

Uno Minda Limited

(Formerly known as Minda Industries Limited)



Ref. No: Z-IV/R-39/D-2/174 & 207

Date : 05 May, 2023

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

Sub: - Voting Results of the NCLT Convened Meeting of the Equity Shareholders of Uno Minda Limited (formerly known as Minda Industries Limited) (Transferee Company) alongwith Scrutinizer's Report(s) of the meeting(s) of Equity Shareholders, Secured Creditors and Unsecured Creditors of all the Companies involved in the Scheme.

Dear Sirs,

This is in continuation of our earlier letter dated 09/02/2023, 10/04/2023 and 03/05/2023, we wish to inform that NCLT Convened meeting of the Equity Shareholders, Unsecured and Secured Creditors of Uno Minda Limited (formerly known as Minda Industries Limited) (Transferee Company) and Minda iConnect Private Limited (Transferor Company) was held as per the directions of the Hon'ble National Company Law Tribunal, New Delhi Bench, (Court-II) on Wednesday, 03 May, 2023, through Video Conferencing ("VC") / other Audio Visual Means ("ONAM"). In this regard, we are enclosing herewith the following, duly signed: -

- 1) The details regarding voting results, pursuant to Regulation 44(3) of SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 of the equity shareholders of Uno Minda Limited (formerly known as Minda Industries Limited).
- 2) Scrutinizer's Report(s) dated 05 May, 2023, issued by the NCLT appointed Scrutinizer, Mr. Devesh Kumar Vasisht, Company Secretary in Practice, on the voting/e-voting done by
 - (a) Equity Shareholders;
 - (b) Secured Creditors and
 - (c) Unsecured Creditors of Uno Minda Limited (Transferee Company)
- 3) Scrutinizer's Report(s) dated 05 May, 2023, Issued by the NCLT appointed Scrutinizer, Mr. Devesh Kumar Vasisht, Company Secretary in Practice, on the voting/e-voting done by
 - (a) Equity Shareholders
 - (b) Secured Creditors and
 - (c) Unsecured Creditors of Minda iConnect Private Limited (Transferor Company)

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 NCLT Convened Meeting

Details of e-votes during the NCLT Convened Meeting 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 NCLT Convened Meeting	03/05/2023
Total number of shareholders on Cut-off date i.e. March 31, 2023	129,662
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: 7 Public: 98	7 98

A. RESULT OF VOTES CAST BY ALL EQUITY SHAREHOLDERS

1. Ordinary Resolution: Approval for modification of Scheme of Amalgamation between Minda I Connect Private Limited and Uno Minda Limited (formerly known as Minda Industries Limited) and their respective Shareholders and Creditors.

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	Remote E-voting	401,431,394	401431394	100.0000	401431394	0	100.0000	0.0000
	E-votes during the Meeting		0	0.0000	0	0	0.0000	0.0000
	Total		401431394	100.0000	401431394	0	100.0000	0.0000
Public-Institutions	Remote E-voting	136,903,347	119772342	87.4868	117237119	2535223	97.8833	2.1167
	E-votes during the Meeting		0	0.0000	0	0	0.0000	0.0000
	Total		119772342	87.4868	117237119	2535223	97.8833	0.0000
Public-Non Institutions	Remote E-voting	34,678,973	3353426	9.6699	3342289	11137	99.6679	0.3321
	E-votes during the Meeting		283909	0.8187	283909	0	100.0000	0.0000
	Total		3637335	10.4886	3626198	11137	99.6938	0.3062
Total		573,013,714	524841071	91.5931	522294711	2546360	99.5148	0.4852

For UNO Minda Limited

T. K. Srivastava

T. K. Srivastava
Company Secretary

 DPV Dynamic . Precise . Vigilant	DPV & ASSOCIATES LLP COMPANY SECRETARIES, LLPIN: AAV-8350 Reg. Off: 1A/1, Second Floor, Geeta Colony, Delhi-110031 / Corporate Off.: B-285, First Floor, Green Fields, Sector-43, Faridabad-121010 E-mail: dpv@dpvassociates.com / devesh@dpvassociates.com
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SCRUTINIZER'S REPORT

To,

Sidharth Aggarwal

Chairperson appointed by the Hon'ble National

Company Law Tribunal, New Delhi (Court-II)

For the NCLT convened meeting of the **Equity Shareholders** of

Uno Minda Limited (CIN: L74899DL1992PLC050333)

(Formerly known as Minda Industries Limited)

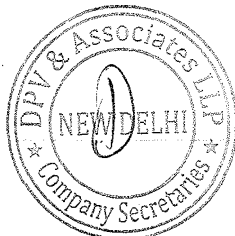
Hon'ble Chairperson,

Sub: Scrutinizer's Report on the result of remote e-voting and e-voting during the NCLT Convened Meeting of the Equity shareholders of Uno Minda Limited (formerly known as Minda Industries Limited) held on Wednesday, 3rd day of May, 2023 at 2.00 P.M. (IST) through video conferencing (VC) or other audio visual means (OAVM) as per the directions issued by the Hon'ble National Company Law Tribunal, New Delhi vide its orders dated 31.03.2023 in Company Application No. - CP (CAA) No. 30/ND/2022 connected with CA (CAA) No. 66/ND/ 2021.

I, Devesh Kumar Vasisht (CP No. 13700), Practicing Company Secretary of M/s DPV & Associates LLP, was appointed as Scrutinizer for the purpose of scrutinizing the remote e-voting and e-voting during the NCLT Convened Meeting, on the resolution mentioned in the Notice dated 9th April, 2023 for the meeting of Equity Shareholders of Uno Minda Limited (formerly known as Minda Industries Limited) ("the Transferee Company") as per the directions issued by Hon'ble National Company Law Tribunal, New Delhi Court-II ("the Tribunal") vide its order dated 31.03.2023 in Company Application No. - CP (CAA) No. 30/ND/2022 connected with CA (CAA) No. 66/ND/ 2021 (referred as 'the Order'). The said meeting was scheduled on 3rd day of May, 2023 at 1.30 P.M. (IST), but due to want of quorum, it was adjourned for half an hour as per the direction of Hon'ble National Company Law Tribunal

I submit my report as under:-

1. As per the information provided by the Company, notice of the aforesaid meeting was sent on April 10, 2023 to 1,25,364 (One Lakh Twenty Five Thousand Three Hundred and Sixty Four) Equity Shareholders of the Transferee Company who were shareholders of the Company as on cut-off date i.e. March 31, 2023 and whose e-mail ids were registered with the depositories, through their registered E-mail Id's by NSDL in compliance of the Order.



