SCRUTINIZER'S REPORT

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

Date: August 25, 2025

To,

The Chairman,

Annual General Meeting of the Equity Shareholders of

MINDA CORPORATION LIMITED

Through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM")

CIN: L74899DL1985PLC020401

A-15, Ashok Vihar, Phase-I, Delhi - 110052

Sub: Consolidated Scrutinizer's Report on voting through e-voting system and 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 and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended) for the 40th Annual General Meeting of Minda Corporation Limited held on Friday, August 22, 2025 at 10:00 a.m. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

Dear Sir,

I, **Biswajit Ghosh, Designated Partner of M/s. BMP & Co. LLP,** Practicing Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Minda Corporation 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 and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), to scrutinize the e-voting system during the AGM and the remote e-voting process in respect of below-mentioned resolutions proposed at the 40th Annual General Meeting of Minda Corporation Limited held on Friday, August 22, 2025 at 10:00 a.m. (IST) through VC / OAVM.

Biswajit Ghosh
FCS No: 8750
CP No: 8235
Company Secretary

BMP & Co. LLP

Regd. Office : 4th Floor, Aishwarya Sampurna, 79/1, Vani Vilas Road, Basavanagudi, Bengaluru - 560004.

: 9900901974, : biswajit@bmpandco.com, : www.bmpandco.com, LLPIN : AAI-4194

The notice dated May 27, 2025, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions which were passed at the AGM by the Company through electronic mode to those members whose email addresses were registered with the Company/ Depositories, in compliance with the MCA Circular No. 09/2024 dated September 19, 2024, 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020, MCA Circular No. 2/2021 dated January 13, 2021and Circular No. 09/2023 dated September 25, 2023 and General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and Circular SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024, issued by SEBI (hereinafter collectively referred to as "the Circulars"),

The Company had availed the e-voting facility offered by National Securities Depository Limited ("NSDL") for conducting e-voting during the AGM and remote e-voting by the shareholders of the Company.

The remote e-voting commenced on Tuesday, August 19, 2025 (9:00 A.M. IST) and ended on Thursday, August 21, 2025 (5:00 P.M. IST).

The e-voting and remote e-voting facility was provided by NSDL. The votes were unblocked and counted on Friday, August 22, 2025, at 11:45 A.M. (IST) in the presence of two witnesses. They have signed below in confirmation of the votes being unblocked in their presence.

Witness 1: Name: Anju B Address: No. 1, 11th cross, R.t. street Bangalore 560053	Witness 2: Name: Hashvi Jain Address: No. 927, 4th Block, 2nd Main, Rajajinagar, Bangalore – 560010

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

Detailed instructions relating to e-voting at the venue of AGM and remote e-voting facility along with the other details were duly provided to all the members.

Biswajit Ghosh
FCS No: 8750
CP No: 8239
Company Secretary

The Company had also published the information, relating to remote e-voting in newspapers namely, Jansatta (Hindi) and Financial Express (English) on August 01, 2025.

The Shareholders of the Company holding shares as on the "cut-off" date on Saturday, August 16th, 2025, were entitled to vote on the resolutions contained in the Notice of the AGM.

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

The e-votes were reconciled with the records maintained by the Registrar and Share Transfer Agent of the Company, Skyline Financial Services Private Limited and the authorizations lodged with the Company.

I have scrutinized and reviewed the remote e-voting prior to and e-voting during the AGM and votes casted therein based on the data downloaded from NSDL e-voting system.

The Management of the Company is responsible to ensure compliance with requirements of the Act and rules relating to e-voting and remote e-voting prior to and during the AGM on the resolutions contained in the notice of the AGM.

No members who have used the facility for remote e-voting, have casted their vote in the AGM of the Company through e-voting system.

The e-voting and remote e-voting data was scrutinized by me for the purpose of this report only and my responsibility as scrutinizer for the e-voting and remote e-voting is restricted to making scrutinizers report only, in respect of the votes cast in favour or against the resolutions.

I now submit my consolidated Report as below, of the e-voting and remote e-voting in respect of the said resolutions.

Resolution No. 1 – Ordinary Resolution

Consideration and adoption of audited financial statements, Directors' and Auditor's report for the financial year ended March 31, 2025

(i) Voted "***in Favour***" or "***against***" the resolution

Biswajit Ghosh
FCS No: [illegible]
CP No: [illegible]
Company Secretary

Item No. of notice	Voting method	Votes in assent		Votes in dissent		Invalid votes
		Nos	% age	Nos	% age	Nos
Item No.1 (as Ordinary resolution)	Remote E-voting	21,36,13,529	99.99	1,995	0.01	0
	Voting through E-voting system at the Annual General Meeting	183	100	0	0	0
	Total	**21,36,13,712**	**99.99**	**1,995**	**0.01**	**0**

Resolution No. 2 – Ordinary Resolution

Confirmation of payment of interim dividend and declaration of final dividend on equity shares.

