729	80.7088	12,804,721	8	99.9999	0.0001

8. Special Resolution: To approve Minda Employee Stock Option Scheme-2016 for employees of Minda Industries Limited:

Whether promoter/ promoter group are intersted in the Agenda/resolution							No	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	11,246,667	0	0	0	0	0	0
	Poll		11,243,015	99.96752816	11,243,015	0	100	0
	Total		11,243,015	99.96752816	11,243,015	0	100	0
Public-Institutions	E-voting	763,536	106,794	13.9868	95,884	10910	89.7841	10.2159
	Poll		0	0	0	0	0	0
	Total		106,794	13.9868	95,884	10910	89.7841	10.2159
Public-Non Institutions	E-voting	3,855,143	534,960	13.8765	534,952	8	99.9985	0.0015
	Poll		919,959	23.8632	919,959	0	100	0
	Total		1,454,919	37.7397	1,454,911	8	99.9995	0.0005
Total		15,865,346	12,804,728	80.7088	12,793,810	10918	99.9147	0.0853

9. Special Resolution: To approve Minda Employee Stock Option Scheme-2016 for employees of subsidiaries:

Whether promoter/ promoter group are intersted in the Agenda/resolution							No	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	11,246,667	0	0	0	0	0	0
	Poll		11,243,015	99.96752816	11,243,015	0	100	0
	Total		11,243,015	99.96752816	11,243,015	0	100	0
Public-Institutions	E-voting	763,536	106,794	13.9868	95,884	10910	89.7841	10.2159
	Poll		0	0	0	0	0	0
	Total		106,794	13.9868	95,884	10910	89.7841	10.2159
Public-Non Institutions	E-voting	3,855,143	534,936	13.87590551	534,928	8	99.9985	0.0015
	Poll		919,959	23.8632	919,959	0	100	0
	Total		1,454,895	37.73910551	1,454,887	8	99.9995	0.0005
Total		15,865,346	12,804,704	80.7086	12,793,786	10918	99.9147	0.0853



10. Ordinary Resolution: To approve Sub-division of Equity Shares of the Company:

Whether promoter/ promoter group are interested in the Agenda/resolution

Category	Mode of Voting	No. of shares held (1)	No of Valid Votes Polled (2)	% of Votes Polled on Outstanding Shares (3)=(2)/(1)*100	No. of Votes In Favour (4)	No. of Votes Against (5)	No	
							% of votes in favour on Votes Polled (6)=(4)/(2)*100	% of votes against on Votes Polled (7)=(5)/(2)*100
Promoters and Promoter Group	E-voting	11,246,667	0	0	0	0	0	0
	Poll		11,243,015	99.9675	11,243,015	0	100	0
	Total		11,243,015	99.9675	11,243,015	0	100	0
Public-Institutions	E-voting	763,536	106,794	13.9868	106,794	0	100	0
	Poll		0	0	0	0	0	0
	Total		106,794	13.9868	106,794	0	100	0
Public-Non Institutions	E-voting	3,855,143	534,936	13.8759	534,928	8	99.9985	0.0015
	Poll		919,959	23.8632	919,959	0	100	0
	Total		1,454,895	37.7391	1,454,887	8	99.9995	0.0005
Total		15,865,346	12,804,704	80.7086	12,804,696	8	99.9999	0.0001

11. Ordinary Resolution: Amendment to clause V of the Memorandum of Association of the Company:

Whether promoter/ promoter group are interested in the Agenda/resolution

Category	Mode of Voting	No. of shares held (1)	No of Valid Votes Polled (2)	% of Votes Polled on Outstanding Shares (3)=(2)/(1)*100	No. of Votes In Favour (4)	No. of Votes Against (5)	No	
							% of votes in favour on Votes Polled (6)=(4)/(2)*100	% of votes against on Votes Polled (7)=(5)/(2)*100
Promoters and Promoter Group	E-voting	11,246,667	0	0	0	0	0	0
	Poll		11,243,015	99.9675	11,243,015	0	100	0
	Total		11,243,015	99.9675	11,243,015	0	100	0
Public-Institutions	E-voting	763,536	106,794	13.9868	106,794	0	100	0
	Poll		0	0	0	0	0	0
	Total		106,794	13.98676683	106,794	0	100	0
Public-Non Institutions	E-voting	3,855,143	534,936	13.8759	534,928	8	99.9985	0.0015
	Poll		919,959	23.8632	919,959	0	100	0
	Total		1,454,895	37.73910551	1,454,887	8	99.9995	0.0005
Total		15,865,346	12,804,704	80.7086	12,804,696	8	99.9999	0.0001

