

Ref. No: Z-IV/R-39/D-2/174 & 207  
Date : 11/09/2023

<b>BSE Ltd.</b> Regd. Office: Floor - 25, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001.	<b>National Stock Exchange of India Ltd.</b> Listing Deptt., Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051.
BSE Scrip: UNOMINDA, 532539	NSE Scrip: UNOMINDA

Dear Sirs,

**Sub: Declaration of Results of Postal Ballot Voting**

Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 and in furtherance to our letter 11/08/2023 together with we sent the copy of the Postal Ballot Notice to the exchanges, which has been sent to the shareholders of the Company, seeking their approval for the following Resolution(s) :-

S.No.	Type of Resolution	Description of Resolution(s)
1	Special	To approve the appointment of Dr. Krishana Kumar Khandelwal (DIN: 09477623) as a Non-Executive Independent Director of the Company.
2	Special	To consider and approve alteration in the Articles of Association of the Company.


The Results of the Postal Ballot announced today i.e. 11 September, 2023 at 5.00 p.m. and as per the Scrutinizer's Report, the Resolution(s) relating to the **above mentioned business matter(s), as contained in the Postal Ballot Notice dated 03 August, 2023 have been passed with requisite majority.** In this regard, we are enclosing herewith the following: -

- 1) Results of Voting for Postal Ballot (including e-voting) as per Regulation 44 of the SEBI (Listing Obligations & Disclosures Requirements) Regulations, 2015.
- 2) Scrutinizer's Report dated 11 September, 2023 on the Postal Ballot Results.

This is for your information and records please.

Thanking you,

Yours faithfully,  
for Uno Minda Limited

  
Tarun Kumar Srivastava  
Company Secretary & Compliance Officer



Encl: As above.

Uno Minda Limited								
Voting Results of Postal Ballot								
Details of Postal Ballot and remote 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 Postal Ballot							09-09-2023	
Total number of shareholders on Cut-off date i.e. 04.08.2023							132,756	
No. of shareholders present in the meeting either in person or through Proxy: Promoters and Promoters Group: Public:							NA	
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoters Group: Public:							NA	
<b>1. Special Resolution:</b> To approve the appointment of Dr. Krishana Kumar Khandelwal (DIN: 09477623) as a Non-Executive Independent Director 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	401,431,394	401431394	100.0000	401431394	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>401431394</b>	<b>100.0000</b>	<b>401431394</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	E-voting	137,485,540	123380874	89.7410	123380874	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>123380874</b>	<b>89.7410</b>	<b>123380874</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Non Institutions	E-voting	34,146,854	3348207	9.8053	3337171	11036	99.6704	0.3296
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3348207</b>	<b>9.8053</b>	<b>3337171</b>	<b>11036</b>	<b>99.6704</b>	<b>0.3296</b>
<b>Total</b>		<b>573,063,788</b>	<b>528160475</b>	<b>92.1643</b>	<b>528149439</b>	<b>11036</b>	<b>99.9979</b>	<b>0.0021</b>
<b>2. Special Resolution:</b> To consider and approve alteration in the 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	401,431,394	401431394	100.0000	401431394	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>401431394</b>	<b>100.0000</b>	<b>401431394</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	E-voting	137,485,540	123380874	89.7410	120275657	3105217	97.4832	2.5168
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>123380874</b>	<b>89.7410</b>	<b>120275657</b>	<b>3105217</b>	<b>97.4832</b>	<b>2.5168</b>
Public-Non Institutions	E-voting	34,146,854	3347216	9.8024	3336177	11039	99.6702	0.3298
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3347216</b>	<b>9.8024</b>	<b>3336177</b>	<b>11039</b>	<b>99.6702</b>	<b>0.3298</b>
<b>Total</b>		<b>573,063,788</b>	<b>528159484</b>	<b>92.1642</b>	<b>525043228</b>	<b>3116256</b>	<b>99.4100</b>	<b>0.5900</b>

For UNO Minda Limited

*T.K. Srivastava*

T. K. Srivastava  
Company Secretary

**SCRUTINIZERS' REPORT**

To  
**UNO MINDA LIMITED**  
**(Formerly known as Minda Industries Limited)**  
B-64/1, Wazirpur, Industrial Area, Delhi-110052

**Sub: Scrutinizers' Report on postal ballot by way of remote e-voting/Voting by electronic means ("e-voting") conducted in terms of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time in respect of passing of the resolutions contained in the Notice dated August 03 , 2023**

Dear Sir,

I, Shashikant Tiwari, Partner of M/s. Chandrasekaran Associates, Company Secretaries having office at 11F, Pocket IV, Mayur Vihar, Phase-1, New Delhi-110091, was appointed as Scrutinizer by the Board of Directors of Uno Minda Limited (formerly known as Minda Industries Limited) for scrutinizing the postal ballot by way of e-voting means in respect of passing of the resolutions contained in the Postal ballot Notice dated August 03 , 2023 ("**Notice**") in a fair and transparent manner.