2. The compliances in relation to dispatch of notice of NCLT convened meeting to the Equity Shareholders and other compliances related to applicable provisions of the Companies Act, 2013 and rules made there under, the Secretarial Standard-2 on General Meeting and the directions mentioned in the NCLT orders are the responsibility of the management of the Transferee Company.

3. The public notice of the meeting was published in the newspaper Business Standard in English Daily (Delhi Edition) and in Business Standard in Hindi Language (Delhi Edition) on April 10, 2023 i.e. before emailing the notices to the shareholders.

The public notice of the meeting was again published in the newspaper Business Standard in English Daily (Delhi Edition) and in Business Standard in Hindi Language (Delhi Edition) on April 13, 2023 i.e. after emailing the notices to the shareholders.

4. The Equity Shareholders of the Transferee Company as on the cut-off date were entitled to vote at the NCLT convened meeting on the resolution contained in the Notice either through remote e-voting or e-voting during the meeting and e-voting during the adjourned was made available from 1.30 P.M. (IST) to 2.30 P.M. (IST).

5. The remote e-voting commenced on Wednesday, April 12, 2023 at 9:00 A.M. (IST) and ended on Tuesday, May 2, 2023 at 5:00 P.M. (IST). The e-voting platform has been provided by NSDL through its designated website <https://www.evoting.nsdl.com/>

6. The e-voting was conducted under the supervision of Chairperson of the meeting. The Transferee Company appointed National Securities Depositories Limited ('NSDL') for providing e-voting facility for voting through remote e-voting and for e-voting during the Meeting.

7. The data of e-voting was reconciled with the details provided by the Transferee Company / RTA of Transferee Company.

8. After the conclusion of meeting, the e-voting done by Equity Shareholders was unblocked by me in the presence of the Chairperson.

9. The total paid-up equity share capital of the Company as on March 31, 2023 (cut-off date) was Rs. 114,60,27,428/- (Rupees One Hundred Fourteen Crore Sixty Lakh Twenty Seven Thousand Four Hundred and Twenty Eight Only) divided into 57,30,13,714 (Fifty Seven Crore Thirty Lakh Thirteen Thousand Seven Hundred Fourteen) equity shares having face value of Rs. 2/- (Rupees Two Only) each. One equity share having face value of Rs. 2/- each represents one vote.

10. The summary of result of voting through remote e-voting and e- voting during the NCLT Convened Meeting is as under:-



Resolution- Approval for modification of Scheme of Amalgamation between Minda I Connect Private Limited and Uno Minda Limited (formerly known as Minda Industries Limited) and their respective Shareholders and Creditors.

A. RESULT OF VOTES CAST BY ALL EQUITY SHAREHOLDERS

(i) Summary of voting through remote e-voting and e- voting during the meeting:

Particulars	Number of Votes received			Percentage
	Remote e-voting	e-voting during meeting	Total	
Assent	52,20,10,802	2,83,909	52,22,94,711	99.5148
Dissent	25,46,360	-	25,46,360	0.4852
Total	52,45,57,162	2,83,909	52,48,41,071	100

(ii) Details of bifurcation of aforesaid voting are as under:-

(a). Details of remote e-voting:-

Particulars	Number of voters	No. of equity shares
Total e-votes cast	902	52,45,57,162
Less: Invalid votes	-	-
Valid e-votes	902	52,45,57,162
E-votes with assent	876	52,20,10,802
E-votes with dissent	26	25,46,360

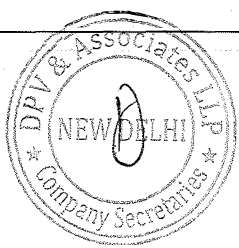
(b). Details of e-voting during the meeting:-

Particulars	Number of voters	No. of equity shares
Total e-votes cast	23	2,83,909
Less: Invalid votes	-	-
Valid e-votes	23	2,83,909
E-votes with assent	23	2,83,909
E-votes with dissent	-	-

B. RESULT OF VOTES CAST BY THE PUBLIC EQUITY SHAREHOLDERS

(i) Summary of voting through remote e-voting and e- voting during the meeting:

Particulars	Number of Votes received			Percentage
	Remote e-voting	e-voting during meeting	Total	
Assent	12,05,79,408	2,83,909	12,08,63,317	97.9367
Dissent	25,46,360	-	25,46,360	2.0633
Total	12,31,25,768	2,83,909	12,34,09,677	100



(ii) Details of bifurcation of aforesaid voting are as under:-

(a). Details of remote e-Voting:-

Particulars	Number of voters	No. of equity shares
Total e-votes cast	890	12,31,25,768
Less: Invalid votes	-	-
Valid e-votes	890	12,31,25,768
E-votes with assent	864	12,05,79,408
E-votes with dissent	26	25,46,360

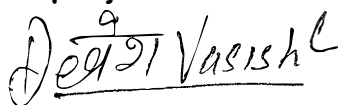
(b). Details of e-Voting during the meeting:-

Particulars	Number of voters	No. of equity shares
Total e-votes cast	23	2,83,909
Less: Invalid votes	-	-
Valid e-votes	23	2,83,909
E-votes with assent	23	2,83,909
E-votes with dissent	-	-

Accordingly, the proposed resolution approving modification of Scheme of Amalgamation has been approved by the requisite majority of the EQUITY SHAREHOLDERS as well as the PUBLIC SHAREHOLDERS of the Transferee Company.

11. The relevant records relating to meeting have been handed over to the Chairperson of the meeting after its conclusion.

