100	
Results of Postal Ballot	Details of Poll at EGM and remote e-voting results as per regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in Pespect of the

Date of declarati	Date of declaration of result of Postal Ballot	10					**************************************	***************************************
Total number of	Total number of shareholders on record rlate	24	The state of the s		A THE STATE OF THE	,	13.02.2017	
No of charohold							12 047	
no. or strategicity	ivo. Or suggestionners present in the meeting either in person or through proxy;	seither in person or thro	ough proxy:				1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	***************************************
Promot	Promoters and Promoter Group:							
Public:								***************************************
No. of Sharehold	No. of Shareholders attended the meeting through Video Conferencing	through Video Conferen	ncino				N.A	
Promot	Promoters and Promoter Group:		o i					The state of the s
Public:								
	4.5		W				N.A	
Kesolution No.	kesolution No. Wodification in the terms of redemption of 0.001% cumulative redeemable preference shares of the Company;	of redemption of 0.0019	% cumulative redeema	able preference shares of	the Company;			
Whether promot	Whether promoter/ promoter group are interested in the Agenda/resolution	terested in the Agenda	/recolution			***************************************		
			***				Yes	S
Category	Mode of Voting	No. of shares held	No of Valid Votes	% of Votes Polled on	No. of Votes in		% of water in favoring	7.70
	>		Polled	Outstanding Shares	Favour	No. of Votes Against	Votes III Idvour on	5 %
	A STATE OF THE STA	[1]	(4)	(0,000) (0) (0)			Dano (Caro)	votes Polled
Promoters and	F-voting		14 77 50 742	(2)=(7)/(1).	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(5)*100
Dromotor	100	(747,70,745		14,37,02,242	0	100.000	0.000
רוטווטובן	TOL	14,69,52,242	0	0.0000	0		00000	00000
Group	lotal		14,37,02,242	97.7884	14,37,02,242		100 000	0.0000
Public-	t-voting		82,58,28		82,58,285	0	100.000	0.0000
Institutions	TCL	84,07,065	0	0.0000	0	0	0.000	0.0000
	Total		82,58,285	98.2303	82,58,285	J	100 000	00000
Public-Non –	E-voting		2,19,41,403	40.6681	2,19,36,103	5,300	99 9758	6,000
Institutions	FOIL	5,39,52,333	3,083	0.0057	3,083	0	100 000	0.0000
k	lotal		2,19,44,486	40,6738	2,19,39,186	5.300	99 9758	0.0000
lotal		20,93,11,640	17,39,05,013	83.0843	17 38 99 713	3000	010000	0,0242
				T		one'c	99.9970	0.0030

