Mahindra CIE

Mahindra CIE Automotive Ltd
CIN: L27100MH1999PLC121285
Gat 856-860, Chakan-Ambethan Road,
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Email

30th September, 2014

Email: corp.relations@bseindia.com **BSE Limited** Corporate Relationship Department, P.J. Towers, Dalal Street, Fort, Mumbai - 400 001. **BSE Scrip Code: 532756**	Email: cmlist@nse.co.in **National Stock Exchange of India Ltd.,** Corporate Relationship Department, Exchange Plaza, 5th Floor, Plot no.C/1, G Block, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051. **NSE Scrip Code: MAHINDCIE**

Sub: Results of E-voting of 15th Annual general meeting held on 29th September, 2014

Ref: Clause 35A of the Listing Agreement

Dear Sir/Madam,

Pursuant to provisions of Clause 35A of the Listing Agreement, please find enclosed herewith the disclosures pertaining to the consolidated results of the E-voting and Poll conducted at the AGM of the Company.

Kindly acknowledge and take the same on the records.

Thanking you,

Yours faithfully,

For Mahindra CIE Automotive Limited

MAHINDRA CIE AUTOMOTIVE LTD. MUMBAI

Krishnan Shankar
Company Secretary and Head - Legal

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Pursuant to clause 35A of the Listing Agreement - Details of Voting results of E-voting and Poll in respect of 15th Annual General Meeting

Sr. No.	Description	Particulars		
1	**Date of Notice**	29th July, 2014		
2	**Date of Report of Scrutinizer**	29th September, 2014		
3	**Date of Declaration of results**	30th September, 2014		
4	**Date of the AGM**	Monday, 29th September, 2014		
5	**Total number of shareholders on record date (Cut-off date 29th August, 2014)**	27,886		
6	**No. of shareholders present in the meeting either in person or through proxy:**			
	Category	**Present in person**	**Present through Proxy**	**Total**
a	**Promoter and Promoter Group**	2	0	2
b	**Public**	45	6	51
	Total	**47**	**6**	**53**
7	**No. of Shareholders attended the meeting through Video Conferencing**	Not Applicable		

The Agenda wise results in respect of each item vide e-voting and poll in the prescribed format is given below:

Item No	Details of Agenda	Resolution required: (Ordinary / Special)	Mode of Voting	Remarks
1.	**To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2014 including the Audited Balance Sheet as at 31st March, 2014 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon**	**Ordinary**	**E-voting and Poll**	**Passed with requisite majority**

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	73,327,802	73,327,802	100.00	73,327,802	Nil	100.00	N.A.
Public – Institutional holders	3,071,216	3,071,216	100.00	3,071,216	Nil	100.00	N.A.
Public-Others	3,523,078	3,523,078	100.00	3,523,069	9	99.99999	0.00001
Total	**79,922,096**	**79,922,096**	**100.00**	**79,922,087**	**9**	**99.99999**	**0.00001**

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Item No	Details of Agenda	Resolution required: (Ordinary/ Special)	Mode of Voting	Remarks
2.	**Re-appointment of Mr. Hemant Luthra, who retires by rotation and being eligible, offers himself for re-appointment.**	**Ordinary**	**E-voting and Poll**	**Passed with requisite majority**

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	73,327,802	73,327,802	100.00	73,327,802	Nil	100.00	N.A.
Public – Institutional holders	3,071,216	3,071,216	100.00	30,61,432	9,784	99.68142	0.31858
Public-Others	3,523,078	3,523,078	100.00	3,523,069	9	99.99974	0.00026
Total	**79,922,096**	**79,922,096**	**100.00**	**79,912,303**	**9,793**	**99.98774**	**0.01226**

Item No	Details of Agenda	Resolution required: (Ordinary/ Special)	Mode of Voting	Remarks
3.	**Re-appointment of Messrs B. K. Khare & Co., Chartered Accountants, (ICAI Firm Registration Number 105102W) the retiring Auditors of the Company, as Auditors of the Company from the conclusion of this Annual General Meeting ("AGM") until the conclusion of the next AGM of the Company**	**Ordinary**	**E-voting and Poll**	**Passed with requisite majority**

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	73,327,802	73,327,802	100.00	73,327,802	Nil	100.00	N.A.
Public – Institutional holders	3,071,216	3,071,216	100.00	456,040	2,615,176	14.84884	85.15116

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Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Public-Others	3,523,078	3,523,078	100.00	3,523,069	9	99.99974	0.00026
Total	**79,922,096**	**79,922,096**	**100.00**	**77,306,911**	**2,615,185**	**96.72783**	**3.27217**

Item No	Details of Agenda	Resolution required: (Ordinary/ Special)	Mode of Voting	Remarks
4.	**Appointment of Mr. Antonio Maria Pradera Jáuregui as a Director liable to retire by rotation.**	**Ordinary**	**E-voting and Poll**	**Passed with requisite majority**