Thanking you,
For DPV & Associates LLP
Company Secretaries



CS Devesh Kumar Vasisht
CP No. 13700
Scrutinizer appointed by the Hon'ble NCLT
UDIN: F008488E000256221



Counter signed by



The Chairperson
Appointed by the Hon'ble
NCLT

Place: New Delhi
Date: May 5, 2023



.Dynamic .Precise .Vigilant

DPV & ASSOCIATES LLP

COMPANY SECRETARIES, LLPIN: AAV-8350

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Corporate Off.: B-285, First Floor, Green Fields, Sector-43, Faridabad-121010

E-mail: dpv@dpvassociates.com / devesh@dpvassociates.com

SCRUTINIZER'S REPORT

To,

Sidharth Aggarwal

**Chairperson appointed by the Hon'ble National
Company Law Tribunal, New Delhi (Court-II)**

For the NCLT convened meeting of the **Secured Creditors** of
Uno Minda Limited (CIN: L74899DL1992PLC050333)
(Formerly known as Minda Industries Limited)

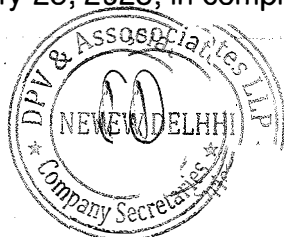
Hon'ble Chairperson,

Sub: Scrutinizer's Report on the result of remote e-voting and e-voting during the NCLT Convened Meeting of the Secured Creditors of Uno Minda Limited (formerly known as Minda Industries Limited) held on Wednesday, 3rd day of May, 2023 at 4.30 P.M. (IST) through video conferencing (VC) or other audio visual means (OAVM) as per the directions issued by the Hon'ble National Company Law Tribunal, New Delhi vide its orders dated 31.03.2023 in IA 258/2022 in Company Application No. - CP (CAA) No. 30/ND/2022 connected with CA (CAA) No. 66/ND/ 2021

I, Devesh Kumar Vasisht (CP No. 13700); Practicing Company Secretary of M/s DPV & Associates LLP, was appointed as Scrutinizer for the purpose of scrutinizing the remote e-voting and e-voting during the NCLT Convened Meeting, on the resolution mentioned in the Notice dated 9th April, 2023 for the meeting of Secured Creditors of Uno Minda Limited (formerly known as Minda Industries Limited) ("the Transferee Company") as per the directions issued by Hon'ble National Company Law Tribunal, New Delhi Court-II ("the Tribunal") vide its order dated 31.03.2023 in Company Application No. - CP (CAA) No. 30/ND/2022 connected with CA (CAA) No. 66/ND/ 2021 (referred as 'the Order'). The said meeting was scheduled on 3rd day of May, 2023 at 4.00 P.M. (IST), but due to want of quorum, it was adjourned for half an hour as per the direction of Hon'ble National Company Law Tribunal.

I submit my report as under:-

1. As per the information provided by the management of the Transferee Company, notice of the aforesaid meeting was sent on April 10, 2023 through e-mail to 8 (Eight) Secured Creditors who were Secured Creditors of the Transferee Company as on cut-off date i.e. February 28, 2023, in compliance of the Order,.



2. The compliances in relation to dispatch of notice of NCLT convened meeting to the Secured Creditors and other compliances related to applicable provisions of the Companies Act, 2013 and rules made there under and the directions mentioned in the NCLT orders are the responsibility of the management of the Transferee Company.
3. The public notice of the meeting was published in the newspaper Business Standard in English Daily (Delhi Edition) and in Business Standard in Hindi Language (Delhi Edition) on April 10, 2023 i.e. before emailing the notices to the Secured Creditors.

The public notice of the meeting was again published in the newspaper Business Standard in English Daily (Delhi Edition) and in Business Standard in Hindi Language (Delhi Edition) on April 13, 2023 i.e. after emailing the notices to the Secured Creditors.

4. The Secured Creditors of the Transferee Company as on the cut-off date were entitled to vote at the NCLT convened meeting on the resolution contained in the Notice either through remote e-Voting or e-voting during the meeting. The voting rights of Secured Creditors have been reckoned in proportion to their debt in the total amount of Secured Creditors of the Transferee Company as on cut-off date i.e. 1 (One) vote for value of debt of Re.1/- (Rupee One only), provided, in case of value of debt is in decimal, the same has been rounded- off to the nearest rupee in multiple of Rs. 1/- (Rupee One only).
5. The remote e-voting commenced on Wednesday, April 12, 2023 at 9:00 A.M. (IST) and ended on Tuesday, May 2, 2023 at 5:00 P.M. (IST). The e-voting platform has been provided by National Securities Depositories Limited ('NSDL') through its designated website <https://www.evoting.nsdl.com>.
6. The e-voting was conducted under the supervision of Chairperson of the meeting. The Transferee Company appointed NSDL for providing e-voting facility for voting through remote e-voting and for e-voting during the Meeting.
7. The data of e-voting was reconciled with the details of Secured Creditors as on cut-off date as the Chartered Accountant Certificate. There were 8 (eight) Secured Creditors representing Rs. 3,20,80,03,660.92 (Rupees Three Hundred Twenty Crore Eighty Lakh Three Thousand Six Hundred Sixty and Ninety Two Paise).
8. After the conclusion of meeting, the e-voting done by Secured Creditors was unblocked by me in the presence of the Chairperson.
9. **The summary of result of voting through remote e-voting and e- voting during the NCLT Convened Meeting is as under:-**



Resolution- Approval for modification of Scheme of Amalgamation between Minda I Connect Private Limited and Uno Minda Limited (formerly known as Minda Industries Limited) and their respective Shareholders and Creditors.