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No. of Votes Against (5) 0 0 0 1,83,964 1,83,964 5,881 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	مالا سوزندا ومو				and the same of th				NATIONAL AND ADMINISTRATION OF THE PROPERTY OF
lled Outstanding Shares Polled on Outstanding Shares Pavour 2)	2	Approval of Employee Stoo	ck Option Scheme 2017 f	or the benefit of the e	employees of the Compa	ny;			
lled Outstanding Shares Favour Favour (4) Outstanding Shares Favour (5) Outstanding Shares (7) (2) (2) (1) *100 (4) (4) (5) (5) (6) (6) (7) (7) (7) (7) (7) (7) (7) (7) (7) (7	Whether promo	ter/ promoter group are in	iterested in the Agenda/	resolution		William Control of the Control of th		This can be seen that the seen	7##W
Mode of Voting No. of shares held No of Valid Votes % of Votes Polled on Polled % of Votes Polled Outstanding Shares Favour No. of Votes Against Palour E-voting (1) (2) (3)=(2)/(1)*100 (4) (5) Postal Ballot 14,69,52,242 14,37,02,242 97.7884 14,37,02,242 0 F-voting 84,07,065 82,58,285 98.2303 80,74,321 1,83,964 Postal Ballot 84,07,065 82,58,285 98.2303 80,74,321 1,83,964 F-voting 82,58,285 98.2303 80,74,321 1,83,964 F-voting 2,1941,403 40.6681 2,19,35,522 5,881 Postal Ballot 5,39,52,333 3,083 0.0057 3,083 0,0057 Postal Ballot 2,19,44,486 40,6738 2,19,38,605 5,881 Total 2,19,44,486 40,6738 2,19,38,605 5,881 Total 2,0,93,11,640 17,39,05,013 83.0843 17,37,15,168 1,80,48,81					The same of the sa			Z	No.
E-voting (1) (2) (3)=(2)/(1)*100 (4) (5) (5) Postal Ballot 14,69,52,242 14,37,02,242 97.7884 14,37,02,242 0 F-voting 84,07,065 82,58,285 98.2303 80,74,321 1,83,964 Postal Ballot 84,07,065 82,58,285 98.2303 80,74,321 1,83,964 Postal Ballot 82,58,285 98.2303 80,74,321 1,83,964 Postal Ballot 5,39,52,333 3,083 0,0000 0 0 Postal Ballot 5,39,52,333 3,083 0,0057 5,19,35,522 5,881 Postal Ballot 5,39,52,333 3,083 0,0057 3,083 0 Total 20,93,11,640 17,39,05,013 83,0843 17,37,15,168 5,881	Category	Mode of Voting	No. of shares held		% 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
E-voting (4) (5) Postal Ballot 14,69,52,242 14,37,02,242 97.7884 14,37,02,242 0 Total 10,000 0,000 0,000 0 0 0 E-voting 84,07,065 82,58,285 98.2303 80,74,321 1,83,964 Postal Ballot 84,07,065 82,58,285 98.2303 80,74,321 1,83,964 Postal Ballot 5,39,52,333 3,083 0,0057 3,083 0,0057 Postal Ballot 5,39,52,333 3,083 0,0057 3,083 0,0057 Total 20,93,11,640 17,39,05,013 83,0843 17,37,15,168 1,89,845			(1)	(2)	00/*(1//(1/-/0)	7411			2010 1020
Postal Ballot 14,69,52,242 14,57,02,242 97.7884 14,37,02,242 0 Total 4,37,02,242 97.7884 14,37,02,242 0 0 F-voting 84,07,065 82,58,285 98.2303 80,74,321 1,83,964 Postal Ballot 84,07,065 82,58,285 98.2303 80,74,321 1,83,964 Postal Ballot 5,39,52,333 3,083 0.0057 3,083 0.0057 Total 2,19,44,486 40,6738 2,19,38,605 5,881 Postal Ballot 2,093,11,640 17,39,05,013 83.0843 1,89,846	Promoters and	E-voting		(T C C C C C C C C C C C C C C C C C C	001.(1)/(2)=(6)	(4)	(5)	(6)=(4)/(5)*100	001*(0)/(5)=(2)
Total 1.7,02,32,242 0 0.0000 0	Promoter	Postal Ballot	14.60.62.24.	14,37,02,242	97.7884	14,37,02,242	0	100.0000	0 0000
E-voting 84,07,065 21,37,02,242 97.7884 14,37,02,242 0 Postal Ballot 84,07,065 82,58,285 98.2303 80,74,321 1,83,964 Total 82,58,285 98.2303 80,74,321 1,83,964 E-voting 2,19,41,403 40.6681 2,19,35,522 5,881 Postal Ballot 5,39,52,333 3,083 0,0057 3,083 0 Total 2,19,44,486 40,6738 2,19,38,605 5,881 20,93,11,640 17,39,05,013 83.0843 17,37,15,168 1,80,845	2000	1-305	14,05,32,242	0	0.0000	0	C	0,000	0000
E-voting 84,07,065 82,58,285 98,2303 80,74,321 1,83,964 Postal Ballot 84,07,065 82,58,285 98,2303 80,74,321 1,83,964 F-voting 82,58,285 98,2303 80,74,321 1,83,964 Postal Ballot 5,39,52,333 2,19,41,403 40,6681 2,19,35,522 5,881 Total 2,19,44,486 40,6738 2,19,38,605 5,881 20,93,11,640 17,39,05,013 83.0843 17,37,15,168 1,80,845	0000	-212-		14,37,02,242	97,7884	CAC CO 72 A1			0.000
Postal Ballot 84,07,065 82,58,285 98.2303 80,74,321 1,83,964 Total 82,58,285 98.2303 80,74,321 1,83,964 F-voting 2,19,41,403 40.6681 2,19,35,522 5,881 Postal Ballot 5,39,52,333 3,083 0.0057 3,083 0 Total 2,19,44,486 40.6738 2,19,38,605 5,881 20,93,11,640 17,39,05,013 83.0843 17,37,15,168 1,80,845	Public.	E-voting		82 58 285	CVCL OU	74771777		100.0000	0.0000
Total 82,58,285 98,2303 80,74,321 1,83,964 E-voting 2,19,41,403 40,6681 2,19,35,522 5,881 Postal Ballot 5,39,52,333 3,083 0.0057 3,083 0 Total 2,19,44,486 40,6738 2,19,38,605 5,881 20,93,11,640 17,39,05,013 83.0843 17,37,15,168 1,80,845	,	Postal Ballot	84.07.065	0	CUC.2.05	80,74,321	1,83,964	97.7724	2.2276
E-voting 5,39,52,333 2,19,41,403 40.6681 2,19,35,522 5,881 Postal Ballot 5,39,52,333 2,19,41,403 40.6681 2,19,35,522 5,881 Total 2,19,44,486 40.6738 2,19,38,605 5,881 20,93,11,640 17,39,05,013 83.0843 17,37,15,168 1,80,845	Silonnociii	Total	}		0000	0	0	0.0000	0,000,0
Postal Ballot 5,39,52,333 2,19,41,403 40.6681 2,19,35,522 5,881 Total 2,19,44,486 40.6738 2,19,38,605 5,881 20,93,11,640 17,39,05,013 83.0843 17,37,15,168 1,80,845		Footbox		82,58,285	98.2303	80,74,321	1,83,964	DC77 7P	2500.5
Postal Ballot 5,39,52,333 3,083 0.0057 2,19,43,486 40.6738 2,19,38,605 5,881 Total 20,93,11,640 17,39,05,013 83.0843 17,37,15,168 1,80,845	Public-Non	S111102		2,19,41,403	40.6681	7 19 35 527	100 1	0000	0/777
Total 2,19,44,486 40.6738 2,19,38,605 5,081 20,93,11,640 17,39,05,013 83.0843 17,37,15,168 1,80,845	Institutions	Postal Ballot	5,39,52,333	3.083	73000	770000	T90'C	99.9732	0.0268
20,93,11,640 17,39,05,013 83.0843 17,37,15,168 1 89.0845		Total		2 10 44 486	2000	3,083	0	100.0000	0.0000
83.0843 17.37.15.168 1 89.0875	Total	11111	20.02 44 640	מסאלייילירילים	40.6/38	2,19,38,605	5,881	99,9732	0.0268
710,001		***************************************	U#0,11,040	£10,60,86,11	83.0843	17,37,15,168	1,89,845	99.8908	0 1092

