**Minda Industries Ltd.**

**Corporate Office**

UNO MINDA

NK MINDA GROUP

THINK. INSPIRE. FLOURISH

Ref.No. Z-IV/R-39/D-2/174 & 207
Date : 11 August, 2016

| | |
|---|---|
| National Stock Exchange of India Ltd.<br>Listing Deptt., Exchange Plaza,<br>Bandra Kurla Complex, Bandra (E),<br>Mumbai - 400 051. | BSE Ltd.<br>Regd. Office: Floor - 25,<br>Phiroze Jeejeebhoy Towers,<br>Dalal Street,<br>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 Lakshmipat 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.*

Dhamija

***H.C. DHAMIJA***
*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:<br>Promoters and Promoters Group:<br>Public: | <br>10<br>1067 |
| No. of Shareholders attended the meeting through Video Conferencing<br>Promoters and Promoters Group:<br>Public: | <br>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 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 | 99.9675 | 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 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 | 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 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 |
| | 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 |

MINDA INDUSTRIES LIMITED Delhi

**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 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 |
| | 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 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 |
| | 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 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 | 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 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 | 99.9675 | 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 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 | 99.9675 | 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 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 | 0.0000 | - | 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.

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 Lakshmipat 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.



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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.



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**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.**



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**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.**



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**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.**



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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
Authorised Signatory
H. C. DHAMIJA

**Date: August 11, 2016**
**Place: New Delhi**

Annexure - A

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 (In Rs.) | % of Total Paid-up Equity Capital* (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 (In Rs.) | % of Total Paid-up Equity Capital* (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 |



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**Annexure - B**

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 (In Rs.) | % of Total Paid-up Equity Capital (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 (In Rs.) | % of Total Paid-up Equity Capital (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 |

**Annexure - C**

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 (In Rs.) | % of Total Paid-up Equity Capital (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 (In Rs.) | % of Total Paid-up Equity Capital (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 |

**Annexure -D**

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 (in Rs.) | % of Total Paid-up Equity Capital (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 (in Rs.) | % of Total Paid-up Equity Capital (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 |



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**Annexure -E**

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 (In Rs.) | % of Total Paid-up Equity Capital (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 (In Rs.) | % of Total Paid-up Equity Capital (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 |



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Annexure -F

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 (In Rs.) | % of Total Paid-up Equity Capital (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 (In Rs.) | % of Total Paid-up Equity Capital (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 |

**Annexure -G**

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 (In Rs.) | % of Total Paid-up Equity Capital (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 e-voters | No. of Equity Shares | Paid-up value of the Equity Shares (In Rs.) | % of Total Paid-up Equity Capital (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 |



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Annexure -H

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 (In Rs.) | % of Total Paid-up Equity Capital (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 (In Rs.) | % of Total Paid-up Equity Capital (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 |



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**Annexure -I**

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

**I1. VOTING THROUGH POLL:**

| Particulars | No. of voters | No. of Equity Shares | Paid-up value of the Equity Shares (In Rs.) | % of Total Paid-up Equity Capital (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 |

**I2. VOTING THROUGH REMOTE E-VOTING:**

| Particulars | No. of e-voters | No. of Equity Shares | Paid-up value of the Equity Shares (In Rs.) | % of Total Paid-up Equity Capital (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 |



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**Annexure -J**

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 (In Rs.) | % of Total Paid-up Equity Capital (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 (In Rs.) | % of Total Paid-up Equity Capital (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 |



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**Annexure -K**

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 (in Rs.) | % of Total Paid-up Equity Capital (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 (in Rs.) | % of Total Paid-up Equity Capital (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 |



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**Annexure -L**

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 (In Rs.) | % of Total Paid-up Equity Capital (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 e-voters | No. of Equity Shares | Paid-up Value of the Equity Shares (In Rs.) | % of Total Paid-up Equity Capital (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 |



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