

August 16, 2024

<p>The Officer-In-Charge Listing Department National Stock Exchange of India Ltd., Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051 Symbol: MINDACORP</p>	<p>Head - Listing Operations, BSE Limited, P.J. Towers, Dalal Street, Fort, Mumbai – 400 001 Scrip Code: 538962</p>
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**Sub: Details regarding the voting results in the 39<sup>th</sup> Annual General Meeting of the Company along with the Scrutinizer's Report**

Dear Sir,

We are pleased to enclose herewith details regarding the voting results for the resolutions passed at the 39<sup>th</sup> Annual General Meeting of the Company held on Wednesday, August 14, 2024 along with Scrutinizer's Report dated August 15, 2024 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**

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

Encl.: As above

**Minda Corporation Limited (Group Corporate Office)**

CIN: L74899DL1985PLC020401

D-6-11, Sector 59, Noida – 201301, U.P., India

Tel: +91-120-4787100; Fax: +91-120-4787201

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

Website: [www.sparkminda.com](http://www.sparkminda.com); Email: [investor@mindacorporation.com](mailto:investor@mindacorporation.com)

**SCRUTINIZER'S REPORT**

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

Date: 15<sup>th</sup> August 2024

To,  
The Chairman,  
Annual General Meeting of the Equity Shareholders of  
**Minda Corporation Limited**  
Through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM")  
CIN: L74899DL1985PLC020401  
A-15, Ashok Vihar, Phase-I, Delhi - 110052

**Sub: Consolidated Scrutinizer's Report on voting through e-voting system and remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended) for the 39<sup>th</sup> Annual General Meeting of Minda Corporation Limited held on Wednesday, August 14 2024, at 10:00 A.M. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").**

Dear Sir,

I, **Biswajit Ghosh**, Designated Partner of **M/s. BMP & Co. LLP**, Practicing Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Minda Corporation Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), to scrutinize the e-voting system during the AGM and the remote e-voting process in respect of below-mentioned resolutions proposed at the 39<sup>th</sup> Annual General Meeting of Minda Corporation Limited held on Wednesday , August 14, 2024 at 10:00 A.M. (IST) through VC / OAVM.

The notice dated May 22, 2024, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions which were passed at the AGM by the Company through electronic mode to those members whose email addresses were registered with the Company/ Depositories, in compliance with the MCA Circulars dated April 08, 2020, April 13, 2020, May 05, 2020, followed by Circular dated December 28, 2022 and Circular dated September 25, 2023 (collectively referred to as "MCA Circulars")

The Company had availed the e-voting facility offered by National Securities Depository Limited ("NSDL") for conducting e-voting during the AGM and remote e-voting by the shareholders of the Company.



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**BMP & Co. LLP**

Regd Office : # 4272, Sapthagiri, 2nd Floor, Vivekananda Park Road, Near Seetha Circle, Girinagar, Bangalore - 560 085.

☎️ : biswajit@bmpandco.com, Website : [www.bmpandco.com](http://www.bmpandco.com), LLPIN : AAI-4194

The remote e-voting commenced on Sunday, August 11, 2024 (9:00 A.M. IST) and ended on Tuesday, August 13, 2024 (5:00 P.M. IST).

The e-voting and remote e-voting facility was provided by NSDL. The votes were unblocked and counted on Wednesday, August 14, 2024, at around 12.08 P.M.(IST) in the presence of two witnesses. They have signed below in confirmation of the votes being unblocked in their presence.

Witness 1: Name: Adithya K P Address: #4272, Saptagiri, Vivekananda Park Road, near Seetha Circle, 1st phase Girinagar, Bengaluru, 560085	Witness 2: Name: Nidhi Joshi Address: Krishna Arya Elegance, Ashokapuram main road Mahalakshmi Layout 560022
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The Company had also provided e-voting facility to the shareholders present at the AGM through VC/OAVM and who had not cast their vote earlier through remote e-voting.

Detailed instructions relating to e-voting at the venue of AGM and remote e-voting facility along with the other details were duly provided to all the members.

The Company had also published the information, relating to remote e-voting in newspapers namely, Jansatta (Hindi only) and Financial Express (English only) on 24 July 2024.

The Shareholders of the Company holding shares as on the "cut-off" date on Wednesday, August 7th, 2024, were entitled to vote on the resolutions contained in the Notice of the AGM.

After the closure of the e-voting at the AGM, the report on e-voting done at the AGM and the votes casted under remote e-voting facility prior to the AGM were unblocked and were counted.

The e-votes were reconciled with the records maintained by the Registrar and Share Transfer Agent of the Company, Skyline Financial Services Private Limited and the authorizations lodged with the Company.

I have scrutinized and reviewed the remote e-voting prior to and e-voting during the AGM and votes casted therein based on the data downloaded from NSDL e-voting system.

The Management of the Company is responsible to ensure compliance with requirements of the Act and rules relating to e-voting and remote e-voting prior to and during the AGM on the resolutions contained in the notice of the AGM.

No members, who have used the facility for remote e-voting, have casted their vote in the AGM of the Company through e-voting system.

The e-voting and remote e-voting data was scrutinized by me for the purpose of this report only and my responsibility as scrutinizer for the e-voting and remote e-voting is restricted to making scrutinizers report only, in respect of the votes cast in favour or against the resolutions.