Resolution No.					***************************************				
ო	Approval of Employee Stock Option Scheme 2017 for the benefit of the employees of the Subsidiaries of the Company;	:k Option Scheme 2017 f	or the benefit of the (employees of the Subsidi	aries of the Company;		THE PROPERTY OF THE PROPERTY O		
Whether promo	Whether promoter/ promoter group are interested in the Agenda/resolution	terested in the Agenda/r	resolution						
							Z	No	
Category	Mode of Voting	No. of shares held	No of Valid Votes	% of Votes Polled on	No. of Votes in		% of votes in favour on % of votes against on	% Of votes against on	
			Polled	Outstanding Shares	Favour	No. of Votes Against	Votes Polled	Votes Polled	
		(1)	(2)	(3)=(2)/(1)*100	W W W W W W W W W W W W W W W W W W W	(1)			
Promoters and	E-voting		CAC CO 75 At		(4)	(c)	(p)=(4)/(5)*100	(7)=(5)/(2)*100	
Promoter	P. C.	14 69 57 272	24,2/20,10,44		14,37,02,242	0	100.0000	0.0000	
Group	-401	71777777	0		0	0	0.0000	0.0000	
Choo	19101		14,37,02,242	97.7884	14,37,02,242	0	100.0000	00000	
Public-	E-VOUNG		82,58,285	98.2303	80.74.321	183 064	77770	00000	
Inctitutions	Postal Ballot	84,07,065	U	00000		100,000	711174	9/77.7	
SILOTORIA	Total		100000000000000000000000000000000000000	0000:0		0	0.0000	0.0000	
	2010.1		587,85,285	98.2303	80,74,321	1,83,964	97.7724	2.2276	
Public-Non -	GIII)G		2,19,41,403	40.6681	2,19,35,407	5.996	7679 99	67,000	
Institutions	Postal Ballot	5,39,52,333	3,083	12500.0	3 083		2000000	0.0273	
	Total		200 00 01 0		COO'C		100.000	0.0000	
10,07		0000	000,000,000	40.6/38	2,19,38,490	966'5	99.9727	0.0273	
50		ZU,33,11,640	17,39,05,013	83.0843	17,37,15,053	1,89,960	8968.66		() () ()
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SANJAY GROVER & ASSOCIATES