12. Special Resolution: Re-appointment and remuneration of Mr. Nirmal K Minda, (DIN 00014942) as Chairman & Managing Director:

Whether promoter/ promoter group are interested in the Agenda/resolution

Category	Mode of Voting	No. of shares held (1)	No of Valid Votes Polled (2)	% of Votes Polled on Outstanding Shares (3)=(2)/(1)*100	No. of Votes In Favour (4)	No. of Votes Against (5)	No	
							% of votes in favour on Votes Polled (6)=(4)/(2)*100	% of votes against on Votes Polled (7)=(5)/(2)*100
Promoters and Promoter Group	E-voting	11,246,667	0	0.0000	-	0	0	0
	Poll		11,243,015	99.96752816	11,243,015	0	100	0
	Total		11,243,015	99.96752816	11,243,015	0	100	0
Public-Institutions	E-voting	763,536	106,794	13.98676683	106,794	0	100	0
	Poll		0	0	0	0	0	0
	Total		106,794	13.98676683	106,794	0	100	0
Public-Non Institutions	E-voting	3,855,143	534,961	13.876554	534,953	8	99.9985	0.0015
	Poll		919,959	23.8632	919,959	0	100	0
	Total		1,454,920	37.739754	1,454,912	8	99.9995	0.0005
Total		15,865,346	12,804,729	80.7088	12,804,721	8	99.9999	0.0001

For MINDA INDUSTRIES LTD.

Dhaya
H.C. DHAMIJA
 Vice President - Group Accounts,
 Legal, Secretarial, Indirect Taxes &
 Company Secretary

SANJAY GROVER & ASSOCIATES

COMPANY SECRETARIES

B-88, 1ST Floor, Defence Colony, New Delhi - 110 024
Tel. : (011) 4679 0000, Fax : (011) 4679 0012
e-mail : contact@cssanjaygrover.in
website : www.cssanjaygrover.in

Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,

THE CHAIRMAN

MINDA INDUSTRIES LIMITED

(CIN: L74899DL1992PLC050333)

B-64/1, Wazirpur Industrial Area,

Delhi-110052

Dear Sir,

I, Sanjay Grover, Managing Partner of M/s Sanjay Grover & Associates, Practicing Company Secretaries having my office at B-88, First Floor, Defence Colony, New Delhi-110024, was appointed as a Scrutinizer for the purpose of scrutinizing Annual General Meeting (AGM) and voting process, i.e. remote e-voting and voting through ballot paper (Poll) at AGM, under the provisions of Section 108 of the Companies Act, 2013 read with amended Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended up to date) on the resolution(s) mentioned in Notice dated June 28, 2016 for 24th AGM of the Shareholders of the Company held on Thursday, 11th day of August, 2016 at 03:30 P.M. at Lakshmi Pat Singhania Auditorium, PHD House, Opposite Asian Games Village, New Delhi -110016.

I submit my report as under:-

1. The remote e-voting period commenced on Monday, August 08, 2016 at 09:00 A.M. and ended on Wednesday, August 10, 2016 at 05:00 P.M. on the designated website via NSDL e-Voting Platform.



