

September 30, 2020

<b>The Officer-In-Charge</b> <b>Listing Department</b> <b>National Stock Exchange of India Ltd.,</b> <b>Exchange Plaza, Bandra Kurla Complex,</b> <b>Bandra (East),</b> <b>Mumbai - 400 051</b> <b>Symbol: MINDACORP</b>	<b>Head - Listing Operations,</b> <b>BSE Limited,</b> <b>P.J. Towers, Dalal Street, Fort,</b> <b>Mumbai – 400 001</b> <b>Scrip Code: 538962</b>
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**Sub: Details regarding the voting results in the 35<sup>th</sup> Annual General Meeting of the Company alongwith Scrutinizer's Report**

Dear Sir,

We are pleased to enclose herewith details regarding the voting results for the resolutions passed at the 35<sup>th</sup> Annual General Meeting of the Company held on Tuesday, September 29, 2020 alongwith Scrutinizer's Report dated September 29, 2020 pursuant to Regulation 44(3) of SEBI (Listing Obligations & Disclosure Requirements), Regulations, 2015.

This is for your information and records please.

Thanking You,  
Yours' Faithfully  
**For Minda Corporation Limited**

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by PARDEEP  
MANN  
P MANN Date: 2020.09.30  
15:58:07 +05'30'

**Pardeep Mann**  
**Company Secretary**  
**Membership No. A13371**



Encl.: As above

**MINDA CORPORATION LIMITED (GROUP CORPORATE OFFICE)**

CIN: L74899DL1985PLC020401

Office Address: Plot No. 404 & 405, 5th Floor, Sector-20, Udyog Vihar, Phase-III, Gurugram, Haryana (India) - 122016.

TEL: +91 – 124 – 4698400; FAX: +91 – 124 – 4698450

Registered Office: A-15, Ashok Vihar, Phase-I, Delhi - 110052.

Website: www.sparkminda.com

# RANJEET PANDEY & ASSOCIATES

Company Secretaries

## SCRUTINIZER'S REPORT

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

To,

**The Chairman**

35<sup>th</sup> Annual General Meeting of the Equity Shareholders of

**Minda Corporation Limited**

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

**Sub: Consolidated Scrutinizer's Report on voting through e-voting system and remote e-voting conducted in terms of provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2014.**

Dear Sir,

Please refer to your communication dated 14<sup>th</sup> July, 2020, appointing me as a Scrutinizer for the purpose of scrutinizing the voting through e-voting system and remote e-voting process in a fair and transparent manner and ascertaining the requisite majority on voting through e-voting system and remote e-voting carried out as per the provision of **Section 108** of the Companies Act, 2013 read with **Rule 20** of the Companies (Management and Administration) Rules, 2014.

I, **CS Ranjeet Pandey**, proprietor of **M/s Ranjeet Pandey & Associates**, Company Secretaries, having office at A-62, LGF, Defence Colony, New Delhi- 110024, submit my report as under:

1. As required under Section 101 and 108 of the Companies Act, 2013, notice of the 35<sup>th</sup> Annual General Meeting of the Equity Shareholders of Minda Corporation Limited ("**the Company**"), scheduled to be held on Tuesday, 29<sup>th</sup> September, 2020 at 10:00 A.M. through video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM") was sent to the members;
2. The Members holding shares as on the "cut off" date i.e. September 18, 2020, were entitled to vote on the proposed resolutions (5 items as set out in the Notice of the 35<sup>th</sup> AGM of Minda Corporation Limited).
3. Detailed instructions relating to e-voting and remote e-voting facility along with other details were duly provided to all the members;
4. The Company has also published the information relating to remote e-voting in newspapers namely, Jansatta (Hindi Daily) and Financial Express (English Daily) on 6<sup>th</sup> September, 2020.
5. The remote e-voting period commenced on Saturday, 26<sup>th</sup> September, 2020 at 9 A.M. and concluded on Monday, 28<sup>th</sup> September, 2020 at 5:00 P.M. (IST) for the purpose of Annual General Meeting scheduled to be held on 29<sup>th</sup> September, 2020.

A-62, Basement, Defence Colony,  
New Delhi-110024



Tel:- 011-46074119, +91-9810558049

Email- rpa@rpalegal.com; cs.ranjeet@gmail.com

6. After the time fixed for closing of the e-voting by the Chairman during the Annual General Meeting, the report on voting done at the AGM and the votes cast through remote e-voting facility prior to AGM were unblocked and counted.
7. The e-votes were reconciled with the records maintained by the Registrar and Transfer Agents of the Company, Skyline Financial Services Private Limited ("Skyline") and the authorizations lodged with the Company.
8. The members have also casted their vote through remote e-voting facility provided by the National Securities Depositories Limited ("**the NSDL**") on the designated website <https://www.evoting.nsdl.com>
9. I have monitored the process of remote e-voting through the scrutinizer's secured link provided by the NSDL on the designated website.
10. No members, who have used the facility of remote e-voting, have casted their vote in the Annual General Meeting of the Company through e-voting system.
11. The votes, made through remote e-voting facility, were unblocked after the conclusion of voting at the Annual General Meeting on Tuesday, **29<sup>th</sup> September, 2020** at 11.25 A.M. in the presence of 2 (two) witnesses Mr. Alok Kumar Tripathi and Mr. Dharamender Kumar, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

