



OWNER'S PRIDE

POSTAL BALLOT RESULTS

Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 and amended from time to time, the consent of the members of the Company had been sought by means of postal ballot and e-voting for the approval of the preferential issue of warrant as detailed out in the notice dated May 13, 2015. The last date for receipt of the postal ballot forms from the members of the Company was June 24, 2015.

Accordingly, the Company has made necessary arrangements for conducting postal ballot and e-voting process in fair and transparent manner. The Company has engaged Central Depository Services (India) Limited (CDSL), Mumbai to provide e-voting facility to the members of the Company. The Company has appointment Mr. Nilesh G. Shah, Practicing Company Secretary, as a scrutinizer for conducting the postal ballot and e-voting process in a fair and transparent manner.

After completion of scrutiny of the ballot paper received and vote casts through e-voting, the scrutinizer Mr. Nilesh G. Shah has submitted his report on June 25, 2015.

Pursuant to receipt of the scrutinizer report, the result of the postal ballot and e-voting are hereby declared today i.e. June 26, 2015. The details of resolution along with summary of e-voting and postal ballot are given below:

Resolution No: 1: Preferential issue of warrant under section 42, 62(1)(c) of the Companies Act, 2013 (Special Resolution):

(i) Voted in favour of the resolution:

Type of Voting	Number of members voting	Number of votes cast by them	% of total number of valid votes cast
Voting Through Postal Ballot	59	19084418	99.99
Voting Through Electronic Means	27	109934585	99.99
Total	86	129019003	99.99



MIRC ELECTRONICS LIMITED

Regd. Office: Onida House, G-1, M.I.D.C., Mahakali Caves Road, Andheri (East), Mumbai - 400 093.

Tel.: +91-22-6697 5777, 2820 0435 Fax : +91-22-2820 2002

CIN No.: L32300MH1981PLC023637. Website: www.onida.com



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(ii) Voted against the resolution:

Type of Voting	Number of members voting	Number of votes cast by them	% of total number of valid votes cast
Voting Through Postal Ballot	4	1453	0.01
Voting Through Electronic Means	5	15540	0.01
Total	9	16993	0.01

(iii) Invalid Votes:

Type of Voting	Total number of members whose votes were declared invalid	Total Number of votes cast by them
Voting Through Postal Ballot	8	9196
Voting Through Electronic Means	0	0
Total	8	9196

Based on the scrutinizer report as summarized above, it is declared that the resolution is duly passed with requisite majority.

For MIRC Electronics Limited



Gulu L. Mirchandani
Chairman & Managing Director

Place: Mumbai

Date: June 26, 2015

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Report of Scrutinizer in Respect of Postal Ballot Process

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 read with Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
MIRC ELECTRONICS LIMITED
Onida House, G-1, M.I.D.C.,
Mahakali Caves Road,
Andheri (East), Mumbai- 400 093

Dear Sir,

SUB: Scrutinizer's Report on Postal Ballot Voting Process and E-Voting Process conducted pursuant to the provisions of Section 110 of the Companies Act, 2013 ('the Act') read with Rule 22 and Rule 20 of the Companies (Management and Administration) Rules, 2014

The Committee of Board of Directors of MIRC Electronics Limited ('the Company') has vide resolution passed on 13th May, 2015, decided to conduct the process of voting through postal ballot for obtaining approval of Shareholders of the Company for the following resolution as set out in the notice dated 13th May, 2015:

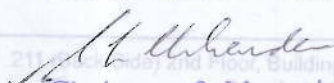
- Preferential issue of warrant under section 42, 62(1)(c) of the Companies Act, 2013.

The Company has provided the facility of voting through electronic means as required under the provisions of Rule 22 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read along with provisions of clause 35B(i) of the Listing Agreement as entered by the Company with BSE Limited and The National Stock Exchange of India Limited.

I, Nilesh G. Shah, was appointed as a Scrutinizer by MIRC Electronics Limited for the purpose of conducting the postal ballot voting process and e-voting process in a fair and transparent manner in respect of obtaining approval of Shareholders of the Company for the aforesaid matters as required under the provisions of the Companies Act, 2013.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through postal ballot and electronic means on the resolution contained in the notice of postal ballot. My responsibility as a scrutinizer for the postal ballot voting process and e-voting process is restricted to ensure that the voting process is conducted in a fair and transparent manner and make a Scrutinizer's report of the votes cast "in favour" or "against" the resolution stated above, based on the reports generated from the postal ballots received from the shareholders and e-voting system provided

Countersigned by
For Mirc Electronics Limited



Chairman & Managing Director

211, Ekamra, and Road, Building No. 1, Sona Udyog, Parsi Panchayat Road, Extn. of Old Nagardes Road, Andheri (East), Mumbai - 400 093
Tel : 2835 3418 E-mail : nilesh@ngshah.com

304-A, Poonam Nagar, Poonam Nagar, Off. Mahakali Caves Road, Andheri (East), Mumbai - 400 093

Tel : 2835 3418 Email : ngshah.cs@gmail.com




25/06/15

Ref: _____

10. A summary of the Postal Ballot Forms received and votes casted (including e-voting) by Shareholders of the Company is as under:

Resolution No. 1: Preferential issue of warrant under section 42, 62(1)(c) of the Companies Act, 2013 (Special Resolution):

(i) Voted in favour of the resolution:

Type of Voting	Number of members voting	Number of votes cast by them	% of total number of valid votes cast
Voting Through Postal Ballot	59	19084418	99.99
Voting Through Electronic Means	27	109934585	99.99
Total	86	129019003	99.99

(ii) Voted against the resolution:

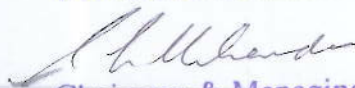
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(iii) Invalid Votes:

Type of Voting	Total number of members whose votes were declared invalid	Total Number of votes cast by them
Voting Through Postal Ballot	8	9196
Voting Through Electronic Means	0	0
Total	8	9196

11. The Postal Ballot Forms and all other relevant records were handed over to the Compliance Officer for safe keeping.

Countersigned by
For Mirc Electronics Limited



Chairman & Managing Director

211 (Back side) 2nd Floor, Building No. 1, Sona Udyog, Parsi Panchayat Road, Extn. of Old Nagardas Road, Mumbai - 400 093. Tel.: 2820 7824 / 2820 3582 E-mail : nilesh@ngshah.com

304-A, Poojari Nagar, Poojari Nagar, Ok. Malakali Caves Road, Andheri (East), Mumbai - 400 093. Tel.: 2838 3418 Email : ngshah.cs@gmail.com



25/05/15

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Recommendation:

The resolution should be considered as passed having secured the requisite majority of votes and therefore be accepted. You may accordingly declare the result of the voting.

Thanking You,

Nilesh G. Shah
25/06/15

Nilesh G. Shah
Practicing Company Secretaries
Membership No.: FCS 4554
CP No. 2631

Place: Mumbai

Dated: 25.06.2015

Countersigned by
For Mirc Electronics Limited

M. M. M. M.
Chairman & Managing Director

