Minda Industries Ltd.

Corporate Office

UNO MINDA
NK MINDA GROUP
THINK. INSPIRE. FLOURISH

Ref. No. : Z-IV/R-39/D-2/NSE
Dated : 11 August, 2015

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.

Sub: Voting Results - 23RD AGM of the Company held on 10 August, 2015

Listing Agreement – Clause 35A

Ref: NSE Script Code ID: MINDAIND
BSE Scrip Code: 532539

Dear Sir(s)

Reference to our intimation / letter dated 13/07/2015 and 16/07/2015.

The Annual General Meeting (AGM) of Minda Industries Limited was held on 10 August, 2015.

We are pleased to enclose the resolution-wise **voting results (E-voting / Poll)** of all the resolutions, passed by the shareholders of the company.

It is informed that all the eight (8) resolutions, placed before the shareholders, have been passed with requisite majority.

We are also enclosing herewith the Scrutinizer's Report dated 11 August, 2015.

This is for your information and records please.

Thanking you,

Yours faithfully
For MINDA INDUSTRIES LTD.

MINDA INDUSTRIES LIMITED DELHI

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

Encl: As above.

MINDA INDUSTRIES LIMITED

CIN: L748999DL1992PLC050333

Date of AGM : MONDAY, 10th August , 2015	
Total Number of Shareholders as on record Date (3rd August, 2015)	**6,208**
(a) No. of Shareholders present in the meeting either personaly or through Proxy*	
(*Based on shareholders registering Attendance)	
Promoter and Promoter Group:	**8**
Public Shareholders:	**1,035**
(b) No. of Shareholders attended the meeting through video conferencing	**0**
(c)No of Shareholders voted through e-voting facility	**12***
*** In 6th Resolution only 11 Shareholders were voted through e-voting facility**	

Resolution 1: To receive, consider and adopt (a) the financial statements of the Company for the year ended March 31, 2015, including the audited Balance Sheet of the Company as at March 31, 2015, and Statement of Profit & Loss Account for the year ended on that date and the Reports of Board of Directors and Auditors thereon; and (b). the audited consolidated financial statements for the financial year ended March 31, 2015

Ordinary Resolution

Category	No. of shares Held	Mode of Voting	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	11,248,699	e-voting	-	0.000	-	0	0.000	0.000
		Poll	11,138,801	99.023	11,138,801	0	100.00	0.000
		Sub-total	**11,138,801**	**99.023**	**11,138,801**	**0**	**100.00**	**0.000**
Public-Institutional	454,373	e-voting	448723	98.757	448723	0	100.00	0.000
		Poll	-	0.000	-	0	0.00	0.000
		Sub-total	**448,723**	**98.757**	**448,723**	**0**	**100.00**	**0.000**
Public-Others	4,162,284	e-voting	534,422	26.626	534,422	0	100.00	0.000
		Poll	2,183,312	0.004	2,183,312	0	100.00	0.000
		Sub-total	**2,717,734**	**26.630**	**2,717,734**	**0**	**100.00**	**0.000**
Total	**15,865,356**		**14,305,258**	**90.167**	**14,305,258**	**0**	**100.00**	**0.000**

MINDA INDUSTRIES LIMITED DELHI

Resolution 2: To confirm the interim dividend on 3% Cumulative Redeemable Preference Shares already paid for the year ended March 31,2015

Ordinary Resolution

Category	No. of shares Held	Mode of Voting	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	11,248,699	e-voting	-	0.000	-	0	0.000	0.000
		Poll	11,138,801	99.023	11,138,801	0	100.000	0.000
		Sub-total	**11,138,801**	**99.023**	**11,138,801**	**0**	**100.000**	**0.000**
Public-Institutional	454,373	e-voting	448723	98.757	448723	0	100.000	0.000
		Poll	-	0.000	-	0	0.000	0.000
		Sub-total	**448,723**	**98.757**	**448,723**	**0**	**100.000**	**0.000**
Public-Others	4,162,284	e-voting	534,422	26.626	534,422	0	100.000	0.000
		Poll	2,183,312	0.004	2,183,312	0	100.000	0.000
		Sub-total	**2,717,734**	**26.630**	**2,717,734**	**0**	**100.000**	**0.000**
Total	**15,865,356**		**14,305,258**	**90.167**	**14,305,258**	**0**	**100.000**	**0.000**

Resolution 3: To confirm the interim dividend of Rs. 2.50 per equity share,already paid for the year ended March 31, 2015

Ordinary Resolution

Category	No. of shares Held	Mode of Voting	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	11,248,699	e-voting	-	0.000	-	0	0.000	0.000
		Poll	11,138,801	99.023	11,138,801	0	100.000	0.000
		Sub-total	**11,138,801**	**99.023**	**11,138,801**	**0**	**100.000**	**0.000**
Public-Institutional	454,373	e-voting	448723	98.757	448723	0	100.000	0.000
		Poll	-	0.000	-	0	0.000	0.000
		Sub-total	**448,723**	**98.757**	**448,723**	**0**	**100.000**	**0.000**
Public-Others	4,162,284	e-voting	534,422	12.840	534,422	0	100.000	0.000
		Poll	2,183,312	52.455	2,183,312	0	100.000	0.000
		Sub-total	**2,717,734**	**26.630**	**2,717,734**	**0**	**100.000**	**0.000**
Total	**15,865,356**		**14,305,258**	**90.167**	**14,305,258**	**0**	**100.000**	**0.000**

Resolution 4: To declare final dividend of Rs. 3.50 per equity shares.