**I submit my report as under:**

1. The Management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) the Companies Act, 2013 and the rules made thereunder including circular no. 14/2020, 17/2020, 20/2020 22/2020, 33/2020, 39/2020, 10/2021, 20/2021, 03/2022 and 11/2022 dated April 8, 2020, April 13, 2020, May 05, 2020, June 15, 2020, September 28, 2020, December 31, 2020, June 23, 2021, December 08, 2021, May 05, 2022 and December 28, 2022 respectively issued by the Ministry of Corporate Affairs ("**MCA Circulars**") and (ii) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**") with the BSE Limited and National Stock Exchange of India Limited ("**Stock Exchanges**"), relating to postal ballot by way of e-voting means.
2. My responsibility as scrutinizer is restricted to prepare a scrutinizers' report of the votes cast by the members for the resolutions contained in the Notice, based on the data downloaded from website of National Securities Depository Limited ("NSDL"), i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com), authorised agency engaged by the Company to provide e-voting facilities till the time fixed for closing of the voting process i.e. Saturday, September 09, 2023, 5:00 P.M. (IST).
3. The Members of the Company as on the "**cut-off date**" i.e. Friday, August 04 , 2023 were entitled to vote on the proposed resolutions to be passed through postal ballot by way of e-voting means as set-out in the Notice of Postal Ballot and their shareholding as on cut-off date has been reckoned for the purpose of arriving at the results of the postal ballot.

4. The e-voting period remained open from Friday, August 11, 2023, at 9:00 A.M. (IST) and ended at the close of working hours i.e. 5:00 P.M. (IST) on Saturday, September 09, 2023 on the designated website of NSDL i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com)
5. On Thursday, August 10, 2023, the Company had completed the dispatch of Postal Ballot notice to those Members whose name(s) appeared in the Register of Members/ List of beneficial owners as on the recorded date i.e. August 04, 2023 received from Depositories i.e. National Securities Depository Limited ("**NSDL**"), Central Depository Services (India) Limited ("**CDSL**"), Registrars and Share Transfer Agent of the Company ("**RTA**") and whose e-mail id's were registered with the Depositories or with RTA. Pursuant to the MCA Circulars, the Company had dispatched the notice through e-mails only. The Company has not dispatched the postal ballot notice to those members whose e-mail IDs were not registered with the Company and/or Depositories.

However, the Company had also given an option in the Postal Ballot Notice, which was uploaded on the website of the Company ([www.unominda.com](http://www.unominda.com)), National Securities Depository Limited ("NSDL") ([www.evoting.nsdl.com](http://www.evoting.nsdl.com)), BSE Limited ([www.bseindia.com](http://www.bseindia.com)) and National Stock Exchange of India Ltd. ([www.nseindia.com](http://www.nseindia.com)) and also published by way of newspaper advertisements dated August 11, 2023 in "**Financial Express**" (English), all editions and "**Jansatta**" (Hindi), to the members to register their e-mail id's with the Company and/ or their depository participants.

6. In view of relaxation given by Ministry of Corporate Affairs and Securities and Exchange Board of India, the Company has not dispatched physical ballot. Further, the Company has also not received any physical ballot form and accordingly, voting done through e-voting means only was considered for this report.
7. As per rule 20 read with rule 22 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 47 of listing regulations, Newspaper Advertisements with respect to Postal Ballot Notice were published by the Company in "**Financial Express**" (English), all editions and "**Jansatta**" (Hindi) on August 11, 2023 informing about the completion of dispatch of Postal Ballot notice to those Members who registered their e-mail id's with the depositories or with RTA of the Company along with other related matters mentioned therein.
8. I had monitored the process of e-voting through the scrutinizer's secured link provided by NSDL through its designated website.
9. After completion of e-voting, votes cast by the Members, were unblocked in the presence of two witnesses, Mr. Ankit Kapoor and Mr. Devraj Gupta who are not in the employment of the Company.
10. The particulars of report downloaded from the website of NSDL have been entered in a separate register maintained for the purpose of Postal Ballot.
11. Votes casted by the members through e-voting were reconciled with the records maintained by the RTA of the Company and authorizations lodged with the Company.