A. RESULT OF VOTES CAST BY SECURED CREDITORS

(i) Summary of voting through remote e-voting and e- voting during the meeting:

Particulars	Number of Votes received			Percentage
	Remote e-voting	e-voting during meeting	Total	
Assent	3,20,80,03,660	1	3,20,80,03,661	100
Dissent	-	-	-	0
Total	3,20,80,03,660	1	3,20,80,03,661	100

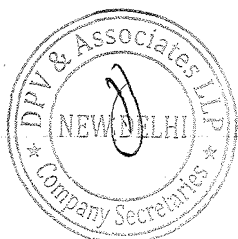
(ii) Details of bifurcation of aforesaid voting are as under:-

(a). Details of remote e-voting:-

Particulars	Number of voters	Amount outstanding as on cut-off date (In Rs.)	Percentage (%) of total Amount outstanding as on cut-off date
Total e-votes cast	7	3,20,80,03,660	100
Less: Invalid votes	-	-	-
Valid e-votes	7	3,20,80,03,660	100
E-votes with assent	7	3,20,80,03,660	100
E-votes with dissent	-	-	-

(b). Details of e-Voting during the meeting:-

Particulars	Number of voters	Amount outstanding as on cut-off date (In Rs.)	Percentage (%) of total Amount outstanding as on cut-off date
Total e-votes cast	1	1	0
Less: Invalid votes	-	-	-
Valid e-votes	1	1	0
E-votes with assent	1	1	0
E-votes with dissent	-	-	-



Accordingly, the proposed resolution approving modification of Scheme of Amalgamation has been approved by 100% SECURED CREDITORS of the Transferee Company in number and Value.

10. The relevant records relating to meeting have been handed over to the Chairperson of the meeting after its conclusion.

**Thanking you,
For DPV & Associates LLP
Company Secretaries**

Devesh Vasisht

CS Devesh Kumar Vasisht

CP No. 13700

Scrutinizer appointed by the Hon'ble NCLT

UDIN: F008488E000256241



Counter signed by

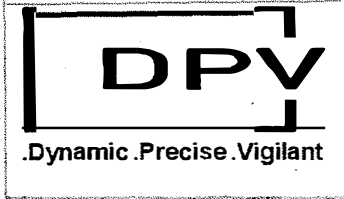
Jay Gawa

The Chairperson

Appointed by the Hon'ble
NCLT

Place: New Delhi

Date: May 5, 2023



DPV & ASSOCIATES LLP

COMPANY SECRETARIES, LLP IN: AAV-8350
Reg. Off: 1A/1, Second Floor, Geeta Colony, Delhi-110031 /
Corporate Off.: B-285, First Floor, Green Fields, Sector-43, Faridabad-121010
E-mail: dpv@dpvassociates.com / devesh@dpvassociates.com

SCRUTINIZER'S REPORT

To,

Sidharth Aggarwal

**Chairperson appointed by the Hon'ble National
Company Law Tribunal, New Delhi (Court-II)**

For the NCLT convened meeting of the **Unsecured Creditors** of
Uno Minda Limited (CIN: L74899DL1992PLC050333)
(Formerly known as Minda Industries Limited)

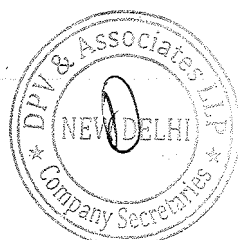
Hon'ble Chairperson,

**Sub: Scrutinizer's Report on the result of remote e-voting and e-voting during the
NCLT Convened Meeting of the Unsecured Creditors of Uno Minda Limited
(formerly known as Minda Industries Limited) held on Wednesday, 3rd day of
May, 2023 at 3.15 P.M. (IST) through video conferencing (VC) or other audio
visual means (OAVM) as per the directions issued by the Hon'ble National
Company Law Tribunal, New Delhi vide its orders dated 31.03.2023 in IA
258/2022 in Company Application No. - CP (CAA) No. 30/ND/2022 connected with
CA (CAA) No. 66/ND/ 2021**

I, Devesh Kumar Vasisht (CP No. 13700), Practicing Company Secretary of M/s DPV & Associates LLP, was appointed as Scrutinizer for the purpose of scrutinizing the remote e-voting and e-voting during the NCLT Convened Meeting, on the resolution mentioned in the Notice dated 9th April, 2023 for the meeting of Unsecured Creditors of Uno Minda Limited (formerly known as Minda Industries Limited) ("the Transferee Company") as per the directions issued by Hon'ble National Company Law Tribunal, New Delhi Court-II ("the Tribunal") vide its Order dated 31.03.2023 in Company Application No. - CP (CAA) No. 30/ND/2022 connected with CA (CAA) No. 66/ND/ 2021 (referred as 'the Order'). The said meeting was scheduled on 3rd day of May, 2023 at 2.45 P.M. (IST), but due to want of quorum, it was adjourned for half an hour as per the direction of Hon'ble National Company Law Tribunal.

I submit my report as under:-

1. As per the information provided by the management of the Transferee Company, notice of the aforesaid meeting was sent on April 10, 2023 through e-mail to 2660 (Two Thousand Six Hundred and Sixty) Unsecured Creditors who were Unsecured Creditors of



the Transferee Company as on cut-off date i.e. February 28, 2023, in compliance of the Order.

2. The compliances in relation to dispatch of notice of NCLT convened meeting to the Unsecured Creditors and other compliances related to applicable provisions of the Companies Act, 2013 and rules made there under and the directions mentioned in the NCLT orders are the responsibility of the management of the Transferee Company.

3. The public notice of the meeting was published in the newspaper Business Standard in English Daily (Delhi Edition) and in "Business Standard in Hindi Language (Delhi Edition) on April 10, 2023 i.e. before emailing the notices to the Unsecured Creditors.

The public notice of the meeting was again published in the newspaper Business Standard in English Daily (Delhi Edition) and in Business Standard in Hindi Language (Delhi Edition) on April 13, 2023 i.e. after emailing the notices to the Unsecured Creditors.

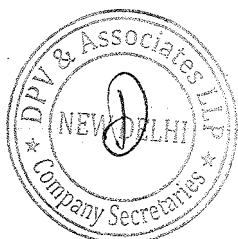
4. The Unsecured Creditors of the Transferee Company as on the cut-off date were entitled to vote at the NCLT convened meeting on the resolution contained in the Notice either through remote e-Voting or e-voting during the meeting. The voting rights of Unsecured Creditors have been reckoned in proportion to their debt in the total amount of Unsecured Creditors of the Transferee Company as on cut-off date i.e. 1 (One) vote for value of debt of Re.1/- (Rupee One only), provided, in case of value of debt is in decimal, the same has been rounded-off to the nearest rupee in multiple of Rs. 1/- (Rupee One only).