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	73,327,802	73,327,802	100.00	73,327,802	Nil	100.00	N.A.
Public – Institutional holders	3,071,216	3,071,216	100.00	3,071,216	Nil	100.00	N.A.
Public-Others	3,523,078	3,523,078	100.00	3,523,069	9	99.99974	0.00026
Total	**79,922,096**	**79,922,096**	**100.00**	**79,922,087**	**9**	**99.99999**	**0.00001**

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Item No	Details of Agenda	Resolution required: (Ordinary/ Special)	Mode of Voting	Remarks
5.	**Appointment of Mr. Jesus Maria Herrera Barandiaran as a Director liable to retire by rotation**	**Ordinary**	**E-voting and Poll**	**Passed with requisite majority**

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	73,327,802	73,327,802	100.00	73,327,802	Nil	100.00	N.A.
Public – Institutional holders	3,071,216	3,071,216	100.00	3,061,432	9,784	99.68143	0.31857.
Public-Others	3,523,078	3,523,078	100.00	3,523,069	9	99.99974	0.00026
Total	**79,922,096**	**79,922,096**	**100.00**	**79,912,303**	**9,793**	**99.98774**	**0.01226**

Item No	Details of Agenda	Resolution required: (Ordinary/ Special)	Mode of Voting	Remarks
6.	**Appointment of Mr. Daljit Mirchandani as an Independent Director for 5 (five) consecutive years commencing from 29th September, 2014.**	**Ordinary**	**E-voting and Poll**	**Passed with requisite majority**

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	73,327,802	73,327,802	100.00	73,327,802	Nil	100.00	N.A.
Public – Institutional holders	3,071,216	3,071,216	100.00	3,049,675	21,541	99.29862	0.70138
Public-Others	3,523,078	3,523,078	100.00	3,523,069	9	99.99974	0.00026
Total	**79,922,096**	**79,922,096**	**100.00**	**79,900,546**	**21,550**	**99.97303**	**0.02697**

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Item No	Details of Agenda	Resolution required: (Ordinary/ Special)	Mode of Voting	Remarks
7.	**Appointment of Mr. Manoj Kumar Maheshwari as an Independent Director for 5 (five) consecutive years commencing from 29th September, 2014.**	**Ordinary**	**E-voting and Poll**	**Passed with requisite majority**

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	73,327,802	73,327,802	100.00	73,327,802	Nil	100.00	N.A.
Public – Institutional holders	3,071,216	3,071,216	100.00	3,049,675	21,541	99.29862	0.70138.
Public-Others	3,523,078	3,523,078	100.00	3,523,069	9	99.99999	0.00001
Total	**79,922,096**	**79,922,096**	**100.00**	**79,900,546**	**21,550**	**99.97303**	**0.02697**

Item No	Details of Agenda	Resolution required: (Ordinary/ Special)	Mode of Voting	Remarks
8.	**Appointment of Mr. Dhananjay Mungale, as an Independent Director for 5 (five) consecutive years commencing from 29th September, 2014.**	**Ordinary**	**E-voting and Poll**	**Passed with requisite majority**

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	73,327,802	73,327,802	100.00	73,327,802	Nil	100.00	N.A.
Public – Institutional holders	3,071,216	3,071,216	100.00	2,999,875	71,341	97.67711	2.32289
Public-Others	3,523,078	3,523,078	100.00	3,523,069	9	99.99974	0.00026
Total	**79,922,096**	**79,922,096**	**100.00**	**79,850,746**	**71,350**	**99.991072**	**0.08928**

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Item No	Details of Agenda	Resolution required: (Ordinary/ Special)	Mode of Voting	Remarks
9.	**Appointment of Mr. Jose Ramon Berecibar Mutiozabal, as an Independent Director for 5(five) consecutive years commencing from 29th September, 2014.**	**Ordinary**	**E-voting and Poll**	**Passed with requisite majority**

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	73,327,802	73,327,802	100.00	73,327,802	Nil	100.00	N.A.
Public – Institutional holders	3,071,216	3,071,216	100.00	3,049,675	21,541	99.29862	0.70138
Public-Others	3,523,078	3,523,078	100.00	3,523,069	9	99.99974	0.00026
Total	**79,922,096**	**79,922,096**	**100.00**	**79,900,546**	**21,550**	**99.97303**	**0.02697**

Item No	Details of Agenda	Resolution required: (Ordinary/ Special)	Mode of Voting	Remarks
10.	**Appointment of Mr. Jose Sabino Velasco Ibanez, as an Independent Director for 5(five) consecutive years commencing from 29th September, 2014.**	**Ordinary**	**E-voting and Poll**	**Passed with requisite majority**

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	73,327,802	73,327,802	100.00	73,327,802	Nil	100.00	N.A.
Public – Institutional holders	3,071,216	3,071,216	100.00	3,049,675	21,541	99.29862	0.70138
Public-Others	3,523,078	3,523,078	100.00	3,523,069	9	99.99974	0.00026
Total	**79,922,096**	**79,922,096**	**100.00**	**79,900,546**	**21,550**	**99.97303**	**0.02697**

