

MOHINDRA FASTENERS LIMITED



CIN: L74899DL1995PLC064215

Regd. Office: 304 Gupta Arcade, Inder Enclave, Delhi - Rohtak Road, New Delhi-110087

Website: www.mohindra.asia Email id: cs@mohindra.asia Phone: +91-11- 46200400, 46200401 Fax: +91-11-25282667

To,

The Head Listing & Compliance
Metropolitan Stock Exchange of India Ltd. (MSEI)
Vibgyor Towers, 4th Floor, Plot No. C-62, G-Block
Opp. Trident Hotel, Bandra Kurla Complex, Bandra (E)
Mumbai -400098

Ref:- Symbol- MFL, Series BE

Sub: Declaration of voting results in respect of the Postal Ballot process conducted by the company pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LISTING REGULATIONS").

Dear Sir/Madam,

In continuation of our earlier intimation dated April 11, 2019, the company had issued Postal Ballot Notice dated February 11, 2019 pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management & Administration) Rules, 2014 for seeking the approval of the Members of the Company, by way of Resolutions in respect of the following business items as set out in the aforesaid Postal Ballot Notice:

Item Nos.	Description
1.	Approval of the Reclassification or removal of the name of promoters & member of promoter group from the 'Promoter & Promoter Group' category shareholders.
2.	Approval of the revision in the validity or tenure of Appointment of Mr. Ravinder Mohan Juneja, Managing Director of the Company.

We wish to inform you that Anand Kumar Singh, Partners of M/s Anand Nimesh & Associates, Company Secretaries, Delhi, who was appointed as Scrutinizer by the Board of Directors of the Company at its meeting held on Monday, February 11, 2019, for the aforesaid Postal Ballot process, has submitted his Report dated May 11, 2019.

As per the aforesaid Scrutinizer's Report, the Members of the Company have duly approved the Resolutions as embodied in the Postal Ballot Notice dated February 11, 2019 with requisite majority. The aforesaid Resolutions are deemed to have been passed on the last date of e-voting and receipt of Postal Ballot forms i.e. on Saturday, May 11, 2019.

Pursuant to Regulation 44(3) of the SEBI Listing Regulations, the details of voting results in the prescribed format are enclosed herewith as **annexure A** for your information and records. The same is also uploaded on the Company's website at: www.mohindra.asia.



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A duly certified copy of the Report of the Scrutinizer in this regard is also enclosed herewith as annexure B. The Company has been filed the voting results in XBRL Format also on the online portal for XBRL filing of MSEI at: <https://xbrl.msei.in/frmVotingValidate.aspx>

Kindly take the same on your record.

Thanking you,

Yours Faithfully,
For and on behalf of Mohindra Fasteners Limited


Nidhi Pathak
(Company Secretary & Compliance Officer)



Date: 13/05/2019

Place:- Delhi

Category	Name of Voting	No. of Shares Held	No. of Votes Exercised	Total Shares Outstanding	No. of Shares Held by Promoter	No. of Shares Held by Public	Shareholding Pattern (%)	Percentage of Shares Held
		21	21	10000000	10	10	0.21%	0.21%
Promoter	Ending	17400	17400	10000000	17400	17400	0.17%	0.17%
Public	Ending	7	7	10000000	7	7	0.07%	0.07%
Wholesale	Ending	17400	17400	10000000	17400	17400	0.17%	0.17%

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Annexure A

The details of the voting results of the resolutions passed through Postal Ballot Process (Including e-voting) are reproduced hereunder:

Date of Postal Ballot:		
(a) Date of Postal Ballot Notice		11 th February, 2019
(b) Date of Declaration of Results of Postal Ballot		13 th May, 2019
Last date of receipt of postal ballot forms/e-voting:		11 th May, 2019
Total Number of shareholders as on cut-off date for ascertaining the list of shareholders to whom the notice of Postal Ballot was sent and also for reckoning voting rights. (i.e. Cut-off date for Benpose-Beneficiary Position.):		535 (Record Date: 29.03.2019)
No. of shareholders present in the meeting either in person or through proxy:		
Promoters & Promoter Group		Not Applicable
Public		
No. of shareholders attended the meeting through Video Conferencing:		
Promoters & Promoter Group		Not Applicable
Public		

Details of Agenda:-

Resolution No. 1:-

Resolution required: Ordinary			Approval of the Reclassification or removal of the name of promoters & member of promoter group from the 'Promoter & Promoter Group' category shareholders.					
Whether promoter/promoter group are interested in agenda/resolution			Yes					
Category	Mode of Voting	No. of Shares held	No. of 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
Promoter and Promoter Group	E-Voting	3774700	3126200	82.82	3126200	0	100	0
	Poll		0	0	0	0	0	0
	Postal		601100	15.92	601100	0	100	0



	Postal Ballot (If applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Total		5356800	4744318	88.57	4744318	0	100	0

Hence, the above Special Resolution has been passed with requisite majority.