I now submit my consolidated Report as below, of the e-voting and remote e-voting in respect of the said resolutions.

**Resolution No. 1 – Ordinary Resolution**

**Consideration and adoption of audited financial statements, Directors' and Auditor's report for the financial year ended March 31, 2024**

(i) Voted "*in Favour*" or "*against*" 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	20,63,71,111	99.98	1,969	0.01	-
	Voting through E-voting system at the Annual General Meeting	1,269	0.01	0	0	-
	<b>Total</b>	<b>20,63,72,380</b>	<b>99.99</b>	<b>1,969</b>	<b>0.01</b>	<b>-</b>

**Resolution No. 2 – Ordinary Resolution**

**Confirmation of payment of interim dividend and declaration of final dividend on equity shares.**

(i) Voted "*in Favour*" or "*against*" 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	20,63,90,658	99.99	60	0.01	-
	Voting through E-voting system at the Annual General Meeting	1269	0.01	0	0	-
	<b>Total</b>	<b>20,63,91,927</b>	<b>99.99</b>	<b>60</b>	<b>0.01</b>	<b>-</b>



**Resolution No. 3 – Ordinary Resolution**

**Re-appointment of Mr. Aakash Minda (DIN: 06870774) as director, liable to retire by rotation and being eligible offers himself for re-appointment.**

(i) Voted "*in Favour*" or "*against*" 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	20,23,21,843	98.03	40,68,875	1.97	-
	Voting through E-voting system at the Annual General Meeting	1,269	0.01	0	0	-
	<b>Total</b>	<b>20,23,23,112</b>	<b>98.03</b>	<b>40,68,875</b>	<b>1.97</b>	<b>-</b>

**Resolution No. 4 – Ordinary Resolution**

**Ratification of Remuneration of Chandra Wadhwa & Co, Cost Accountants as Cost Auditors of the Company.**

(i) Voted "*in Favour*" or "*against*" 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	20,63,88,566	99.98	2,117	0.01	-
	Voting through E-voting system at the Annual General Meeting	1,269	0.01	0	0	-
	<b>Total</b>	<b>20,63,89,835</b>	<b>99.99</b>	<b>2,117</b>	<b>0.01</b>	<b>-</b>



**Resolution No. 5 - Special resolution**

**Appointment of Mr. Laxman Ramnarayan (DIN: 03033960) as an Independent Director of the company.**

(i) Voted "*in Favour*" or "*against*" 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	19,79,29,977	95.89	84,60,741	4.10	-
	Voting through E-voting system at the Annual General Meeting	1,269	0.01	0	0	-
	<b>Total</b>	<b>19,79,31,246</b>	<b>95.90</b>	<b>84,60,741</b>	<b>4.10</b>	<b>-</b>

The final analysis of the e-voting is annexed herewith as **Annexure A**. The Register, all other papers and relevant records relating to remote e-voting shall remain in our safe custody until the chairman considers, approves, and signs the minutes and thereafter the same would be handed over to the Company Secretary of the Company for the safe keeping.

**Thanking You**

**For BMP & Co. LLP,  
Company Secretaries**

  
**Biswajit Ghosh**  
**Designated Partner**  
**FCS No: 8750**  
**CP No: 8239**  
**UDIN: F008750F000983064**



**Counter signed by Chairman:**

**Date: 15<sup>th</sup> August, 2024**  
**Place: Bangalore**

**Annexure A**

**THE FINAL ANALYSIS OF THE E-VOTING IS AS FOLLOWS:**

Sl No.	Resolution	E-Voting		Percentage		Result
		For	Against	For	Against	
1	Consideration and adoption of audited financial statements, Directors' and Auditor's report for the financial year ended March 31, 2024	20,63,72,380	1,969	99.99	0.01	Approved as an Ordinary Resolution
2	Confirmation of payment of interim dividend and declaration of final dividend on equity shares	20,63,91,927	60	99.99	0.01	Approved as an Ordinary Resolution
3	Re-appointment of Mr. Aakash Minda (DIN: 06870774) as director, liable to retire by rotation and being eligible offers himself for re-appointment.	20,23,23,112	40,68,875	98.03	1.97	Approved as an Ordinary Resolution
4	Ratification of Remuneration of Chandra Wadhwa & Co, Cost Accountants as Cost Auditors of the Company.	20,63,89,835	2,117	99.99	0.01	Approved as a Ordinary Resolution
5	Appointment of Mr. Laxman Ramnarayan (DIN: 03033960) as an Independent Director of the company.	19,79,31,246	84,60,741	95.90	4.10	Approved as a Special Resolution





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

**Thanking you,**

**Yours faithfully**

**For BMP & Co. LLP,  
Company Secretaries**



**Biswajit Ghosh  
Designated Partner  
FCS No: 8750  
CP No: 8239**

**Place: Bangalore  
Date: 15<sup>th</sup> August, 2024  
UDIN: F008750F000983064**

We, the undersigned, witness that the votes were unblocked from the e-voting website of National Securities Depository Limited (<http://evoting.nsdl.com>) in our presence.



Witness 1:

Name: Adithya K P

Address: #4272, Saptagiri, Vivekananda Park  
Road, near Seetha Circle, 1st phase Girinagar,  
Bengaluru, 560085



Witness 2:

Name: Nidhi Joshi

Address: Krishna Arya Elegance, Ashokapuram  
Main Road Mahalakshmi Layout 560022