(i) Voted "***in Favour***" or "***against***" the resolution

Item No. of notice	Voting method	Votes in assent		Votes in dissent		Invalid votes
		Nos	% age	Nos	% age	Nos
Item No.2 (as Ordinary resolution)	Remote E-voting	21,36,24,678	99.99	1,991	0.01	0
	Voting through E-voting system at the Annual General Meeting	183	100	0	0	0
	Total	**21,36,24,861**	**99.99**	**1,991**	**0.01**	**0**

Resolution No. 3 – Ordinary Resolution

Biswajit Ghosh
FCS No: 6750
CP No: 8733
Company Secretary

Re-appointment of Mr. Naresh Kumar (DIN: 00089536) as director, liable to retire by rotation and being eligible offers himself for re-appointment.

(i) Voted "*in Favour*" or "*against*" the resolution

Item No. of notice	Voting method	Votes in assent		Votes in dissent		Invalid votes
		Nos	% age	Nos	% age	Nos
Item No.3 (as Ordinary resolution)	Remote E-voting	21,31,28,173	99.77	4,98,496	0.23	0
	Voting through E-voting system at the Annual General Meeting	183	100	0	0	0
	Total	**21,31,28,356**	**99.77**	**4,98,496**	**0.23**	**0**

Resolution No. 4 –Ordinary Resolution

Ratification of Remuneration of Chandra Wadhwa & Co, Cost Accountants as Cost Auditors of the Company.

(i) Voted "*in Favour*" or "*against*" the resolution.

Item No. of notice	Voting method	Votes in assent		Votes in dissent		Invalid votes
		Nos	% age	Nos	% age	Nos
Item No.4 (as Ordinary resolution)	Remote E-voting	21,36,24,567	99.99	2,102	0.01	0
	Voting through E-voting system	183	100	0	0	0

Biswajit Ghosh
FCS No: 8750
CP No: 8269
Company Secretary

	at the Annual General Meeting					
	Total	**21,36,24,750**	**99.99**	**2,102**	**0.01**	**0**

Resolution No. 5 – Ordinary resolution

Appointment of M/s BMP & Co. LLP, Company Secretaries as Secretarial Auditors for a term of up to 5 (five) consecutive years and approval of remuneration.

(i) Voted "***in Favour***" or "***against***" the resolution.

Item No. of notice	Voting method	Votes in assent		Votes in dissent		Invalid votes
		Nos	% age	Nos	% age	Nos
Item No.5 (as Ordinary resolution)	Remote E-voting	21,36,21,308	99.99	2,098	0.01	0
	Voting through E-voting system at the Annual General Meeting	183	100	0	0	0
	Total	**21,36,21,491**	**99.99**	**2,098**	**0.01**	**0**

Resolution No. 6 – Special resolution

Re-appointment of Mr. Ashok Minda (DIN:00054727) as Chairman & Group CEO (Whole-Time Director) of the Company and approval of remuneration.

(ii) Voted "***in Favour***" or "***against***" the resolution.

Biswajit Ghosh FCS No: 8750 CP No: 8238 Company Secretary

Item No. of notice	Voting method	Votes in assent		Votes in dissent		Invalid votes
		Nos	% age	Nos	% age	Nos
Item No.6 (as Special resolution)	Remote E-voting	20,70,34,982	96.91	65,91,687	3.09	0
	Voting through E-voting system at the Annual General Meeting	183	100	0	0	0
	Total	**20,70,35,165**	**96.91**	**65,91,687**	**3.09**	**0**

Resolution No. 7 – Special resolution

Re-appointment of Mr. Aakash Minda (DIN: 06870774) as Executive Director of the Company and approval of remuneration

(iii) Voted "***in Favour***" or "***against***" the resolution.

Item No. of notice	Voting method	Votes in assent		Votes in dissent		Invalid votes
		Nos	% age	Nos	% age	Nos
Item No.7 (as Special resolution)	Remote E-voting	21,09,94,208	98.77	26,32,461	1.23	0
	Voting through E-voting system at the Annual General Meeting	183	100	0	0	0
	Total	**21,09,94,391**	**98.77**	**26,32,461**	**1.23**	**0**

Resolution No. 8 – Special resolution

Biswajit Ghosh FCS No: 8750 CP No: 8289 Company Secretary

Re-appointment of Mr. Naresh Kumar Modi (DIN: 00089536) as Executive Director of the Company and approval of remuneration.

(iv) Voted "***in Favour***" or "***against***" the resolution.