COMPANY SECRETARIES

B-88, 1^{sr} 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

Report on Result of Postal Ballot/ E-Voting

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) Regulation, 2015, Secretarial Standard–2 on "General Meetings" issued by the Institute of the Company Secretaries of India and other applicable laws and regulations (including any statutory modification or re-enactment 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 December 20, 2016 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.	Special Resolution	Modification in the terms of redemption of 0.001% cumulative redeemable preference shares of the Company.
2.	Special Resolution	Approval of Employee Stock Option Scheme 2017 for the benefit of the employees of the Company.
3.	Special Resolution	Approval of Employee Stock Option Scheme 2017 for the benefit of the employees of the subsidiaries of the Company.

I submit my report as under:

- The Company completed dispatch of Postal Ballot Notice, forms on Tuesday, January 10, 2017 to its Members, whose names appeared in the Register of Members as on Saturday, December 31, 2016:
 - a) through e-mail to the members whose e-mail addresses were registered with the Company/ the Depositories as on Saturday, December 31, 2016;
 - 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).
- The Company published an advertisement regarding dispatch of postal ballot forms, notices etc. in English Daily "Business Standard" and in Hindi Daily "Business Standard" on January 11, 2017.
- 3. The shareholders of the Company had an option to vote either through the postal ballot forms or through the e-voting facility. Shareholders 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 NSDL on its designated website i.e. www.evoting.nsdl.com.
- 6. The e-votes were unblocked on February 10, 2017 after 5.00 P.M. in the presence of two witnesses, Mr. Vimal Kumar, R/o D-109, Shakarpur, New Delhi 110092 and Ms. Mehak Gaba R/o B-167, Amar Colony, New Delhi 110024, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence;

(INhow)
Vimal Kumai

Register maintained for that purpose.

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

- 8. All postal ballot forms received and e-votes cast up to 5:00 p.m. on Friday, February 10, 2017 i.e. the last date and time fixed by the Company for casting votes through postal ballot forms or e- voting, were considered and none of the envelopes containing postal ballot forms received after 5:00 p.m. on Friday, February 10, 2017 were considered for the purpose of this report.
- 9. The postal ballot forms and electronic ballots were matched with the Register of Members/ beneficiary data of the Company as on Saturday, December 31, 2017 as provided by the RTA. It is further submitted that there was no mismatch of the shareholding as mentioned in the postal ballot forms and RTA records. Further, if any





shareholder voted for lesser number of shares than those held by him, the votes polled were considered for the purpose of this report.

- 10. There were 141 (One Hundred and Forty One) envelopes containing postal ballot form(s) which were returned undelivered and these envelopes were not opened and they are separately kept.
- 11. The shareholders exercised their voting either by e-voting or physical mode. There was no shareholder who opted for both the facilities.
- 12. The total issued and paid up Equity Share Capital of the Company as on Saturday, December 31, 2016 was Rs. 41,86,23,280/- (Rupees Forty One Crores Eighty Six Lacs Twenty Three Thousand and Two Hundred Eighty Only) divided into 20,93,11,640 (Twenty Crores Ninety Three Lacs Eleven Thousand Six Hundred and Forty Only) Equity Shares of Rs. 2/- (Rupees Two Only) each.
- 13. A summary of the postal ballots/ e-voting are as under:
 - I. Modification in the terms of redemption of 0.001% cumulative redeemable preference shares of the Company.

		Special Resolu	tion	The state of the s
	Nı	ımber of Valid Vot	es	
Particulars	e-Votes	Postal-Ballot	Total	Percentage
Assent	17,38,96,630	3,083	17,38,99,713	99.99695
Dissent	5,300	0	5,300	00.00305
Total	17,39,01,930	3,083	17,39,05,013	100.00000

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 Special Resolution has been passed with requisite majority.