* This includes shares of interested member i.e. Ravinder Mohan Juneja, Promoter of the Company.

Thanking You,
For Mohindra Fasteners Limited

Nidhi Pathak
Nidhi Pathak
(Company Secretary & Compliance Officer)
M. No. A31973



Date: 13th May, 2019

Place: New Delhi

Sl. No.	Description
1	Approval of the Memorandum of Association of the Company to be incorporated in India as a private company under the Companies Act, 2013.
2	Approval of the Articles of Association of the Company to be incorporated in India as a private company under the Companies Act, 2013.

We wish to inform you that Mohindra Fasteners Limited, formerly known as Mohindra Fasteners Private Limited, was incorporated in India as a private company under the Companies Act, 2013 on the 13th May, 2019.

As per the Memorandum of Association of the Company, the authorized share capital of the Company is Rs. 100,00,000/- (Rupees Ten Crores Only).

Further to Regulation 4(1) of the SEBI Listing Regulations, the details of the company which is the principal target for takeover, as mentioned in the above information and details are also specified in the following table.



Anand Nimesh & Associates

(Company Secretaries)

183B, Gali No-8, Second Floor, Gurudwara Road
 West Guru Angad Nagar, Laxmi Nagar, Delhi-110092
 Tel: 011-42730004, M: 9868782243, 8810200014
 E-mail: vdnex1711@gmail.com, ancorporate2@gmail.com
 Website: www.anandnimesh.com

SCRUTINIZER REPORT

To,
 The Chairman/Director
MOHINDRA FASTENERS LIMITED
 CIN: L74899DL1995PLC064215
 304 Gupta Arcade, Inder Enclave
 Delhi-Rohtak Road, New Delhi – 110087

Subject: Consolidated Scrutinizers report on passing of resolution through postal ballot and through e –Voting in term of provision of section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rule, 2014 as amended

Dear Sir,

In term of provision of section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rule 2014 (as amended), and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, ['SEBI Listing Regulations'], I, Anand Kumar Singh, Partner, Anand Nimesh & Associates, Company Secretaries in Whole-time Practice, have been appointed as Scrutinizer by Mohindra Fasteners Limited ("the Company") in the Board Meeting held on 11th day of February 2019 to scrutinize the remote e-voting process and Postal Ballot forms in a fair and transparent manner and for ascertaining the requisite majority on remote e-voting and Postal Ballot forms carried out for the resolution proposed to be passed, as below

Resolution Number	Type of Resolution	For
1	Ordinary Resolution	Approval of the Reclassification or removal of the name of promoters & members of promoter group from the Promoter & Promoter Group category shareholders.
2	Special Resolution	Approval of the revision in the validity or tenure of Appointment of Mr. Ravinder Mohan Juneja, Managing Director of the Company.




I hereby submit my report as under

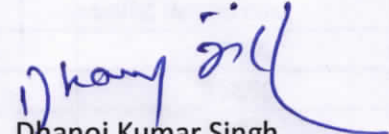
1. On April 11, 2019, the company has completed the dispatch of Postal Ballot notice(s)/ forms to all the Members along with self-addressed postage pre-paid envelope, whose name(s) are appeared in the register of members/List of beneficial owner as on Friday, the March 29, 2019.
2. On April 11, 2019 company has completed the dispatch of Postal Ballot notice(s)/ forms to the Members in electronic form to the email address registered with the company/ Depository participant.
3. An advertisements were published by the Company in Financial Express ('English Newspaper') & Jansatta ('Hindi Newspaper') on Friday the 12th day of April 2019 informing about the date and time of commencement of e-voting, date and time of completion of end of e-voting, Cut of Date for e-voting purpose, date of completion of dispatch of notices, and last date of receiving of postal ballot papers by scrutinizer
4. The Company has appointed National Securities Depository Limited ("NSDL"), the service provider, for providing the facility of remote e-voting to the Members of the Company. The service provider has provided a system for recording the votes of the shareholders electronically.
5. The e-voting period commenced from 09.30 AM on Friday, April 12, 2019 till 5.00 PM on Saturday, May 11, 2019 (both days inclusive).
6. The last date for receipt of Postal Ballot form was Saturday, May 11, 2019.
7. The last date for e-voting was Saturday, May 11, 2019 (5.00 PM IST)
8. The shareholders holding shares as on "cut off" date i.e.- Friday, March 29, 2019 were entitled to vote on proposed resolution.
9. The shareholders of the Company had an option to vote either through the postal ballot forms or through the e-voting facility. Shareholders opting for e-voting facility, cast their votes on the designated website at <https://www.evoting.nsdl.com> via NSDL e-voting platform.
10. Monitored the process of electronic voting through the scrutinizer's secured link provided by NSDL on the designated website at <https://www.evoting.nsdl.com/>



11. The physical Postal Ballots were opened in due course of the scrutiny thereof and such forms were kept under our safe custody before commencing the scrutiny of such Postal Ballot forms and the electronic ballots were maintained by NSDL electronically.

