

March 23, 2018

The Officer-In-Charge (Listing) Listing Department National Stock Exchange of India Ltd., Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051 Symbol: MINDACORP	Head - Listing Operations, BSE Limited, P.J. Towers, Dalal Street, Fort, Mumbai - 400 001 Scrip Code: 538962
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Sub: Declaration of Results of Postal Ballot Voting

Dear Sir,

This is in reference to our intimation letter regarding dispatch of Postal Ballot Notice to the Shareholders of the Company on February 20, 2018 for seeking their approval for the following resolutions:-

1. Ordinary Resolution for Increase in authorised share capital of the Company by creation of additional 25,000,000 (twenty five million) equity shares of Rs. 2/- each
2. Special Resolution for approval for raising of additional capital by way of one or more public or private offerings to eligible investors through an issuance of equity shares or other eligible securities for an amount not exceeding Rs. 500 Crore.

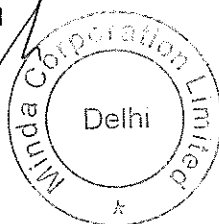
Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 the results of Postal Ballot has been announced today i.e March 23, 2018 at the Registered Office of the Company and as per the Scrutinizer's Report the Resolution(s) relating to the above mentioned business matters(s) as contained in the Postal Ballot Notice dated February 12, 2018 have been passed with the requisite majority. In this regard, we are enclosing herewith the following:

1. Results of Postal Ballot Voting in the prescribed format under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Scrutinizer's Report on the Postal Ballot Results dated March 22, 2018.

You are requested to take on record the above information.

Thanking you,
For Minda Corporation Limited

Ajay Sancheti
Ajay Sancheti
Company Secretary
Membership No. F5605



Enclose as above

MINDA CORPORATION LIMITED**CIN NO. :** L74899DL1985PLC020401**Corporate Office :** D-6-11, Sector-59, Noida - 201 301, U.P, India. Tel. : +91-120-4787100, Fax : +91-120-4787201**Registered Office :** A-15, Ashok Vihar, Phase-I, Delhi - 110052. Website: www.minda.co.in

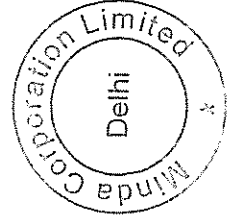
Results of Postal Ballot

Details of Postal Ballot and e-voting Results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in									
Date of declaration of result of Postal Ballot					23.03.2018				
Total number of shareholders on cut-off date (i.e. 09.02.2018)					25971				
No. of shareholders present in the meeting either in person or through proxy:					N.A.				
No. of Shareholders attended the meeting through Video Conferencing					N.A.				
Resolution No. 1					Ordinary Resolution-Increase in authorised Share Capital of the Company by creation of additional 25,000,000 (twenty five million) equity shares of Rs. 2/- each.				
Whether promoter/ promoter group are interested in the Agenda/resolution									
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	No
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100	
Promoters and Promoter Group	E-voting	146,952,242	146,652,242	99.7959	146,652,242	0	100.0000	0.0000	
	Postal ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		146,652,242	99.7959	146,652,242	0	100.0000	0.0000	
Public-Institutions	E-voting	9,479,070	704,463	7.4318	697,837	6626	99.0594	0.9406	
	Postal ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		704,463	7.4318	697,837	6626	99.0594	0.9406	
Public-Non Institutions	E-voting	52,880,328	23,663,497	44.7491	23,663,396	101	99.9996	0.0004	
	Postal ballot		45,441	0.0859	45,441	0	100.0000	0.0000	
	Total		23,708,938	44.8351	23,708,837	101	99.9996	0.0004	
Total		209,311,640	171,065,643	81.7277	171,058,916	6727	99.9961	0.0039	

Resolution No. 2
Special Resolution-Approval for raising of additional capital by way of one or more public or private offerings to eligible investors through an issuance of equity shares or other eligible securities for an amount not exceeding Rs. 500 Crores.

Whether promoter/ promoter group are interested in the Agenda/resolution									
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	No
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100	
Promoters and Promoter Group	E-voting	146,952,242	146,652,242	99.7959	146,652,242	0	100.0000	0.0000	
	Postal ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		146,652,242	99.7959	146,652,242	0	100.0000	0.0000	
Public-Institutions	E-voting	9,479,070	704,463	7.4318	704,463	0	100.0000	0.0000	
	Postal ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		704,463	7.4318	704,463	0	100.0000	0.0000	
Public-Non Institutions	E-voting	52,880,328	23,663,557	44.7493	23,663,219	338	99.9986	0.0014	
	Postal ballot		45,034	0.0852	45,034	0	100.0000	0.0000	
	Total		23,708,591	44.8344	23,708,253	338	99.9986	0.0014	
Total		209,311,640	171,065,296	81.7276	171,064,958	338	99.9998	0.0002	