Item No. of notice	Voting method	Votes in assent		Votes in dissent		Invalid votes
		Nos	% age	Nos	% age	Nos
Item No.8 (as Special resolution)	Remote E-voting	21,35,87,189	99.98	39,480	0.02	0
	Voting through E-voting system at the Annual General Meeting	183	100	0	0	0
	Total	**21,35,87,372**	**99.98**	**39,480**	**0.02**	**0**

Resolution No. 9 – Special resolution

Approval of advancement of any loan, Financial assistance, give guarantee, Provide security, letter of comfort and Letter of support under section 185 of The Companies Act, 2013 to the entities in which directors are interested.

(v) Voted "***in Favour***" or "***against***" the resolution.

Item No. of notice	Voting method	Votes in assent		Votes in dissent		Invalid votes
		Nos	% age	Nos	% age	Nos
	Remote E-voting	19,26,76,671	90.19	2,09,49,766	9.81	0

Biswajit Ghosh
FCS No: 8750
CP No: 8239
Company Secretary

Item No.9 (as Special resolution)	Voting through E-voting system at the Annual General Meeting	183	100	0	0	0
	Total	**19,26,76,854**	**90.19**	**2,09,49,766**	**9.81**	**0**

The final analysis of the e-voting is annexed herewith as ***Annexure A.*** 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

Biswajit Ghosh
FCS No: 8750
CP No: 8239
Company Secretary

Biswajit Ghosh
Designated Partner
FCS No: 8750
CP No: 8239
UDIN: F008750G001071768

Place: Bangalore
Date: August 25, 2025

For Minda Corporation Limited

Received by Ashok Minda
Chairman & Group CEO

Annexure A

THE FINAL ANALYSIS OF THE E-VOTING IS AS FOLLOWS:

Sl No.	Resolution	E-Voting		Percentage		Result
		For	Against	For	Against	
1	Consideration and adoption of audited financial statements, Directors' and Auditor's report for the financial year ended March 31, 2025	21,36,13,712	1,995	99.99	0.01	Approved as an Ordinary Resolution
2	Confirmation of payment of interim dividend and declaration of final dividend on equity shares	21,36,24,861	1,991	99.99	0.01	Approved as an Ordinary Resolution
3	Re-appointment of Mr. Naresh Kumar (DIN: 00089536) as director, liable to retire by rotation and being eligible offers himself for re-appointment	21,31,28,356	4,98,496	99.77	0.23	Approved as an Ordinary Resolution
4	Ratification of Remuneration of Chandra Wadhwa & Co, Cost Accountants as Cost Auditors of the Company.	21,36,24,750	2,102	99.99	0.01	Approved as an Ordinary Resolution
5	Appointment of M/s BMP & Co. LLP, Company	21,36,21,491	2,098	99.99	0.01	Approved as an

Biswajit Ghosh
FCS No: 8750
CP No: 8239
Company Secretary

	Secretaries as Secretarial Auditors for a term of up to 5 (five) consecutive years and approval of remuneration					Ordinary Resolution
6	Re-appointment of Mr. Ashok Minda (DIN: 00054727) as Chairman & Group CEO (Whole-Time Director) of the Company and approval of remuneration	20,70,35,165	65,91,687	96.91	3.09	Approved as Special Resolution
7	Re-appointment of Mr. Aakash Minda (DIN : 06870774) as Executive Director of the Company and approval of remuneration	21,09,94,391	26,32,461	98.77	1.23	Approved as Special Resolution
8	Re-appointment of Mr. Naresh Kumar Modi (DIN: 00089536) as Executive Director of the Company and approval of remuneration.	21,35,87,372	39,480	99.98	0.02	Approved as Special Resolution
9	Approval of advancement of any loan, Financial assistance, give guarantee, provide security, letter of comfort and Letter of support under section 185 of The Companies Act,	19,26,76,854	2,09,49,766	90.19	9.81	Approved as Special Resolution

Biswajit Ghosh
FCS No: 8750
CP No: 8239
Company Secretary

	2013 to the entities in which directors are interested.					

The votes (e-voting/ remote e-voting) casted by the members of the Company in favour of the resolution(s) are more than the requisite majority, and therefore, the resolution(s) are deemed to be passed. The Chairman may declare the results accordingly.

For **BMP & Co. LLP,**
Company Secretaries

Biswajit Ghosh
FCS No: 8750
CP No: 8239
Company Secretary

Biswajit Ghosh
Designated Partner
FCS No: 8750
CP No: 8239
UDIN: F008750G001071768

Place: Bangalore
Date: August 25, 2025

We, the undersigned, witness that the votes were unblocked from the e-voting website of National Securities Depository Limited (http://evoting.nsdl.com) in our presence.

Witness 1:
Name: Anju B
Address: No. 1, 11th cross, R.t. street
Bangalore 560053

Hashvi Jain
Witness 2:
Name: Hashvi Jain
Address: No. 927, 4th Block, 2nd Main,
Rajajinagar, Bangalore – 560010