12. The votes were unblocked on the presence of two witnesses, Mr. Nimesh Kumar, R/o Vill-Achpal Garhi, Post- Pilkhuwa, Distt- Hapur, UP-245304 and Mr. Dhanoj Kumar Singh, at G-83, Office No. 202, 2nd floor, Laxmi Nagar, New Delhi-110092 who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.


Nimesh Kumar


Dhanoj Kumar Singh

13. The particulars of all postal ballot forms received from the Members in physical forms and electronic voting report generated from NSDL (the Authorised Agency for e-voting) have been entered in a separate Register maintained for the purpose.

14. The postal ballot form were kept under my safe custody in sealed and tamper proof ballot envelopes before commencing the scrutiny of such postal ballot forms.

15. All postal ballot forms received up to 5.00 PM on Saturday, May 11, 2019 being the last date and time fixed by the company for receipt of the forms were considered for my scrutiny. No envelopes received after 5.00 PM on Saturday, May 11, 2019. The e-voting was disabled immediately thereafter.

16. The postal ballot forms were matched with the Register of Members of the Company as on Friday, March 29, 2019.; there were NIL cases of mismatch.

17. I did not receive/find any defaced or mutilated ballot paper(s).

18. The Management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules made there under and the SEBI Listing Regulations, relating to Postal Ballot voting including voting by electronic means. Our responsibility as Scrutinizers is restricted to making Scrutinizers' Report of the votes cast by the Members on the resolution contained in the Notice, based on the reports generated from NSDL the authorized agency engaged by the Company to provide e-voting facility for e-voting and scrutiny of physical ballot received till the time fixed for closing of voting process.



19. After ascertaining the votes casted by Postal Ballots and remote e-voting, we hereby submit the consolidated results as under:.

Resolution No-1:- Approval of the Reclassification or removal of the name of promoters & members of promoter group from the Promoter & Promoter Group category shareholders.

(I) Voted in favour of the Resolution

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E- voting	38	4110618	100%
Postal Ballot	10	633700	100%
Total	48	4744318	100%

(II) Voted against the Resolution

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E- voting	Nil	Nil	Nil
Postal Ballot	Nil	Nil	Nil
Total	Nil	Nil	Nil

(III) Invalid Votes:

	Total Number of members whose votes were declared invalid	Total Number of votes cast by them
E- voting	Nil	Nil
Postal Ballot	2	2192
Total	2	2192

Resolution No-2:- Approval of the revision in the validity or tenure of Appointment of Mr. Ravinder Mohan Juneja, Managing Director of the Company.

(I) Voted in favour of the Resolution

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E- voting	38	*4110618	100%
Postal Ballot	10	633700	100%
Total	48	4744318	100%



(II) Voted against the Resolution

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E- voting	Nil	Nil	Nil
Postal Ballot	Nil	Nil	Nil
Total	Nil	Nil	Nil

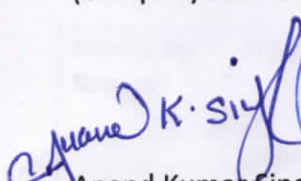
(III) Invalid Votes:

	Total Number of members whose votes were declared invalid	Total Number of votes cast by them
E- voting	Nil	Nil
Postal Ballot	2	2192
Total	2	2192

* This includes shares of interested member i.e. Ravinder Mohan Juneja, Promoter of the Company.

20. The register, postal ballot forms and other related papers/ documents and record shall remain in our safe custody until the chairman/Director consider, approves and sign the minutes and the same are handed over to the company for safe keeping and record.
21. Member who voted through e-voting system and also voting through postal ballot, voting through e-voting system has been considered and his voting through postal ballot has not been counted anywhere.
22. All the resolution have secured required majority of votes and respective resolution may be considered to have been passed. You may accordingly declare the result of voting through postal Ballot.

For Anand Nimesh & Associates
(Company Secretaries)


Anand Kumar Singh
(Partner)

M. No.- 24881
CP. No.- 9404

Date: 11/05/2019
Place: Delhi

For Mohindra Fasteners Limited


Ved Prakash Chaudhry
(Director)

DIN- 07572208

Date: 11/05/2019
Place: Delhi