SANJAY GROVER & ASSOCIATES

2. The Shareholders of the Company as on the "cut off" date i.e. Thursday, August 04, 2016 were entitled to avail the facility of remote e-voting as well as voting through polling papers at the Annual General Meeting on the proposed resolutions (item no. 1 to 12) as set out in the Notice dated June 28, 2016.
3. The total paid up Equity Share Capital of the Company as on August 04, 2016 was Rs. 15,86,53,560/- (Rupees Fifteen Crore Eighty Six Lacs Fifty Three Thousand Five Hundred Sixty Only) divided into 1,58,65,356 (One Crore Fifty Eight Lacs Sixty Five Thousand Three Hundred Fifty Six) Equity Shares of Rs. 10 /- (Rupees Ten Only) each.
4. Poll was conducted at AGM as per Rule 20 & 21 of Companies (Management and Administration) Rules, 2014, as amended up to date.
5. A ballot box was kept for polling and the ballot box was locked in my presence.
6. After completion of Poll at the AGM at 4:06 P.M. the Ballot box was opened in my presence and ballots were diligently scrutinized. Thereafter, ballots were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the Authorizations/Proxies lodged with the Company. A detailed register was maintained containing the particulars of the shareholders who participated in poll at AGM.
7. The ballots, which were incomplete and/or which were otherwise found defective or if signature of any shareholder did not match with the records have been treated as invalid and were kept separately.
8. Thereafter, the votes cast through remote e-voting were unblocked after completion of poll at the AGM in the presence of two witnesses, Mr. Nitesh Arora R/o HNO-26, H block, NIT 3, Faridabad and Mr. Vimal Kumar R/o D/109, Shakarpur, New Delhi who were not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.


Nitesh Arora


Vimal Kumar



9. The consolidated summary of results of remote e-voting and poll at AGM are as under:

Resolution No. 1- To consider and adopt the audited financial statements (including the consolidated financial statements) of the company for the financial year ended on 31 March, 2016 and the Reports of Board of Directors and Auditors thereon:

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll	e-Votes	Total	
Assent	1,21,62,974	6,41,747	1,28,04,721	99.9999
Dissent	0	8	8	0.0001
Total	1,21,62,974	6,41,755	1,28,04,729	100.0000

Therefore, the resolution No. 1 has been approved with requisite majority. Details of remote e-voting & poll at AGM are given in Annexure- A.

Resolution No. 2- Approval of interim dividend of Rs. 0.30 on 3% Cumulative Redeemable Preference Shares as a final dividend, already paid, for the financial year ended 31 March, 2016:

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll	e-Votes	Total	
Assent	1,21,62,974	6,41,717	1,28,04,691	99.9999
Dissent	0	8	8	0.0001
Total	1,21,62,974	6,41,725	1,28,04,699	100.0000

Therefore, the resolution No. 2 has been approved with requisite majority. Details of remote e-voting & poll at AGM are given in Annexure B.



Resolution No. 3- Declaration of final dividend of Rs. 4 per Equity Share and approval of Interim dividend of Rs. 3 per Equity Share, already paid during the year, for the year ended 31 March, 2016:

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll	e-Votes	Total	
Assent	1,21,62,974	6,41,755	1,28,04,729	100.0000
Dissent	0	0	0	0.0000
Total	1,21,62,974	6,41,755	1,28,04,729	100.0000

Therefore, the resolution No. 3 has been approved with requisite majority. Details of remote e-voting & poll at AGM are given in Annexure C.

Resolution No. 4- To appoint a Director in place of Mr. Anand Kumar Minda, (DIN: 00007964) who retires by rotation and being eligible, offers himself for re-appointment:

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll	e-Votes	Total	
Assent	1,21,62,974	6,41,746	1,28,04,720	99.9999
Dissent	0	8	8	0.0001
Total	1,21,62,974	6,41,754	1,28,04,728	100.0000

Therefore, the resolution No. 4 has been approved with requisite majority. Details of remote e-voting & poll at AGM are given in Annexure-D.



Resolution No. 5- To re-appoint M/s. B S R & Co., LLP, Chartered Accountants, (LLP Registration no. 101248W/W-100022) as the auditors of the Company:

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll	e-Votes	Total	
Assent	1,21,62,974	6,41,747	1,28,04,721	99.9999
Dissent	0	8	8	0.0001
Total	1,21,62,974	6,41,755	1,28,04,729	100.0000

Therefore, the resolution No. 5 has not been approved with requisite majority. Details of remote e-voting & poll at AGM are given in Annexure-E.