*Alok Kr. Tripathi*

Name: Mr. Alok Kumar Tripathi

*Dharamender Kumar*

Name: Mr. Dharamender Kumar

12. The e-voting data was scrutinized by me for verification of votes cast in favour and against of the resolution.
13. The result of e-voting systems (including remote e-voting) on the below mentioned resolutions are as under:

**(a) Adoption of Financial Statements, Directors' and Auditor's report.**

Voted in "Favour" or "Against" of the resolution:

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	17,95,87,317	99.99%	536	0.01%	NIL
	Voting through E-voting system at	1,060	100%	NIL	N.A.	NIL



	the Annual General Meeting.					
	<b>Total</b>	<b>17,95,88,377</b>	<b>99.99%</b>	<b>536</b>	<b>0.01%</b>	<b>NIL</b>

**(b) To confirm payment of interim dividend of Rs. 0.35/- per Equity share for the Financial Year 2019-20.**

Voted in "Favour" or "Against" of 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	17,95,87,410	99.99%	443	0.01%	NIL
	Voting through E-voting system at the Annual General Meeting.	1,060	100%	NIL	N.A.	NIL
	<b>Total</b>	<b>17,95,88,470</b>	<b>99.99%</b>	<b>443</b>	<b>0.01%</b>	<b>NIL</b>

**(c) Re-appointment of Mr. Ashok Minda (DIN:-00054727) as a Director, who retires by rotation and being eligible himself for re-appointment.**

Voted in "Favour" or "Against" of 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	17,94,87,282	99.99%	571	0.01%	NIL
	Voting through E-voting system at the Annual General Meeting.	1,060	100%	NIL	N.A.	NIL
	<b>Total</b>	<b>17,94,88,342</b>	<b>99.99%</b>	<b>571</b>	<b>0.01%</b>	<b>NIL</b>



**(d) Ratification of Remuneration of Chandra Wadhwa & Co. Cost Accountant as Cost Auditors of the Company.**

Voted in "Favour" or "Against" of 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	17,95,87,317	99.99%	536	0.01%	NIL
	Voting through E-voting system at the Annual General Meeting.	1,060	100%	NIL	N.A.	NIL
	<b>Total</b>	<b>17,95,88,377</b>	<b>99.99%</b>	<b>536</b>	<b>0.01%</b>	<b>NIL</b>

**(e) Adoption of Re-stated Articles of Association of the Company.**

Voted in "Favour" or "Against" of 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 Special Resolution)	Remote E-Voting	17,95,87,131	99.99%	722	0.01%	NIL
	Voting through E-voting system at the Annual General Meeting.	1,060	100%	NIL	N.A.	NIL
	<b>Total</b>	<b>17,95,88,191</b>	<b>99.99%</b>	<b>722</b>	<b>0.01%</b>	<b>NIL</b>

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




Ranjeet Pandey & Associates  
Company Secretaries

15. The Register and all other papers relating to e-voting shall remain in our safe custody until the Chairman considers, approve and sign the minutes of the Annual General Meeting and thereafter the same shall be returned and handed over to the Company.

**Thanking You.**  
**Yours faithfully**



**CS RANJEET PANDEY**  
**RANJEET PANDEY & ASSOCIATES**  
**Company Secretaries**  
**FCS NO.5922**  
**CP NO.6087**  
**UDIN: - F005922B000809197**



**CHAIRMAN**

**Place: New Delhi**  
**Date: 29.09.2020**

Minda Corporation Limited  
CIN:- L74899DL1985PLC020401

Voting Results of AGM

Details of poll at AGM 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		29.09.2020
Total number of shareholders on record date		51,201
No. of shareholders present in the meeting either in person or through Proxy:		0
Promoters and Promoters Group:		0
Public:		0
No. of Shareholders attended the meeting through Video Conferencing		4
Promoters and Promoters Group:		103
Public:		103

1. Ordinary Resolution: Adoption of Financial Statements , Directors' and Auditor's Report for the financial year 2019-20								
Whether promoter/ promoter group are interested 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	15,47,48,678	15,47,48,678	100.0000	15,47,48,678	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>15,47,48,678</b>	<b>100.0000</b>	<b>15,47,48,678</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	E-voting	2,70,76,446	2,28,41,498	84.3593	2,28,41,498	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	<b>Total</b>		<b>2,28,41,498</b>	<b>84.3593</b>	<b>2,28,41,498</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Non Institutions	E-voting	4,53,97,161	19,98,737	4.4028	19,98,201	536	99.9732	0.0268
	Poll		-	0.0000	-	0	0	0
	<b>Total</b>		<b>19,98,737</b>	<b>4.4028</b>	<b>19,98,201</b>	<b>536</b>	<b>99.9732</b>	<b>0.0268</b>
<b>Total</b>		<b>22,72,22,285</b>	<b>17,95,88,913</b>	<b>79.0367</b>	<b>17,95,88,377</b>	<b>536</b>	<b>99.9997</b>	<b>0.0003</b>