5. The remote e-voting commenced on Wednesday, April 12, 2023 at 9:00 A.M. (IST) and ended on Tuesday, May 2, 2023 at 5:00 P.M. (IST). The e-voting platform has been provided by National Securities Depositories Limited ('NSDL') through its designated website <https://www.evoting.nsdl.com>.

6. The e-voting was conducted under the supervision of Chairperson of the meeting. The Transferee Company appointed NSDL for providing e-voting facility for voting through remote e-voting and for e-voting during the Meeting.

7. The data of e-voting was reconciled with the details of Unsecured Creditors as on cut-off date as per the Chartered Accountant Certificate. There were 2899 (Two Thousand Eight Hundred Ninety Nine) Unsecured Creditors representing Rs. 10,51,15,81,598 (Rupees One Thousand Fifty One Crore Fifteen Lakh Eighty One Thousand Five Hundred Ninety Eight only).

8. After the conclusion of meeting, the e-voting done by Unsecured Creditors was unblocked by me in the presence of the Chairperson.



9. **The summary of result of voting through remote e-voting and e- voting during the NCLT Convened Meeting is as under:-**

Resolution- Approval for modification of Scheme of Amalgamation between Minda I Connect Private Limited and Uno Minda Limited (formerly known as Minda Industries Limited) and their respective Shareholders and Creditors.

A. RESULT OF VOTES CAST BY UNSECURED CREDITORS

(i) Summary of voting through remote e-voting and e- Voting during the meeting:

Particulars	Number of Votes received			Percentage
	Remote e-voting	e-voting during meeting	Total	
Assent	1,65,81,61,725	70,34,207	1,66,51,95,932	100
Dissent	-	-	-	-
Total	1,65,81,61,725	70,34,207	1,66,51,95,932	100

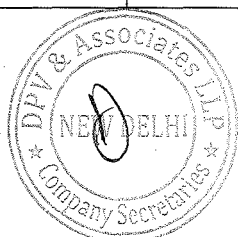
(ii) Details of bifurcation of aforesaid voting are as under:-

(a). Details of remote e-voting:-

Particulars	Number of voters	Amount outstanding as on cut-off date (In Rs.)	Percentage (%) of total Amount outstanding as on cut-off date
Total e-votes cast	106	1,65,81,61,725	15.7746
Less: Invalid votes	-	-	-
Valid e-votes	106	1,65,81,61,725	15.7746
E-votes with assent	106	1,65,81,61,725	15.7746
E-votes with dissent	-	-	-

(b). Details of e-voting during the meeting:-

Particulars	Number of voters	Amount outstanding as on cut-off date (In Rs.)	Percentage (%) of total Amount outstanding as on cut-off date
Total e-votes cast	3	70,34,207	0.0669
Less: Invalid votes	-	-	-
Valid e-votes	3	70,34,207	0.0669
E-votes with assent	3	70,34,207	0.0669
E-votes with dissent	-	-	-



Accordingly, the proposed resolution approving modification of Scheme of Amalgamation has been approved by the requisite majority of the UNSECURED CREDITORS of the Transferee Company.

10. The relevant records relating to meeting have been handed over to the Chairperson of the meeting after its conclusion.

**Thanking you,
For DPV & Associates LLP
Company Secretaries**



CS Devesh Kumar Vasisht
CP No. 13700
Scrutinizer appointed by the Hon'ble NCLT
UDIN: F008488E000256230



Counter signed by



The Chairperson
Appointed by the Hon'ble
NCLT

Place: New Delhi
Date: May 5, 2023



DPV & ASSOCIATES LLP

COMPANY SECRETARIES, LLP IN: AAV-8350

Reg. Off: 1A/1, Second Floor, Geeta Colony, Delhi-110031 /

Corporate Off.: B-285, First Floor, Green Fields, Sector-43, Faridabad-121010

E-mail: dpv@dpvassociates.com / devesh@dpvassociates.com

SCRUTINIZER'S REPORT

To,

Sidharth Aggarwal

Chairperson appointed by the Hon'ble National

Company Law Tribunal, New Delhi (Court-II)

For the NCLT convened meeting of the **Equity Shareholders** of

Minda I Connect Private Limited (CIN: U35900DL2014PTC272202)

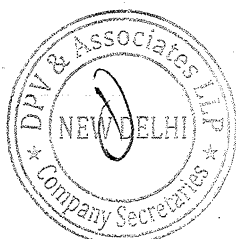
Hon'ble Chairperson,

Sub: Scrutinizer's Report on the result of remote e-voting and e-voting during the NCLT Convened Meeting of the Equity Shareholders of Minda I Connect Private Limited held on Wednesday, 3rd day of May, 2023 at 9.30 a.m. (IST) through video conferencing (VC) or other audio visual means (OAVM) as per the directions issued by the Hon'ble National Company Law Tribunal, New Delhi vide its orders dated 31.03.2023 in IA-258/2022 in Company Application No. - CP (CAA) No. 30/ND/2022 connected with CA (CAA) No. 66/ND/ 2021

I, Devesh Kumar Vasiht (CP No. 13700), Practicing Company Secretary of M/s DPV & Associates LLP, was appointed as the Scrutinizer for the Meeting for the purpose of scrutinizing the remote e-voting and e-voting during the NCLT Convened Meeting, on the resolution mentioned in the Notice dated 9th April, 2023 for the meeting of Equity Shareholders of Minda I Connect Private Limited ("**the Transferor Company**") as per the directions issued by Hon'ble National Company Law Tribunal, New Delhi Court-II ("**the Tribunal**") vide its order dated 31.03.2023 in Company Application No. - CP (CAA) No. 30/ND/2022 connected with CA (CAA) No. 66/ND/ 2021 and IA-258/2022 (referred as 'the Order'). The said meeting was scheduled on 3rd day of May, 2023 at 9.00 a.m. (IST), but due to want of quorum, it was adjourned for half an hour as per the direction of Hon'ble National Company Law Tribunal.

