

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

Date : 20/06/2020

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

Dear Sirs,

Sub: Declaration of Results of Postal Ballot Voting

Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 and in furtherance to our letter dated 20 May, 2020, together with we sent the copy of the Postal Ballot Notice to the exchange, which has been sent to the shareholders of the Company, seeking their approval for the following Special Resolution: -

**1)Special Resolution: Raising of Funds upto Rs. 700 Crores through issue of securities.**

The Results of the Postal Ballot announced today i.e. 20 June, 2020 at 3.30 p.m. and as per the Scrutinizer's Report, the Special Resolution relating to the **above mentioned business matter, as contained in the Postal Ballot Notice dated 31 March, 2020 has been passed with requisite majority.** In this regard, we are enclosing herewith the following:-

- 1) Results of Voting for Postal Ballot (including e-voting) as per Regulation 44 of the SEBI (Listing Obligations & Disclosures Requirements) Regulations, 2015.
- 2) Scrutinizer's Report on the Postal Ballot Results.

This is for your information and records please.

Thanking you,

Yours faithfully,  
For Minda Industries Limited




Tarun Kumar Srivastava  
Company Secretary & Compliance Officer

Encl: As above.

## MINDA INDUSTRIES LIMITED

### Voting Results of Postal Ballot

Voting Results of Postal Ballot	
<b>Details of Postal Ballot and e-voting results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolutions:</b>	
<b>Date of Declaration of the Results of Postal Ballot</b>	20-06-2020
<b>Total number of shareholders on record date i.e. May 08, 2020</b>	53,258
<b>No. of shareholders present in the meeting either in person or through Proxy:</b>	NA
Promoters and Promoters Group:	NA
Public:	NA
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	NA
Promoters and Promoters Group:	NA
Public:	NA

1. <u>Special Resolution</u> : To RAISING OF FUNDS UPTO RS. 700 CRORES THROUGH ISSUE OF SECURITIES								
Whether promoter/ promoter group are intersted in the Agenda/resolution							NO	
NO	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	18,56,28,317	18,56,28,317	100.0000	18,56,28,317	0	100.0000	0.0000
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	<b>Total</b>		<b>18,56,28,317</b>	<b>100.0000</b>	<b>18,56,28,317</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	E-voting	4,60,39,235	4,11,78,298	89.4418	4,11,78,298	0	100.0000	0.0000
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	<b>Total</b>		<b>4,11,78,298</b>	<b>89.4418</b>	<b>4,11,78,298</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Non Institutions	E-voting	3,05,49,413	80,44,815	26.3338	80,43,640	1,175	99.9854	0.01461
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	<b>Total</b>		<b>80,44,815</b>	<b>26.3338</b>	<b>80,43,640</b>	<b>1,175</b>	<b>99.9854</b>	<b>0.0146</b>
<b>Total</b>		<b>26,22,16,965</b>	<b>23,48,51,430</b>	<b>89.5638</b>	<b>23,48,50,255</b>	<b>1,175</b>	<b>99.9995</b>	<b>0.0005</b>




# SANJAY GROVER & ASSOCIATES

COMPANY SECRETARIES

B-88, 1<sup>st</sup> 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 and 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 read with General Circular Nos. 14/2020 & 17/2020 issued by the Ministry of Corporate Affairs on April 08, 2020 and April 13, 2020, respectively]

To,  
The Chairman  
**MINDA INDUSTRIES LIMITED**  
(CIN: L74899DL1992PLC050333)  
B-64/1 Wazirpur, Industrial Area  
New Delhi 110052

Dear Sir,

I, Devesh Kumar Vasisht, Partner of M/s Sanjay Grover & Associates, Practicing Company Secretaries firm, having office at B-88, First Floor, Defence Colony, New Delhi-110024, was appointed as Scrutinizer by the Board of Directors of **MINDA INDUSTRIES LIMITED** ('the Company') in their meeting held on March 31, 2020, for the purpose of scrutinizing the e-voting process and postal ballot process in a fair and transparent manner under the provisions of Sections 108 and 110 of the Companies Act, 2013 (the "Act") read with the Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Read with General Circular Nos. 14/2020 & 17/2020 issued by the Ministry of Corporate Affairs on April 08, 2020 and April 13, 2020, respectively ('MCA circulars'), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standard-2 on "General Meetings" issued by the Institute of Company Secretaries of India and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) in respect



of the following resolution as mentioned in the Notice of Postal Ballot dated March 31, 2020.

S.No.	Type of Resolution	Particulars
1.	Special Resolution	Raising of funds upto Rs. 700 crores through issue of securities.