Handwritten signature



SANJAY GROVER & ASSOCIATES

COMPANY SECRETARIES

B-85, 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

Scrutinizer Report

To,

The Chairman

MINDA CORPORATION LIMITED

CIN: L74899DL1985PLC020401

A-15, Ashok Vihar, Phase – 1

New Delhi- 110052

Dear Sir,

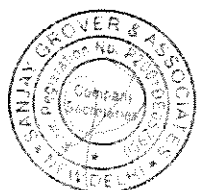
In terms of the provisions of Sections 108 and 110 of the Companies Act, 2013 (the "Act") read with the Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standard-2 on "General Meetings" issued by the Institute of the Company Secretaries of India and approved by the Central Government and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), I have been appointed as Scrutinizer by the Board of Directors of **MINDA CORPORATION LIMITED** ('the Company') in their meeting held on Monday, February 12, 2018 to conduct the Postal Ballot/ e-Voting process in a fair and transparent manner in respect of the following resolutions:



S.No.	Type of Resolution	Particulars
1.	Ordinary Resolution	Increase in Authorised Share Capital of the Company by creation of additional 25,000,000 (Twenty Five Million) equity shares of Rs. 2/- each.
2.	Special Resolution	Approval for raising of additional capital by way of one or more public or private offerings to eligible investors through an issuance of equity shares or other eligible securities for an amount not exceeding Rs. 500 Crores.

I submit my report as under:

1. The Company completed dispatch of Postal Ballot Notice and forms on Monday, February 19, 2018 to its Members, whose names appeared in the Register of Members as on Friday, February 09, 2018 i.e. the cut-off date, in the following manner:
 - a) through e-mail to the members whose e-mail addresses were registered with the Company/ the Depositories; and
 - b) through physical mode, along with a self-addressed postage prepaid business reply envelope to the other members (whose e-mail addresses were not registered with the Company/ the Depositories).
2. The Company published an advertisement regarding dispatch of postal ballot forms, notices etc. in English Edition "Financial Express" and in Hindi Edition "Jansatta" on Tuesday, February 20, 2018.
3. The Members of the Company had an option to vote either through the postal ballot form or through the e-voting facility. Members who opted for e-voting facility have cast their votes on the designated website of National Securities Depository Limited ("NSDL") e-voting platform viz. www.evoting.nsdl.com.



4. The postal ballot forms received by post/ courier were kept under my safe custody in sealed and tamper proof ballot box before commencing the scrutiny of such postal ballot forms. The e-voting was maintained by NSDL in electronic registry.
5. I monitored the process of electronic voting through the scrutinizer's secured link provided by National Securities Depository Limited ("NSDL") on its designated website i.e. www.evoting.nsdl.com.
6. The e-votes were unblocked on Wednesday, March 21, 2018 after 05:00 P.M. in the presence of two witnesses, Mr. Rajat Jain, R/o G-29/215, Sector-3, Rohini, New Delhi-110085 and Ms. Palak Chopra, R/o 314, Main Market Sant Nagar, Burari, Delhi-110084 and who were not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence:


Rajat Jain


Palak Chopra

7. The particulars of all postal ballot forms received from the members as well as e-voting report generated from electronic registry of NSDL have been entered in a separate Register maintained for that purpose.
8. All postal ballot forms received and e-votes cast up to 05:00 P.M Wednesday, March 21, 2018 i.e. the last date and time fixed by the Company for voting through postal ballot forms or e-voting, were considered and none of the envelopes containing postal ballot form(s) received after 05:00 P.M. on Wednesday, March 21, 2018 were considered for the purpose of this report.
9. The postal ballot forms and e-votes were matched with the Register of members/ beneficiary data of the Company as on Friday, 09 February, 2018 i.e. the cut-off date for the purpose as provided by the Registrar and Share Transfer Agent ('RTA') of the Company. It is further submitted that there was no mismatch of the shareholding as mentioned in the postal ballot forms and RTA records.



10. There were 233 (Two Hundred and Thirty Three) envelopes containing postal ballot form(s) which were returned undelivered and these envelopes were not opened and they were separately kept.

11. The Members exercised their voting either by e-voting or physical mode. There was no Member who opted for both the facilities.

12. The total issued and paid-up Equity Share Capital of the Company as on Friday, February 09, 2018 was Rs. 41,86,23,280/- (Rupees Forty One Crore Eighty Six Lakh Twenty Three Thousand Two Hundred and Eighty only) divided into 20,93,11,640 (Twenty Crore Ninety Three Lakh Eleven Thousand Six Hundred and Forty) equity shares of Rs. 2/- (Rupees Two only) each.

13. A summary of the postal ballots/ e-voting are as under:-

- i. Increase in Authorised Share Capital of the Company by creation of additional 25,000,000 (Twenty Five Million) equity shares of Rs. 2/- each.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Votes	Postal Ballot	Total	
Assent	17,10,13,475	45,441	17,10,58,916	99.9961
Dissent	6,727	0	6,727	0.0039
Total	17,10,20,202	45,441	17,10,65,643	100

The detailed break up of voting through e-voting and voting through postal ballot forms in respect of the above Resolution is attached to this report and marked as 'Annexure A'.