I submit my report as under:-

1. As per the information provided by the management of the Transferor Company, notice of the aforesaid meeting was sent on April 10, 2023 through e-mail to 10 (Ten) Equity Shareholders who were Shareholders of the Transferor Company as on cut-off date i.e. March 31, 2023, in compliance of the Order.



2. The compliances in relation to dispatch of notice of NCLT convened meeting to the Equity Shareholders and other compliances related to applicable provisions of the Companies Act, 2013, the Secretarial Standard-2 on General Meeting and rules made there under and the directions mentioned in the NCLT orders are the responsibility of the management of the Transferor Company.
3. The public notice of the meeting was published in the newspaper Business Standard in English Daily (Delhi Edition) and in Business Standard in Hindi Language (Delhi Edition) on April 10, 2023 i.e. before emailing the notices to the Equity Shareholders.

The public notice of the meeting was again published in the newspaper Business Standard in English Daily (Delhi Edition) and in Business Standard in Hindi Language (Delhi Edition) on April 13, 2023 i.e. after emailing the notices to the Equity Shareholders.

4. The Equity Shareholders of the Transferor Company as on the cut-off date were entitled to vote at the NCLT convened meeting on the resolution contained in the Notice either through remote e-Voting or e-voting during the meeting and e-voting during the adjourned was made available from 9.00 A.M. (IST) to 10.00 A.M. (IST).
5. The remote e-voting commenced on Wednesday, April 12, 2023 at 9:00 A.M. (IST) and ended on Tuesday, May 2, 2023 at 5:00 P.M. (IST). The e-voting platform has been provided by National Securities Depositories Limited ('NSDL') through its designated website <https://www.evoting.nsdl.com>.
6. The e-voting was conducted under the supervision of Chairperson of the meeting. The Transferor Company appointed NSDL for providing e-voting facility for voting through remote e-voting and for e-voting during the Meeting.
7. The data of e-voting was reconciled with the details of Equity Shareholders as on cut-off date as provided by the Transferor Company.
8. After the conclusion of meeting, the e-voting done by Equity Shareholders was unblocked by me in the presence of the Chairperson.
9. The total paid-up equity share capital of the Company as on March 31, 2023 (cut-off date) was Rs. 7,33,78,410/- (Rupees Seven Crore Thirty Three Lakh Seventy Eight Thousand Four Hundred Ten Only) divided into 73,37,841 (Seventy Three Lakh Thirty Seven Thousand Eight Hundred Forty One) equity shares having face value of Rs. 10/- (Rupees Ten Only) each. One equity share having face value of Rs. 10/- each represents one vote.



10. The summary of result of voting through remote e-voting and e- voting during the NCLT Convened Meeting is as under:-

Resolution- Approval for modification of Scheme of Amalgamation between Minda I Connect Private Limited and Uno Minda Limited (formerly known as Minda Industries Limited) and their respective Shareholders and Creditors.

A. RESULT OF VOTES CAST BY EQUITY SHAREHOLDERS

(i) Summary of voting through remote e-voting and e- Voting during the meeting:

Particulars	Number of Votes received			Percentage (%)
	Remote e-voting	e-voting during meeting	Total	
Assent	73,35,787	2,054	73,37,841	100
Dissent	-	-	-	-
Total	73,35,787	2,054	73,37,841	100

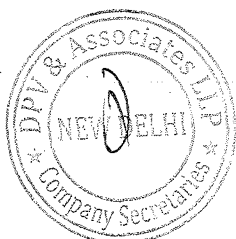
(ii) Details of bifurcation of aforesaid voting are as under:-

(a). Details of remote e-Voting:-

Particulars	Number of voters	No. of equity shares	Percentage (%) of total voting
Total e-votes cast	8	73,35,787	99.972
Less: Invalid votes	-	-	-
Valid e-votes	8	73,35,787	99.972
E-votes with assent	8	73,35,787	99.972
E-votes with dissent	-	-	-

(b). Details of e-Voting during the meeting:-

Particulars	Number of voters	No. of equity shares	Percentage (%) of total voting
Total e-votes cast	2	2,054	0.028
Less: Invalid votes	-	-	-
Valid e-votes	2	2,054	0.028
E-votes with assent	2	2,054	0.028
E-votes with dissent	-	-	-



Accordingly, the proposed resolution approving modification of Scheme of Amalgamation has been approved by the requisite majority of the EQUITY SHAREHOLDERS of the Transferor Company.

11. The relevant records relating to meeting have been handed over to the Chairperson of the meeting after its conclusion.

Thanking you,
For DPV & Associates LLP
Company Secretaries

Devesh Kumar Vasisht

CS Devesh Kumar Vasisht

CP No. 13700

Scrutinizer appointed by the Hon'ble NCLT

UDIN: F008488E000256142



Counter signed by

JM

The Chairperson

Appointed by the Hon'ble
NCLT

Place: New Delhi

Date: May 5, 2023

Annexure-I



DPV & ASSOCIATES LLP

COMPANY SECRETARIES, LLPIN: AAV-8350

Reg. Off: 1A/1, Second Floor, Geeta Colony, Delhi-110031 /

Corporate Off.: B-285, First Floor, Green Fields, Sector-43, Faridabad-121010

E-mail: dpv@dpvassociates.com / devesh@dpvassociates.com

SCRUTINIZER'S REPORT

To,

Sidharth Aggarwal

Chairperson appointed by the Hon'ble National

Company Law Tribunal, New Delhi (Court-II)

For the NCLT convened meeting of the **Secured Creditors** of

Minda I Connect Private Limited (CIN: U35900DL2014PTC272202)

Hon'ble Chairperson,

Sub: Scrutinizer's Report on the result of remote e-voting and e-voting during the NCLT Convened Meeting of the Secured Creditors of Minda I Connect Private Limited held on Wednesday, 3rd day of May, 2023 at 11.30 A.M. (IST) through video conferencing (VC) or other audio visual means (OAVM) as per the directions issued by the Hon'ble National Company Law Tribunal, New Delhi vide its order dated 31.03.2023 in IA 258/2022 in Company Application No. - CP (CAA) No. 30/ND/2022 connected with CA (CAA) No. 66/ND/ 2021

I, Devesh Kumar Vasisht (CP No. 13700), Practicing Company Secretary of M/s DPV & Associates LLP, was appointed as the Scrutinizer for the Meeting for the purpose of scrutinizing the remote e-voting and e-voting during the NCLT Convened Meeting, on the resolution mentioned in the Notice dated 9th April, 2023 for the meeting of Secured Creditors of Minda I Connect Private Limited ("**the Transferor Company**") as per the directions issued by Hon'ble National Company Law Tribunal, New Delhi Court-II ("**the Tribunal**") vide its order dated 31.03.2023 in Company Application No. - CP (CAA) No. 30/ND/2022 connected with CA (CAA) No. 66/ND/ 2021 and IA-258/2022 (referred as 'the Order').