Ordinary Resolution

Category	No. of shares Held	Mode of Voting	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	11,248,699	e-voting	-	0.000	-	0	0.000	0.000
		Poll	11,138,801	99.023	11,138,801	0	100.000	0.000
		Sub-total	**11,138,801**	**99.023**	**11,138,801**	**0**	**100.000**	**0.000**
Public-Institutional	454,373	e-voting	448723	98.757	448723	0	100.000	0.000
		Poll	-	0.000	-	0	0.000	0.000
		Sub-total	**448,723**	**98.757**	**448,723**	**0**	**100.000**	**0.000**
Public-Others	4,162,284	e-voting	534,422	26.626	534,422	0	100.000	0.000
		Poll	2,183,312	0.004	2,183,312	0	100.000	0.000
		Sub-total	**2,717,734**	**26.630**	**2,717,734**	**0**	**100.000**	**0.000**
Total	**15,865,356**		**14,305,258**	**90.167**	**14,305,258**	**0**	**100.000**	**0.000**



Resolution 5: To appoint a director in place of Mr. Nirmal K. Minda (DIN: 000014942) who retires by rotation and, being eligible, offers himself for re-appointment								
Ordinary Resolution								
Category	No. of shares Held	Mode of Voting	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	11,248,699	e-voting	-	0.000	-	0	0.000	0.000
		Poll	11,138,801	99.023	11,138,801	0	100.000	0.000
		Sub-total	**11,138,801**	**99.023**	**11,138,801**	**0**	**100.000**	**0.000**
Public-Institutional	454,373	e-voting	448723	98.757	448723	0	100.000	0.000
		Poll	-	0.000	-	0	0.000	0.000
		Sub-total	**448,723**	**98.757**	**448,723**	**0**	**100.000**	**0.000**
Public-Others	4,162,284	e-voting	534,422	26.626	534,422	0	100.000	0.000
		Poll	2,183,312	0.004	2,183,312	0	100.000	0.000
		Sub-total	**2,717,734**	**26.630**	**2,717,734**	**0**	**100.000**	**0.000**
Total	**15,865,356**		**14,305,258**	**90.167**	**14,305,258**	**0**	**100.000**	**0.000**

Resolution 6: To ratify M/s B S R & Co., LLP, Chartered Accountants, (LLP Registration no. 101248W/W-100022), as Auditors of the Company to hold office from the conclusion this Meeting until the conclusion of Twenty Fourth Annual General Meeting and to fix their remuneration								
Ordinary Resolution								
Category	No. of shares Held	Mode of Voting	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	11,248,699	e-voting	-	0.000	-	0	0.000	0.000
		Poll	11,138,801	99.023	11,138,801	0	100.000	0.000
		Sub-total	**11,138,801**	**99.023**	**11,138,801**	**0**	**100.000**	**0.000**
Public-Institutional	454,373	e-voting	448723	98.757	448723	0	100.000	0.000
		Poll	-	0.000	-	0	0.000	0.000
		Sub-total	**448,723**	**98.757**	**448,723**	**0**	**100.000**	**0.000**
Public-Others	4,162,284	e-voting	534,322	12.837	534,322	0	100.000	0.000
		Poll	2,183,312	52.455	2,183,312	0	100.000	0.000
		Sub-total	**2,717,634**	**26.630**	**2,717,634**	**0**	**100.000**	**0.000**
Total	**15,865,356**		**14,305,158**	**90.166**	**14,305,158**	**0**	**100.000**	**0.000**

Resolution 7: Ratification of Remuneration to Cost Auditor for the financial year ending March 31, 2016								
Ordinary Resolution								
Category	No. of shares Held	Mode of Voting	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	11,248,699	e-voting	-	0.000	-	0	0.000	0.000
		Poll	11,138,801	99.023	11,138,801	0	100.000	0.000
		Sub-total	**11,138,801**	**99.023**	**11,138,801**	**0**	**100.000**	**0.000**
Public-Institutional	454,373	e-voting	448723	98.757	448723	0	100.000	0.000
		Poll	-	0.000	-	0	0.000	0.000
		Sub-total	**448,723**	**98.757**	**448,723**	**0**	**100.000**	**0.000**
Public-Others	4,162,284	e-voting	534,422	12.840	534,422	0	100.000	0.000
		Poll	2,183,312	52.455	2,183,312	0	100.000	0.000
		Sub-total	**2,717,734**	**26.630**	**2,717,734**	**0**	**100.000**	**0.000**
Total	**15,865,356**		**14,305,258**	**90.167**	**14,305,258**	**0**	**100.000**	**0.000**



Resolution 8: To consider appointment of Ms. Renu Challu (DIN 00157204), as Independent Director of the Company								
Ordinary Resolution								
Category	**No. of shares Held**	**Mode of Voting**	**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	11,248,699	e-voting	-	0.000	-	0	0.000	0.000
		Poll	11,138,801	99.023	11,138,801	0	100.000	0.000
		Sub-total	**11,138,801**	**99.023**	**11,138,801**	**0**	**100.000**	**0.000**
Public-Institutional	454,373	e-voting	448723	98.757	448723	0	100.000	0.000
		Poll	-	0.000	-	0	0.000	0.000
		Sub-total	**448,723**	**98.757**	**448,723**	**0**	**100.000**	**0.000**
Public-Others	4,162,284	e-voting	534,422	12.840	534,422	0	100.000	0.000
		Poll	2,183,312	52.455	2,183,312	0	100.000	0.000
		Sub-total	**2,717,734**	**26.630**	**2,717,734**	**0**	**100.000**	**0.000**
Total	**15,865,356**		**14,305,258**	**90.167**	**14,305,258**	**0**	**100.000**	**0.000**