Therefore, the above-mentioned Ordinary Resolution has been passed with requisite majority

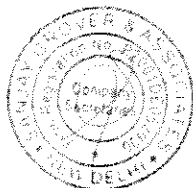
- II. Approval for raising of additional capital by way of one or more public or private offerings to eligible investors through an issuance of equity shares or other eligible securities for an amount not exceeding Rs. 500 Crores.

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Votes	Postal Ballot	Total	
Assent	17,10,19,924	45,034	17,10,64,958	99.9998
Dissent	338	0	338	0.0002
Total	17,10,20,262	45,034	17,10,65,296	100.0000

The detailed break up of voting through e-voting and voting through postal ballot forms in respect of the above Resolution is attached to this report and marked as 'Annexure B'.

Therefore, the above-mentioned Special Resolution has been passed with requisite majority.

14. The resolution shall be deemed to have been passed on Wednesday, March 21, 2018, being the last date of receipt of Postal Ballot forms from the members of the Company.



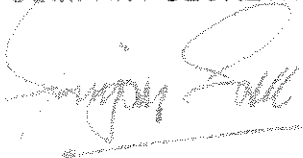
SANJAY GROVER & ASSOCIATES

15 I will hand over the postal ballot forms and other related papers/registers and records to the Company after signing of minutes by the Chairman of the Company.

- 16 You may accordingly declare the result of the voting by Postal Ballot.

Thank You.

FOR SANJAY GROVER & ASSOCIATES
COMPANY SECRETARIES

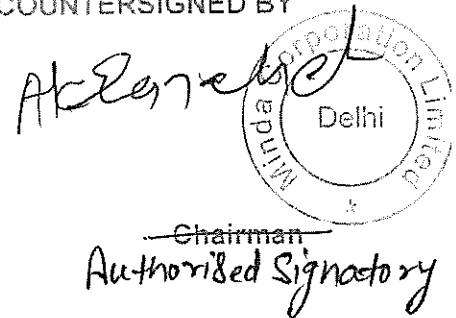
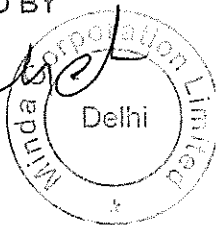


Sanjay Grover
Scrutinizer
C P No 3850

Date March 22, 2018
Place New Delhi



COUNTERSIGNED BY


Chairman
Authorized Signatory

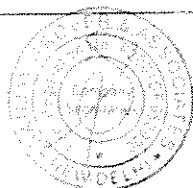
Annexure-A

- A detailed summary of the Postal ballot & e-voting result is given herein below:

A1. VOTING THROUGH E-VOTING:			
Particulars	No. of share-Holders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
a) Total votes received	86	18,42,92,483	36,85,84,966
b) Less: Invalid votes*	8	1,32,72,281	2,65,44,562
c) Net Valid votes cast	78	17,10,20,202	34,20,40,404
d) Votes with assent for the resolution	74	17,10,13,475	34,20,26,950
e) Votes with dissent for the resolution	4	6,727	13,454

* There were 7 (seven) members who casted their vote via remote e-voting, however, no supporting Board Resolution/ Power of Attorney has been provided under Section 113 of the Companies Act, 2013 and therefore, their voting has been considered as Invalid. Further, 1 (one) member being Subsidiary Company of the Company casted its vote via remote e-voting and pursuant to the provisions of Section 19 of the Companies Act, 2013, its voting has also been considered as Invalid.

A2. VOTING THROUGH PHYSICAL POSTAL BALLOT FORM:			
Particulars	No. of share-Holders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
a) Total votes received	47	45,555	91,110
b) Less: Invalid votes	4	114	228
c) Net Valid votes cast	43	45,441	90,882
d) Votes with assent for the resolution	43	45,441	90,882
e) Votes with dissent for the resolution	0	0	0



Annexure-B

A detailed summary of the Postal ballot & e-voting result is given herein below:

B1. VOTING THROUGH E-VOTING:			
Particulars	No. of share-Holders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
a) Total votes received	88	18,42,92,543	36,85,85,086
b) Less: Invalid votes	8	1,32,72,281	2,65,44,562
c) Net Valid votes cast	80	17,10,20,262	34,20,40,524
d) Votes with assent for the resolution	73	17,10,19,924	34,20,39,848
e) Votes with dissent for the resolution	7	338	676

* There were 7 (seven) members who casted their vote via remote e-voting, however, no supporting Board Resolution/ Power of Attorney has been provided under Section 113 of the Companies Act, 2013 and therefore, their voting has been considered as invalid. Further, 1 (one) member being Subsidiary Company of the Company casted its vote via remote e-voting and pursuant to the provisions of Section 19 of the Companies Act 2013, its voting has also been considered as Invalid.

B2. VOTING THROUGH PHYSICAL POSTAL BALLOT FORM:

Particulars	No. of share-Holders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
a) Total votes received	44	45,148	90,296
b) Less: Invalid votes	4	114	228
c) Net Valid votes cast	40	45,034	90,068
d) Votes with assent for the resolution	40	45,034	90,068
e) Votes with dissent for the resolution	0	0	0