I submit my report as under:-

1. As per the information provided by the management of the Transferor Company, notice of the aforesaid meeting was sent on April 10, 2023 through e-mail to 2 (Two) Secured Creditors who were creditors of the Transferor Company as on cut-off date i.e. February 28, 2023, in compliance of the Order.
2. The compliances in relation to dispatch of notice of NCLT convened meeting to the Secured Creditors and other compliances related to applicable provisions of the



Companies Act, 2013 and rules made there under and the directions mentioned in the NCLT orders are the responsibility of the management of the Transferor Company.

3. The public notice of the meeting was published in the newspaper Business Standard in English Daily (Delhi Edition) and in Business Standard in Hindi Language (Delhi Edition) on April 10, 2023 i.e. before emailing the notices to the Secured Creditors.

The public notice of the meeting was again published in the newspaper Business Standard in English Daily (Delhi Edition) and in Business Standard in Hindi Language (Delhi Edition) on April 13, 2023 i.e. after emailing the notices to the Secured Creditors.

4. The Secured Creditors of the Transferor Company as on the cut-off date were entitled to vote at the NCLT convened meeting on the resolution contained in the Notice either through remote e-Voting or e-voting during the meeting. The voting rights of Secured Creditors have been reckoned in proportion to their debt in the total amount of Secured Creditors of the Transferor Company as on cut-off date i.e. 1 (One) vote for value of debt of Rs.1/- (Rupee One only), provided, in case of value of debt is in decimal, the same has been rounded-off to the nearest rupee in multiple of Rs. 1/- (Rupee One only).
5. The remote e-voting commenced on Wednesday, April 12, 2023 at 9:00 A.M. (IST) and ended on Tuesday, May 2, 2023 at 5:00 P.M. (IST). The e-voting platform has been provided by National Securities Depositories Limited ('NSDL') through its designated website <https://www.evoting.nsdl.com>.
6. The e-voting was conducted under the supervision of Chairperson of the meeting. The Transferor Company appointed NSDL for providing e-voting facility for voting through remote e-voting and for e-voting during the Meeting.
7. The data of e-voting was reconciled with the details of Secured Creditors as on cut-off date as per the Chartered Accountant Certificate. There were 2 (two) Secured Creditors representing Rs. 1,97,44,370 (Rs. One Crore Ninety Seven Lakh Forty Four Thousand Three Hundred Seventy only).
8. After the conclusion of meeting, the e-voting done by Secured Creditors was unblocked by me in the presence of the Chairperson.
9. **The summary of result of voting through remote e-voting and e-voting during the NCLT Convened Meeting is as under:-**

Resolution- Approval for modification of Scheme of Amalgamation between Minda I Connect Private Limited and Uno Minda Limited (formerly known as Minda Industries Limited) and their respective Shareholders and Creditors.



A. RESULT OF VOTES CAST BY SECURED CREDITORS

(i) Summary of voting through remote e-voting and e- voting during the meeting:

Particulars	Number of Votes received			Percentage
	Remote e-voting	e-voting during meeting	Total	
Assent	1,97,44,370	-	1,97,44,370	100
Dissent	-	-	-	
Total	1,97,44,370	-	1,97,44,370	100

(ii) Details of bifurcation of aforesaid voting are as under:-

(a). Details of remote e-voting:-

Particulars	Number of Voters	Amount outstanding as on cut-off date (In Rs.)	Percentage (%) of total Amount outstanding as on cut-off date
Total e-votes cast	2	1,97,44,370	100
Less: Invalid votes	-	-	-
Valid e-votes	2	1,97,44,370	100
E-votes with assent	2	1,97,44,370	100
E-votes with dissent	-	-	-

(b). Details of e-Voting during the meeting:- Not Applicable (as none of the Secured Creditors voted during the meeting)

Accordingly, the proposed resolution approving modification of Scheme of Amalgamation has been approved by the requisite majority of the SECURED CREDITORS of the Transferor Company.

10. The relevant records relating to meeting have been handed over to the Chairperson of the meeting after its conclusion.

Thanking you,
For DPV & Associates LLP
Company Secretaries



CS Devesh Kumar Vasisht
CP No. 13700
Scrutinizer appointed by the Hon'ble NCLT
UDIN: F008488E000256197



Counter signed by



The Chairperson
Appointed by the Hon'ble
NCLT

Place: New Delhi
Date: May 5, 2023

Annexure - I



DPV & ASSOCIATES LLP

COMPANY SECRETARIES, LLPIN: AAV-8350

Reg. Off: 1A/1, Second Floor, Geeta Colony, Delhi-110031 /

Corporate Off.: B-285, First Floor, Green Fields, Sector-43, Faridabad-121010

E-mail: dpv@dpvassociates.com / devesh@dpvassociates.com

SCRUTINIZER'S REPORT

To,

Sidharth Aggarwal

Chairperson appointed by the Hon'ble National

Company Law Tribunal, New Delhi (Court-II)

For the NCLT convened meeting of the **Unsecured Creditors** of

Minda I Connect Private Limited (CIN: U35900DL2014PTC272202)