12. This report is based on votes casted through e-voting, which was downloaded from the website of NSDL i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com)

13. After ascertaining the votes casted by e-voting, I hereby submit the result as under:

---Result to follow---



The image shows a handwritten signature in black ink, which appears to be 'S. Chandrasekaran'. To the right of the signature is a blue circular stamp. The stamp contains the text 'CHANDRASEKARAN ASSOCIATES' around the top inner edge, 'NEW DELHI' in the center, and 'COMPANY SECRETARIES' around the bottom inner edge. There is a small handwritten mark resembling 'H.S.' to the right of the stamp.

**ITEM NO. 1:**

**TO APPROVE THE APPOINTMENT OF DR. KRISHANA KUMAR KHANDELWAL (DIN: 09477623) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY (SPECIAL RESOLUTION).**

	Particulars	E-VOTING	
		Number of member(s) voted	Votes held by them
	Number of Members & Shares held by them	1410	528365951
Less:	Number of Members & Invalid/Rejected Votes	0	0
Less:	Number of Members & abstained from voting	0	0
Less:	Number of Members & Votes not exercised	1*	205476
	<b>No. of Valid Votes Cast</b>	<b>1410</b>	<b>528160475</b>

**Note\*:**

*1 (one) member holding 240884 equity shares have partially exercised the vote for 35408 equity share in favor and not exercised vote for 205476 equity shares.*

Particulars	E-VOTING		
	Number of members voted	Votes cast by them	% of total number of valid votes cast
Favour	1365	528149439	99.998
Against	45	11036	0.002
<b>Total</b>	<b>1410</b>	<b>528160475</b>	<b>100.00</b>

A handwritten signature in blue ink is written over a circular blue stamp. The stamp contains the text 'CHANDRASEKARAN ASSOCIATES', 'NEW DELHI', and 'COMPANY SECRETARIES'.

**ITEM NO. 2: TO CONSIDER AND APPROVE ALTERATION IN THE ARTICLES OF ASSOCIATION OF THE COMPANY (SPECIAL RESOLUTION)**

	Particulars	E-VOTING	
		Number of member(s) voted	Votes held by them
	Number of Members & Shares held by them	1404	528364960
Less:	Number of Members & Invalid/Rejected Votes	0	0
Less:	Number of Members & abstained from voting	0	0
Less:	Number of Members & Votes not exercised	1*	205476
	<b>No. of Valid Votes Cast</b>	<b>1404</b>	<b>528159484</b>

**Notes\*:**

- (i) 1 (one) member holding 240884 equity shares have partially exercised the vote for 35408 equity share in favor and not exercised vote for 205476 equity shares.

Particulars	E-VOTING		
	Number of members voted	Votes cast by them	% of total number of valid votes cast
Favour	1336^	525043228	99.410
Against	68^	3116256	0.590
<b>Total</b>	<b>1404</b>	<b>528159484</b>	<b>100.00</b>

**Notes^:**

- (i) 1 (one) member holding 240884 equity shares have partially exercised the vote for 35408 equity share in favor and not exercised vote for 205476 equity shares.
- (ii) 2 (Two) Members holding 916210 equity shares have partially exercised their voting rights in favor of 863601 shares and against in respect of 52609 shares respectively.



14. Based on the aforesaid results, the resolutions as mentioned above has been passed with requisite majority. Therefore, the Chairman or any other person authorized by him may accordingly declare the result of Postal Ballot process.

Thanking You,  
Yours faithfully,

**For Chandrasekaran Associates  
Company Secretaries**

FRN: P1988DE002500

Peer Review Certificate No.: 4186/2023



**Shashikant Tiwari**

Partner

Membership No.: F11919

Certificate of Practice No.: 13050

UDIN: F011919E000985980

Date: 11.09.2023

Place: Delhi

Countersigned by:

For and on behalf of

**Uno Minda Limited**

**(Formerly known as Minda Industries Limited)**



Chairman or person authorized by him