

MINDA CORPORATION LIMITED

Registered Office: 36A, Rajasthan Udyog Nagar, Delhi-110033
Tel. No. : +91 124-4698400, e-Mail: investor@minda.co.in
CIN: L74899DL1985PLC020401 Website: www.minda.co.in,

**Postal Ballot Form
(To be returned to the Scrutinizer)**

1.	Name & Address of the Sole/First named Shareholder as registered with the Company	:	
2.	Name(s) of the joint Shareholder(s), if any, registered with the Company	:	
3.	Registered Folio No. / DP ID No. & Client ID No. (applicable to investors holding shares in electronic form)	:	
4.	No. of Shares held	:	

5. I/We hereby exercise my/our vote in respect of the special resolution to be passed through Postal Ballot for the business stated in the notice of the Company by sending my/our assent or dissent to the said Resolution by placing the tick (✓) mark at the appropriate box below:

Sr. No.	Description	No. of shares held	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1.	Ordinary Resolution for increase in the authorised share capital of the company and alteration of capital clause of Memorandum of Association of the Company.			
2.	Ordinary Resolution for sub-division of each equity share of ₹ 10/- each into 5 equity shares of ₹ 2/- each and alteration of capital clause of Memorandum of Association of the Company.			
3.	Special Resolution for approval for the issue of bonus shares by capitalization of reserves in the ratio of 1:1.			
4.	Ordinary Resolution for appointment of Mr. Ashok Kumar Jha as an independent director of the Company for a period of 5 (five) years w.e.f. November 14, 2014			
5.	Special Resolution for approval of remuneration of Mr. Ashok Minda, Chairman & Group CEO w.e.f. August 1, 2014 to July 31, 2016.			

Signature of the Shareholder

Place:

Date:

E-Mail :

Tel./ Mobile Number:

Optional

The Company is pleased to offer all its Members, e-Voting facility as an alternative mode for casting their votes electronically, instead of sending the postal ballot forms to the Scrutinizer. However, e-Voting is optional.

Electronic Voting Particulars

EVENT (E- Voting Event Number)	User ID	Password/PIN

The Postal Ballot Form shall reach the Scrutinizer on or before the close of working hours i.e. 6.00 p.m. on Monday, 22nd December, 2014. Please note that any Postal Ballot Form(s) received after that date will be treated as not having been received.

Note: Please read the instructions printed overleaf carefully before exercising the vote.

Instructions

1. In compliance with the provisions of Section 102 of the Companies Act, 2013 Clause 35B of the Equity Listing Agreement read with Rule 22 & 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to offer e-Voting facility as an alternate, for all the shareholders of the Company to enable them to cast their votes electronically instead of dispatching Postal Ballot Form. E-Voting is optional. The detailed procedure for e-Voting is enumerated in the Notes to the Postal Ballot Notice.
2. A member desiring to exercise vote by postal ballot may complete this postal ballot form and send it to the Scrutinizer, Sanjay Grover, Company Secretary in whole time practice (Membership No. FCS 4223; C.P. No. 3850) at B-88, 1st Floor, Defence Colony, New Delhi - 110024 in the attached postage stamped self-addressed envelope. However, envelopes containing postal ballots, if sent by courier at the expense of the registered shareholder will also be accepted.
3. The self-addressed envelope bears the address of the Scrutinizer appointed by the Board of Directors of the company.
4. This Postal Ballot Form should be completed and signed by the shareholder. In case of joint holding, this form should be completed and signed (as per the specimen signature registered with the company) by the first named shareholder and in his absence, by the next named shareholder.
5. Unsigned postal ballot form will be rejected.
6. Duly completed postal ballot form should reach the scrutinizer not later than the close of the working hours on Monday, 22nd December, 2014. Postal ballot forms received after this date will be strictly treated as if the reply from the member has not been received.
7. In case of shares held by companies, trusts, societies etc., the duly completed Postal Ballot Form should be accompanied by a certified true copy of board resolution/authority to vote on the postal ballot. A member may sign the form through an attorney appointed specifically for this purpose, in which case an attested true copy of the power of attorney should be attached to the Postal Ballot Form.
8. Voting rights shall be reckoned on the paid up value of shares registered in the name of the shareholders on the cut-off date which is Friday, 14th November, 2014.
9. A shareholder may request for a duplicate Postal Ballot Form, if so required. However, the duly filled in duplicate Postal Ballot Form should reach the scrutinizer not later than the date specified at Sr. No. 6 above.
10. There will be one Postal Ballot Form for every Folio/ Client ID, irrespective of the number of Joint Holders.
11. The Scrutinizer's decision on the validity of Postal Ballot shall be final.
12. The right of voting by Postal Ballot shall not be exercised by proxy.
13. Shareholders are requested not to send any other paper along with the Postal Ballot Form in the enclosed self addressed postage prepaid envelope in as much as all such envelopes will be sent to the scrutinizer and any extraneous paper found in such envelope would be destroyed by the scrutinizer.
14. The result of the Postal Ballot shall be announced on the Tuesday, 23rd December, 2014 at the registered office of the Company at 36-A, Rajasthan Udyog Nagar, Delhi-110033 and the same will be posted on the website of the Company along with the scrutinizer's report.