II. Approval of Employee Stock Option Scheme 2017 for the benefit of the employees of the Company.

		Special Resolu	tion	
	Nı	ımber of Valid Vot	es	Danas
Particulars	e-Votes	Postal-Ballot	Total	Percentage
Assent	17,37,12,085	3,083	17,37,15,168	99.89083
Dissent	1,89,845	0	1,89,845	00.10917
Total	17,39,01,930	3,083	17,39,05,013	100.00000

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.

III. Approval of Employee Stock Option Scheme 2017 for the benefit of the employees of the Subsidiaries of the Company.

		Special Resolu	tion	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
Particulars	Nı	ımber of Valid Vot	es	
rafuculais	e-Votes	Postal-Ballot	Total	Percentage
Assent	17,37,11,970	3,083	17,37,15,053	99.89077
Dissent	1,89,960	0	1,89,960	00.10923
Total	17,39,01,930	3,083	17,39,05,013	100.00000

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 C'.





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

- 14. 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.
- 15. You may accordingly declare the result of the voting by Postal Ballot.

For Sanjay Grover& Associates

(Company Secretaries)

FOR MINDA CORPORATION LIMITED

Authorised Signatory

Contrary OCIA

(Sanjay Grover)
Managing Partner
Scrutinizer

C.P. No.:3850

Date: February 13, 2017

Place: New Delhi

Annexure-A

A1. VOTING THROUGH E-VOTING:

Particulars	No. of share- Holders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)	% of Total Paid- up Equity Capital (Approx.)
(a) Net Valid Votes	84	17,39,01,930	34,78,03,860	83.08278
(b) Votes with Assent	80	17,38,96,630	34,77,93,260	83.08025
(c) Votes with dissent	4	5,300	10,600	00.00253

A2. VOTING THROUGH PHYSICAL POSTAL BALLOT FORM:

Distriction				
Particulars	No. of share- Holders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)	% of Total Paid- up Equity Capital (Approx.)
(a) Total votes received	26	42,737	85,474	00.02041
(b) Less: Invalid Votes	7	39,654	79,308	00.01894
(c) Net Valid Votes	19	3,083	6,166	00.00147
(d) Votes with assent	19	3,083	6,166	00.00147
(e) Votes with dissent	0	0	0	00.0000





Annexure-B

B1. VOTING THROUG	H E-VOTING	:		
Particulars	No. of share- Holders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)	% of Total Paid- up Equity Capital (Approx.)
(a) Net Valid Votes	84	17,39,01,930	34,78,03,860	83.08278
(b) Votes with Assent	69	17,37,12,085	34,74,24,170	82,99208
(c) Votes with dissent	15	1,89,845	3,79,690	00.09070

B2. VOTING THROUGH PHYSICAL POSTAL BALLOT FORM: % of Total Paid-Paid-up value No. of No. of Equity **Particulars** of the Equity up Equity share-Shares Shares Capital Holders (In Rs.) (Approx.) 26 42,737 85,474 00.02041 (a) Total votes received 7 39,654 79,308 00.01894 (b) Less: Invalid Votes 19 3,083 6,166 00.00147 (c) Net Valid Votes 19 3,083 6,166 (d) Votes with assent 00.00147 0 0 (e) Votes with dissent 0 00.00000





Annexure-C

C1. VOTING THROUGH	E-VOTING:			
Particulars	No. of share- Holders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)	% of Total Paid- up Equity Capital (Approx.)
(a) Net Valid Votes	84	17,39,01,930	34,78,03,860	83.08278
(b) Votes with Assent	66	17,37,11,970	34,74,23,940	82.99203
(c) Votes with dissent	18	1,89,960	3,79,920	00.09075

C2. VOTING THROUGH PHYSICAL POSTAL BALLOT FORM:				
Particulars	No. of share- Holders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)	% of Total Paid- up Equity Capital (Approx.)
(a) Total votes received	26	42,737	85,474	00.02041
(b) Less: Invalid Votes	7	39,654	79,308	00.01894
(c) Net Valid Votes	19	3,083	6,166	00.00147
(d) Votes with assent	19	3,083	6,166	00.00147
(e) Votes with dissent	0	0	0	00.00000