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Item No	Details of Agenda	Resolution required: (Ordinary/ Special)	Mode of Voting	Remarks
11.	**Appointment of Mr. Juan Maria Bilbao, as an Independent Director for 5(five) consecutive years commencing from 29th September, 2014.**	**Ordinary**	**E-voting and Poll**	**Passed with requisite majority**

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	73,327,802	73,327,802	100.00	73,327,802	Nil	100.00	N.A.
Public – Institutional holders	3,071,216	3,071,216	100.00	3,071,216	Nil	100.00	N.A.
Public-Others	3,523,078	3,523,078	100.00	3,523,069	9	99.99974	0.00026
Total	**79,922,096**	**79,922,096**	**100.00**	**79,922,087**	**9**	**99.99999**	**0.00001**

Item No	Details of Agenda	Resolution required: (Ordinary/ Special)	Mode of Voting	Remarks
12.	**Appointment of Ms. Neelam Deo, as an Independent Director for 5 (five) consecutive years commencing from 29th September, 2014.**	**Ordinary**	**E-voting and Poll**	**Passed with requisite majority**

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	73,327,802	73,327,802	100.00	73,327,802	Nil	100.00	N.A.
Public – Institutional holders	3,071,216	3,071,216	100.00	3,071,216	Nil	100.00	N.A.
Public-Others	3,523,078	3,523,078	100.00	3,523,044	34	99.99903	0.00097
Total	**79,922,096**	**79,922,096**	**100.00**	**79,922,062**	**34**	**99.99999**	**0.00001**

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Item No	Details of Agenda	Resolution required: (Ordinary/ Special)	Mode of Voting	Remarks
13.	**Appointment of Mr. Zhooben Bhiwandiwala as a Director liable to retire by rotation**	**Ordinary**	**E-voting and Poll**	**Passed with requisite majority**

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	73,327,802	73,327,802	100.00	73,327,802	Nil	100.00	N.A.
Public – Institutional holders	3,071,216	3,071,216	100.00	456,040	2,615,176	14.84884	85.15116
Public-Others	3,523,078	3,523,078	100.00	3,523,069	9	99.99974	0.00026
Total	**79,922,096**	**79,922,096**	**100.00**	**77,306,911**	**2,615,185**	**96.72783**	**3.27217**

Item No	Details of Agenda	Resolution required: (Ordinary/ Special)	Mode of Voting	Remarks
14.	**Approval of the remuneration payable to Messrs Dhananjay V. Joshi & Associates., Cost Accountants, the Cost Auditors of the Company**	**Ordinary**	**E-voting and Poll**	**Passed with requisite majority**

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	73,327,802	73,327,802	100.00	73,327,802	Nil	100.00	N.A.
Public – Institutional holders	3,071,216	3,071,216	100.00	3,049,675	21,541	99.29862	0.70138
Public-Others	3,523,078	3,523,078	100.00	3,523,069	9	99.99974	0.00026
Total	**79,922,096**	**79,922,096**	**100.00**	**79,900,546**	**21,550**	**99.97303**	**0.02697**

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Item No	Details of Agenda	Resolution required: (Ordinary/ Special)	Mode of Voting	Remarks
15.	**Approval of borrowing limits, under Section 180 (1)(c) of the Companies Act, 2013, not exceeding Rs. 500 crore over and above the aggregate of paid-up capital and free reserves.**	**Special**	**E-voting and Poll**	**Passed with requisite majority**

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	73,327,802	73,327,802	100.00	73,327,802	Nil	100.00	N.A.
Public – Institutional holders	3,071,216	3,071,216	100.00	3,071,216	Nil	100.00	N.A.
Public-Others	3,523,078	3,523,078	100.00	3,523,069	9	99.99974	0.00026
Total	**79,922,096**	**79,922,096**	**100.00**	**79,922,087**	**9**	**99.99999**	**0.00001**

Item No	Details of Agenda	Resolution required: (Ordinary/ Special)	Mode of Voting	Remarks
16.	**Approval to mortgage/ charge / hypothecate / encumber any of Company's movable and / or immovable properties, in favour of any Bank(s) or Financial Institutions or Body(ies) Corporate or Person(s), under Section 180 (1)(a) of the Companies Act, 2013, for an amount not exceeding Rs. 500 crore over and above the aggregate of paid-up capital and free reserves**	**Special**	**E-voting and Poll**	**Passed with requisite majority**

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Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	73,327,802	73,327,802	100.00	73,327,802	Nil	100.00	N.A.
Public – Institutional holders	3,071,216	3,071,216	100.00	3,071,216	Nil	100.00	N.A.
Public-Others	3,523,078	3,523,078	100.00	3,522,569	509	99.98555	0.01446
Total	**79,922,096**	**79,922,096**	**100.00**	**79,921,587**	**509**	**99.99936**	**0.00067**

Thanking you,

Yours faithfully,

For Mahindra CIE Automotive Limited

MAHINDRA CIE AUTOMOTIVE LTD. MUMBAI

Krishnan Shankar
Company Secretary and Head - Legal