**2. Ordinary Resolution: To confirm payment of interim dividend of Rs. 0.35/- per Equity share for the Financial Year 2019-20**

Whether promoter/ promoter group are interested 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	15,47,48,678	15,47,48,678	100.0000	15,47,48,678	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	<b>Total</b>		<b>15,47,48,678</b>	<b>100.0000</b>	<b>15,47,48,678</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	E-voting	2,70,76,446	2,28,41,498	84.3593	2,28,41,498	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	<b>Total</b>		<b>2,28,41,498</b>	<b>84.3593</b>	<b>2,28,41,498</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Non Institutions	E-voting	4,53,97,161	19,98,737	4.4028	19,98,294	443	99.9778	0.0222
	Poll		-	0.0000	-	0	0	0
	<b>Total</b>		<b>19,98,737</b>	<b>4.4028</b>	<b>19,98,294</b>	<b>443</b>	<b>99.9778</b>	<b>0.0222</b>
<b>Total</b>		<b>22,72,22,285</b>	<b>17,95,88,913</b>	<b>79.0367</b>	<b>17,95,88,470</b>	<b>443</b>	<b>99.9998</b>	<b>0.0002</b>

**3. Ordinary Resolution: Re-appointment of Mr. Ashok Minda (DIN:-00054727) as a Director, who retires by rotation and being eligible himself for re-appointment**

Whether promoter/ promoter group are interested 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	15,47,48,678	15,47,48,678	100.0000	15,47,48,678	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	<b>Total</b>		<b>15,47,48,678</b>	<b>100.0000</b>	<b>15,47,48,678</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	E-voting	2,70,76,446	2,28,41,498	84.3593	2,28,41,498	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	<b>Total</b>		<b>2,28,41,498</b>	<b>84.3593</b>	<b>2,28,41,498</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Non Institutions	E-voting	4,53,97,161	18,98,737	4.1825	18,98,166	571	99.9699	0.0301
	Poll		-	0.0000	-	0	0	0
	<b>Total</b>		<b>18,98,737</b>	<b>4.1825</b>	<b>18,98,166</b>	<b>571</b>	<b>99.9699</b>	<b>0.0301</b>
<b>Total</b>		<b>22,72,22,285</b>	<b>17,94,88,913</b>	<b>78.9927</b>	<b>17,94,88,342</b>	<b>571</b>	<b>99.9997</b>	<b>0.0003</b>



**4. Ordinary Resolution: Ratification of Remuneration of Chandra Wadhwa & Co. Cost Accountant as Cost Auditors of the Company**

Whether promoter/ promoter group are interested 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	15,47,48,678	15,47,48,678	100.0000	15,47,48,678	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	<b>Total</b>		<b>15,47,48,678</b>	<b>100.0000</b>	<b>15,47,48,678</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	E-voting	2,70,76,446	2,28,41,498	84.3593	2,28,41,498	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	<b>Total</b>		<b>2,28,41,498</b>	<b>84.3593</b>	<b>2,28,41,498</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Non Institutions	E-voting	4,53,97,161	19,98,737	4.4028	19,98,201	536	99.9732	0.0268
	Poll		-	0.0000	-	0	0	0
	<b>Total</b>		<b>19,98,737</b>	<b>4.4028</b>	<b>19,98,201</b>	<b>536</b>	<b>99.9732</b>	<b>0.0268</b>
<b>Total</b>		<b>22,72,22,285</b>	<b>17,95,88,913</b>	<b>79.0367</b>	<b>17,95,88,377</b>	<b>536</b>	<b>99.9997</b>	<b>0.0003</b>

**5. Special Resolution: Adoption of Re-stated Articles of Association of the Company**

Whether promoter/ promoter group are interested 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	15,47,48,678	15,47,48,678	100.0000	15,47,48,678	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	<b>Total</b>		<b>15,47,48,678</b>	<b>100.0000</b>	<b>15,47,48,678</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	E-voting	2,70,76,446	2,28,41,498	84.3593	2,28,41,498	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	<b>Total</b>		<b>2,28,41,498</b>	<b>84.3593</b>	<b>2,28,41,498</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Non Institutions	E-voting	4,53,97,161	19,98,737	4.4028	19,98,015	722	99.9639	0.0361
	Poll		-	0.0000	-	0	0	0
	<b>Total</b>		<b>19,98,737</b>	<b>4.4028</b>	<b>19,98,015</b>	<b>722</b>	<b>99.9639</b>	<b>0.0361</b>
<b>Total</b>		<b>22,72,22,285</b>	<b>17,95,88,913</b>	<b>79.0367</b>	<b>17,95,88,191</b>	<b>722</b>	<b>99.9996</b>	<b>0.0004</b>

For Minda Corporation Limited

PARDEE Digitally signed  
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15:00:15 +05'30'

Pardeep Mann  
Company Secretary  
Membership No. A13371