**I submit my report as under:**

1. The Company has sent by email Postal Ballot notice to all the Members, whose names appear on the Register of Members/List of Beneficial Owners as received from National Securities Depository Limited ('NSDL') and who have registered their email addresses with NSDL and Share Transfer Agent, Link Intime India Private Limited ("RTA") as on May 8, 2020 ("cut- off date").
2. The Company has published an advertisement on 21<sup>st</sup> May, 2020, regarding completion of dispatch of Postal Ballot Notice along with Postal Ballot Form to eligible members in "Financial Express" (English) and "Jansatta" (Hindi)" newspapers.
3. The Members of the Company holding shares as on cut- off date were entitled to vote on the resolution as contained in the Notice and shall vote through e-voting facility only as per the MCA circulars. Members can cast their votes on the designated platform viz., [www.evoting.nsdl.com](http://www.evoting.nsdl.com)
4. The electronic voting process was monitored through the scrutinizer's secured link provided by NSDL on its designated website i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com)
5. The remote e-voting has been unblocked on Friday, June 19, 2020 after 05:00 P.M. in the presence of two witnesses Mr. Gaurav Dwivedi and Mr. Himanshu Kukreja



(who are not in the employment of the Company). They have signed below in confirmation of the votes being unblocked in their presence

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6. The particulars of remote e-voting report generated from electronic registry of NSDL have been entered in a separate Register maintained for this purpose.
7. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules thereof including MCA Circulars in respect of the resolution contained in the postal ballot Notice. Our responsibilities as scrutinizers is restricted to make a consolidated scrutinizer's report of the votes cast 'For' or 'Against' the resolution stated in the postal ballot Notice.
8. E-votes cast upto the close of working hours i.e. 05:00 P.M. on Friday, June 19, 2020 i.e. the last date and time fixed by the Company for postal ballot process has been considered for the purpose of this report.
9. The remote e-voting was reconciled with the Register of members of the Company as on Friday, May 08, 2020 ("cut- off date") as provided by the Depository Participants (DP)/ Registrar and Share Transfer Agent ('RTA') of the Company.
10. As on cut- off date, the fully paid-up share capital of the Company was Rs. 52,44,33,930/- (Rupees Fifty Two Crore Forty Four Lakhs Thirty Three Thousand Nine Hundred Thirty Only) divided into 26,22,16,965 (Twenty Six Crore Twenty Two Lakhs Sixteen Thousand Nine Hundred Sixty Five) equity shares of Rs. 2/- (Rupee Two Only) each.
11. The result of the remote e-voting in respect of the resolution contained in the Postal Ballot Notice dated March 31, 2020 is as under:



**To RAISING OF FUNDS UPTO RS. 700 CRORES THROUGH ISSUE OF SECURITIES**

Particulars	Special Resolution			Percentage
	Number of Valid Votes			
	e-Votes	Postal ballot	Total	
<b>Assent</b>	23,48,50,255	N. A.	23,48,50,255	99.9995
<b>Dissent</b>	1,175		1,175	0.0005
<b>Total</b>	23,48,51,430		23,48,51,430	100

The detailed break up of voting through Remote e-voting in respect of the above Resolution is attached to this report and marked as ‘**Annexure A**’

12. Based on the aforesaid results, the special resolution as mentioned above shall be deemed to have been passed on Friday, June 19, 2020, being the last date of remote e-voting for the members of the Company.
13. The Register, all other papers and other relevant records relating to postal ballot shall remain in our safe custody till the Chairman considers, approves and signs the minutes and thereafter, the same would be handed over to the Company.
14. You may accordingly declare the result of the voting by Postal Ballot.

Thanking You,

**FOR SANJAY GROVER&ASSOCIATES  
COMPANY SECRETARIES**

*Devesh Kumar Vasisht*

**Devesh Kumar Vasisht**

Scrutinizer  
C.P. No.:13700

Date: 20<sup>th</sup> June, 2020

Place: New Delhi

UDIN: F008488B000360587



**COUNTERSIGNED BY**

*Tarun Kumar Srivastava*

**Tarun Kumar Srivastava**  
Company Secretary  
Minda Industries Ltd.



## Annexure-A

A detailed summary of the voting through e-voting is given herein below:

<b>A. VOTING THROUGH REMOTE E-VOTING:</b>			
<b>Particulars</b>	<b>No. of Shareholders</b>	<b>No. of Equity Shares</b>	<b>Paid-up value of the Equity Shares (In Rs.)</b>
a) Total votes received	353	23,48,51,430	46,97,02,860
b) Less: Invalid votes	0	0	0
c) Net Valid votes cast	353	23,48,51,430	46,97,02,860
d) Votes with assent for the resolution	338	23,48,50,255	46,97,00,510
e) Votes with dissent for the resolution	15	1,175	2,350