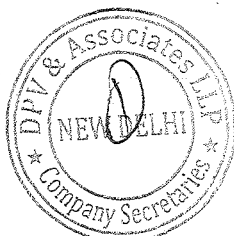
Hon'ble Chairperson,

Sub: Scrutinizer's Report on the result of remote e-voting and e-voting during the NCLT Convened Meeting of the Unsecured Creditors of Minda I Connect Private Limited held on Wednesday, 3rd day of May, 2023 at 10.15 a.m. (IST) through video conferencing (VC) or other audio visual means (OAVM) as per the directions issued by the Hon'ble National Company Law Tribunal, New Delhi vide its order dated 31.03.2023 in Company Application No. - CP (CAA) No. 30/ND/2022 connected with CA (CAA) No. 66/ND/ 2021 and IA-258/2022

I, Devesh Kumar Vasisht (CP No. 13700), Practicing Company Secretary of M/s DPV & Associates LLP, was appointed as the Scrutinizer for the Meeting for the purpose of scrutinizing the remote e-voting and e-voting during the NCLT Convened Meeting, on the resolution mentioned in the Notice dated 9th April, 2023 for the meeting of Unsecured Creditors of Minda I Connect Private Limited ("the Transferor Company") as per the directions issued by Hon'ble National Company Law Tribunal, New Delhi Court-II ("the Tribunal") vide its order dated 31.03.2023 in Company Application No. - CP (CAA) No. 30/ND/2022 connected with CA (CAA) No. 66/ND/ 2021 and IA-258/2022 (referred as 'the Order'). The said meeting was scheduled on 3rd day of May, 2023 at 10.15 a.m. (IST), but due to want of quorum, it was adjourned for half an hour as per the direction of Hon'ble National Company Law Tribunal.

I submit my report as under:-

1. As per the information provided by the management of the Transferor Company, notice of the aforesaid meeting was sent on April 10, 2023 to the Unsecured Creditors of the Transferor Company who was Unsecured Creditors of the Company as on cut-off date i.e. February 28, 2023, through e-mail to 15 (Fifteen) Unsecured Creditors on their registered e-mail Id's by NSDL for those Unsecured Creditors whose e-mail ids were available with the Transferor Company in compliance of the Order.



2. The compliances in relation to dispatch of notice of NCLT convened meeting to the Unsecured Creditors and other compliances related to applicable provisions of the Companies Act, 2013 and rules made there under and the directions mentioned in the NCLT Order are the responsibility of the management of the Transferor Company.
3. The public notice of the meeting was published in the newspaper Business Standard in English Language (Delhi Edition) and in Business Standard in Hindi Language (Delhi Edition) on April 10, 2023 i.e. before emailing the notices to the Unsecured Creditors.

The public notice of the meeting was again published in the newspaper Business Standard in English Language (Delhi Edition) and in Business Standard in Hindi Language (Delhi Edition) on April 13, 2023 i.e. after emailing the notices to the Unsecured Creditors.

4. The Unsecured Creditors of the Transferor Company as on the cut-off date were entitled to vote at the NCLT convened meeting on the resolution contained in the Notice either through remote e-Voting or e-voting during the meeting. The voting rights of Unsecured Creditors have been reckoned in proportion to their debt in the total amount of Unsecured Creditors of the Transferor Company as on cut-off date i.e. 1 (One) vote for value of debt of Rs.1/- (Rupee One only), provided, in case of value of debt is in decimal, the same has been rounded-off to the nearest rupee in multiple of Rs. 1/- (Rupee One only).
5. The remote e-voting commenced on Wednesday, April 12, 2023 at 9:00 A.M. (IST) and ended on Tuesday, May 2, 2023 at 5:00 P.M. (IST). The e-voting platform has been provided by National Securities Depositories Limited ('NSDL') through its designated website <https://www.evoting.nsdl.com>.
6. The e-voting was conducted under the supervision of Chairperson of the meeting. The Transferor Company appointed NSDL for providing e-voting facility for voting through remote e-voting and for e-voting during the Meeting.
7. The data of e-voting was reconciled with the details of Unsecured Creditors as on cut-off date as the Chartered Accountant Certificate. There were 17 (seventeen) Unsecured Creditors representing Rs. 4,30,59,341.95 (Rs. Four Crore Thirty Lakh Fifty Nine Thousand Three Hundred Forty One and Ninety Five Paisa).
8. After the conclusion of meeting, the e-voting done by Unsecured Creditors was unblocked by me in the presence of the Chairperson.
9. **The summary of result of voting through remote e-voting and e- voting during the NCLT Convened Meeting is as under:-**

Resolution- Approval for modification of Scheme of Amalgamation between Minda I Connect Private Limited and Uno Minda Limited (formerly known as Minda Industries Limited) and their respective Shareholders and Creditors.



A. RESULT OF VOTES CAST BY UNSECURED CREDITORS

(i) Summary of voting through remote e-voting and e- Voting during the meeting:

Particulars	Number of Votes received			Percentage (%)
	Remote e-voting	e-voting during meeting	Total	
Assent	4,03,74,401	-	4,03,74,401	100
Dissent	-	-	-	-
Total	4,03,74,401	-	4,03,74,401	100

(ii) Details of bifurcation of aforesaid voting are as under:-

(a). Details of remote e-Voting:-

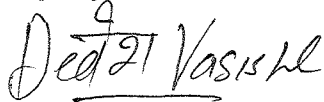
Particulars	Number of voters	Amount outstanding as on cut-off date (In Rs.)	Percentage (%) of total Amount outstanding as on cut-off date
Total e-votes cast	8	4,03,74,401	93.76
Less: Invalid votes	-	-	-
Valid e-votes	8	4,03,74,401	93.76
E-votes with assent	8	4,03,74,401	93.76
E-votes with dissent	-	-	-

(b). Details of e-Voting during the meeting:- **Not Applicable** (as none of the Unsecured Creditors voted during the meeting)

Accordingly, the proposed resolution approving modification of Scheme of Amalgamation has been approved by the requisite majority of the UNSECURED CREDITORS of the Transferor Company.

10. The relevant records relating to meeting have been handed over to the Chairperson of the meeting after its conclusion.

Thanking you,
For DPV & Associates LLP
Company Secretaries



CS Devesh Kumar Vasisht
CP No. 13700
Scrutinizer appointed by the Hon'ble NCLT
UDIN: F008488E000256164



Counter signed by



The Chairperson
Appointed by the Hon'ble
NCLT

Place: New Delhi
Date: May 5, 2023