Resolution No. 6- To approve remuneration of Cost Auditors for the financial year ending March 31, 2017:

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll	e-Votes	Total	
Assent	1,21,62,974	6,41,747	1,28,04,721	99.9999
Dissent	0	8	8	0.0001
Total	1,21,62,974	6,41,755	1,28,04,729	100.0000

Therefore, the resolution No. 6 has not been approved with requisite majority. Details of remote e-voting & poll at AGM are given in Annexure-F.



Resolution No. 7:- Re-appointment of Ms. Renu Challu, (DIN 00157204) as an Independent Director:

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll	e-Votes	Total	
Assent	1,21,62,974	6,32,447	1,27,95,421	99.9273
Dissent	0	9,308	9,308	0.0727
Total	1,21,62,974	6,41,755	1,28,04,729	100.0000

Therefore, the resolution No. 7 has been approved with requisite majority. Details of remote e-voting & poll at AGM are given in Annexure-G.

Resolution No. 8- To approve Minda Employee Stock Option Scheme-2016 for employees of Minda Industries Limited:

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll	e-Votes	Total	
Assent	1,21,62,974	6,30,836	1,27,93,810	99.9147
Dissent	0	10,918	10,918	0.0853
Total	1,21,62,974	6,41,754	1,28,04,728	100.0000

Therefore, the resolution No. 8 has been approved with requisite majority. Details of remote e-voting & poll at AGM are given in Annexure-H.



Resolution No. 9- To approve Minda Employee Stock Option Scheme-2016 for employees of subsidiaries:

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll	e-Votes	Total	
Assent	1,21,62,974	6,30,812	1,27,93,786	99.9147
Dissent	0	10,918	10,918	0.0853
Total	1,21,62,974	6,41,730	1,28,04,704	100.0000

Therefore, the resolution No. 9 has been approved with requisite majority. Details of remote e-voting & poll at AGM are given in Annexure-I.

Resolution No. 10- To approve Sub-division of Equity Shares of the Company:

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll	e-Votes	Total	
Assent	1,21,62,974	6,41,722	1,28,04,696	99.9999
Dissent	0	8	8	0.0001
Total	1,21,62,974	6,41,730	1,28,04,704	100.0000

Therefore, the resolution No. 10 has been approved with requisite majority. Details of remote e-voting & poll at AGM are given in Annexure-J.



Resolution No. 11- Amendment to clause V of the Memorandum of Association of the Company:

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll	e-Votes	Total	
Assent	1,21,62,974	6,41,722	1,28,04,696	99.9999
Dissent	0	8	8	0.0001
Total	1,21,62,974	6,41,730	1,28,04,704	100.0000

Therefore, the resolution No. 11 has been approved with requisite majority. Details of remote e-voting & poll at AGM are given in Annexure-K.

Resolution No. 12- Re-appointment and remuneration of Mr. Nirmal K Minda, (DIN 00014942) as Chairman & Managing Director:

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll	e-Votes	Total	
Assent	1,21,62,974	6,41,747	1,28,04,721	99.9999
Dissent	0	8	8	0.0001
Total	1,21,62,974	6,41,755	1,28,04,729	100.0000

Therefore, the resolution No. 12 has been approved with requisite majority. Details of remote e-voting & poll at AGM are given in Annexure-L.



SANJAY GROVER & ASSOCIATES

10. The register and all other papers relating to voting by electronic means shall remain in the safe custody of the Scrutinizer until the Chairman considers, approves and signs the minutes and thereafter, the Scrutinizer shall hand over the register and other related papers to the company.

Thank you,

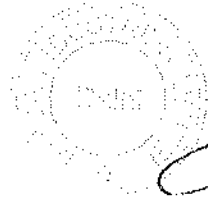
For SANJAY GROVER & ASSOCIATES
COMPANY SECRETARIES



Sanjay Grover
(Managing Partner)
Scrutinizer
CP No. 3850

Date: August 11, 2016
Place: New Delhi

COUNTERSIGNED BY



Chairman

Authorized Signatory
H. C. DHAMIJA

Date: August 11, 2016
Place: New Delhi

Details of remote e-voting & poll at AGM for Resolution No.-1 are as under:

A1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
a) Total votes received	112	1,22,34,283	12,23,42,830	77.1132
b) Less: Invalid Votes	8	71,309	7,13,090	0.4495
c) Net Valid votes cast	104	1,21,62,974	12,16,29,740	76.6637
d) Votes with assent for the Resolution	104	1,21,62,974	12,16,29,740	76.6637
e) Votes with dissent for the Resolution	0	0	0	0.0000

A2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
(a) Net Valid Votes	38	6,41,755	64,17,550	4.0450
(b) Votes with Assent	37	6,41,747	64,17,470	4.0450
(c) Votes with dissent	1	8	80	0.0000



Details of remote e-voting & poll at AGM for Resolution No.-2 are as under:

B1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
a) Total votes received	112	1,22,34,283	12,23,42,830	77.1132
b) Less: Invalid Votes	8	71,309	7,13,090	0.4495
c) Net Valid votes cast	104	1,21,62,974	12,16,29,740	76.6637
d) Votes with assent for the Resolution	104	1,21,62,974	12,16,29,740	76.6637
e) Votes with dissent for the Resolution	0	0	0	0.0000

B2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
(a) Net Valid Votes	37	6,41,725	64,17,250	4.0448
(b) Votes with Assent	36	6,41,717	64,17,170	4.0448
(c) Votes with dissent	1	8	80	0.0000



Details of remote e-voting & poll at AGM for Resolution No.-3 are as under:

C1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
a) Total votes received	112	1,22,34,283	12,23,42,830	77.1132
b) Less: Invalid Votes	8	71,309	7,13,090	0.4495
c) Net Valid votes cast	104	1,21,62,974	12,16,29,740	76.6637
d) Votes with assent for the Resolution	104	1,21,62,974	12,16,29,740	76.6637
e) Votes with dissent for the Resolution	0	0	0	0.0000

C2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
(a) Net Valid Votes	38	6,41,755	64,17,550	4.0450
(b) Votes with Assent	38	6,41,755	64,17,550	4.0450
(c) Votes with dissent	0	0	0	0.0000



Details of remote e-voting & poll at AGM for Resolution No.-4 are as under:

D1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
a) Total votes received	112	1,22,34,283	12,23,42,830	77.1132
b) Less: Invalid Votes	8	71,309	7,13,090	0.4495
c) Net Valid votes cast	104	1,21,62,974	12,16,29,740	76.6637
d) Votes with assent for the Resolution	104	1,21,62,974	12,16,29,740	76.6637
e) Votes with dissent for the Resolution	0	0	0	0.0000

D2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
(a) Net Valid Votes	37	641754	6417540	4.0450
(b) Votes with Assent	36	641746	6417460	4.0450
(c) Votes with dissent	1	8	80	0.0000



Details of remote e-voting & poll at AGM for Resolution No.-5 are as under:

E1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx)
a) Total votes received	112	1,22,34,283	12,23,42,830	77.1132
b) Less: Invalid Votes	8	71,309	7,13,090	0.4495
c) Net Valid votes cast	104	1,21,62,974	12,16,29,740	76.6637
d) Votes with assent for the Resolution	104	1,21,62,974	12,16,29,740	76.6637
e) Votes with dissent for the Resolution	0	0	0	0.0000

E2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx)
(a) Net Valid Votes	38	6,41,755	64,17,550	4.0450
(b) Votes with Assent	37	6,41,747	64,17,470	4.0450
(c) Votes with dissent	1	8	80	0.0000



Details of remote e-voting & poll at AGM for Resolution No.-6 are as under:

F1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
a) Total votes received	112	1,22,34,283	12,23,42,830	77.1132
b) Less: Invalid Votes	8	71,309	7,13,090	0.4495
c) Net Valid votes cast	104	1,21,62,974	12,16,29,740	76.6637
d) Votes with assent for the Resolution	104	1,21,62,974	12,16,29,740	76.6637
e) Votes with dissent for the Resolution	0	0	0	0.0000

F2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
(a) Net Valid Votes	38	6,41,755	64,17,550	4.0450
(b) Votes with Assent	37	6,41,747	64,17,470	4.0450
(c) Votes with dissent	1	8	80	0.0000



Details of remote e-voting & poll at AGM for Resolution No.-7 are as under

G1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
a) Total votes received	112	1,22,34,283	12,23,42,830	77.1132
b) Less: Invalid Votes	8	71,309	7,13,090	0.4495
c) Net Valid votes cast	104	1,21,62,974	12,16,29,740	76.6637
d) Votes with assent for the Resolution	104	1,21,62,974	12,16,29,740	76.6637
e) Votes with dissent for the Resolution	0	0	0	0.0000

G2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
(a) Net Valid Votes	38	6,41,755	64,17,550	4.0450
(b) Votes with Assent	33	6,32,447	63,24,470	3.9863
(c) Votes with dissent	5	9,308	93,080	0.0587



Details of remote e-voting & poll at AGM for Resolution No.-8 are as under

H1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
a) Total votes received	112	1,22,34,283	12,23,42,830	77.1132
b) Less: Invalid Votes	8	71,309	7,13,090	0.4495
c) Net Valid votes cast	104	1,21,62,974	12,16,29,740	76.6637
d) Votes with assent for the Resolution	104	1,21,62,974	12,16,29,740	76.6637
e) Votes with dissent for the Resolution	0	0	0	0.0000

H2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
(a) Net Valid Votes	37	6,41,754	64,17,540	4.0450
(b) Votes with Assent	31	6,30,836	63,08,360	3.9762
(c) Votes with dissent	6	10,918	1,09,180	0.0688



Details of remote e-voting & poll at AGM for Resolution No.-9 are as under

11. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
a) Total votes received	112	1,22,34,283	12,23,42,830	77.1132
b) Less: Invalid Votes	8	71,309	7,13,090	0.4495
c) Net Valid votes cast	104	1,21,62,974	12,16,29,740	76.6637
d) Votes with Assent for the Resolution	104	1,21,62,974	12,16,29,740	76.6637
e) Votes with dissent for the Resolution	0	0	0	0.0000

12. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
(a) Net Valid Votes	37	6,41,730	64,17,300	4.0448
(b) Votes with Assent	31	6,30,812	63,08,120	3.9760
(c) Votes with dissent	6	10,918	1,09,180	0.0688



Details of remote e-voting & poll at AGM for Resolution No.-10 are as under

J1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
a) Total votes received	112	1,22,34,283	12,23,42,830	77.1132
b) Less: Invalid Votes	8	71,309	7,13,090	0.4495
c) Net Valid votes cast	104	1,21,62,974	12,16,29,740	76.6637
d) Votes with assent for the Resolution	104	1,21,62,974	12,16,29,740	76.6637
e) Votes with dissent for the Resolution	0	0	0	0.0000

J2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
(a) Net Valid Votes	37	6,41,730	64,17,300	4.0448
(b) Votes with Assent	36	6,41,722	64,17,220	4.0448
(c) Votes with dissent	1	8	80	0.0000



Details of remote e-voting & poll at AGM for Resolution No.-11 are as under

K1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
a) Total votes received	112	1,22,34,283	12,23,42,830	77.1132
b) Less: Invalid Votes	8	71,309	7,13,090	0.4495
c) Net Valid votes cast	104	1,21,62,974	12,16,29,740	76.6637
d) Votes with assent for the Resolution	104	1,21,62,974	12,16,29,740	76.6637
e) Votes with Dissent for the Resolution	0	0	0	0.0000

K2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
(a) Net Valid Votes	37	6,41,730	64,17,300	4.0448
(b) Votes with Assent	36	6,41,722	64,17,220	4.0448
(c) Votes with dissent	1	8	80	0.0000



Details of remote e-voting & poll at AGM for Resolution No.-12 are as under

L1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
a) Total votes received	112	1,22,34,283	12,23,42,830	77.1132
b) Less: Invalid Votes	8	71,309	7,13,090	0.4495
c) Net Valid votes cast	104	1,21,62,974	12,16,29,740	76.6637
d) Votes with assent for the Resolution	104	1,21,62,974	12,16,29,740	76.6637
e) Votes with dissent for the Resolution	0	0	0	0.0000

L2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of voters	No. of Equity Shares	Paid up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
(a) Net Valid Votes	38	6,41,755	64,17,550	4.0450
(b) Votes with Assent	37	6,41,747	64,17,470	4.0450
(c) Votes with dissent	1	8	80	0.0000

