

18th October, 2016

BSE Limited Corporate Relationship Department, P.J. Towers, Dalal Street, Fort, Mumbai - 400 001.	National Stock Exchange of India Ltd., Corporate Relationship Department, Exchange Plaza, 5 th Floor, Plot no.C/1, G Block, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051.
BSE Scrip Code: 532756	NSE Scrip Code: MAHINDCIE

Sub: Outcome of results of postal ballot and Certified True Copy of the resolution

Ref: Regulations 44 and 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") read with Schedule III.

Dear Sir/Madam,

This has further reference to our letter dated 12th September, 2016 and 16th September, 2016, intimating the details of Postal Ballot seeking approval of the members for the item of business as set out in the notice of postal ballot dated 12th September, 2016.

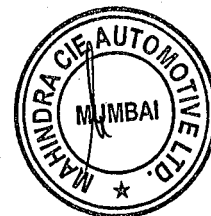
In this regard, Mr. Sachin Bhagwat, Practicing Company Secretary (ACS No. 10189) who was appointed as the scrutinizer has submitted its report dated 18th September, 2016 on the voting through Postal Ballot which includes e-voting to the Chairman of the Company. In accordance with the said report the result of Postal Ballot (which includes voting through electronic means i.e. e-voting) was declared by the Chairman today i.e. 18th September, 2016.

Accordingly, the resolution as set out in the notice of Postal Ballot has been passed by the shareholders of the Company with requisite majority.

Further, in compliance with Regulation 44 of the Listing Regulations the copy of voting results is enclosed herewith along with Certified True Copy of the resolution pursuant to Regulation 30 read with Schedule III of the Listing Agreement.



Mahindra CIE Automotive Limited
CIN: L27100MH1999PLC121285



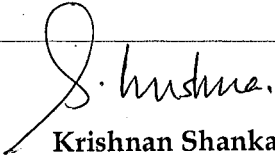
Mahindra *CIE*

Mahindra CIE Automotive Ltd
Mahindra Towers, 1st Floor,
Dr. G. M. Bhosale Marg, Worli,
Mumbai 400 018, India
Tel: +91 22 24901441
Fax: +91 22 24915890
www.mahindracie.com
mcie.investors@mahindracie.com

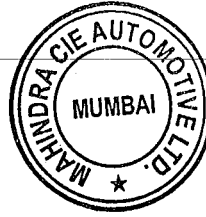
Kindly acknowledge and take the same on the records.

Thanking you,
Yours faithfully,

For Mahindra CIE Automotive Limited



Krishnan Shankar
Company Secretary and Head - Legal



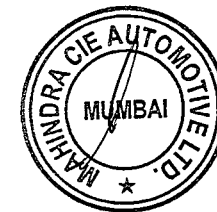
Encl: As above



Mahindra CIE Automotive Limited
CIN: L27100MH1999PLC121285

VOTING RESULTS

Company Name	MAHINDRA CIE AUTOMOTIVE LIMITED
Date of the AGM/EGM (Postal Ballot result)	18 th October, 2016
Total number of shareholders on record date i.e. 9th September, 2016.	56,956
No. of shareholders voted through E-voting or Postal Ballot	
Promoters and Promoter Group:	6
Public:	279
No. of Shareholders attended the meeting through Video Conferencing	NA
Promoters and Promoter Group:	NA
Public:	NA



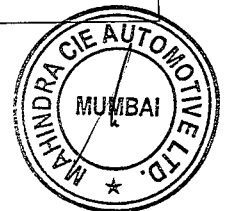
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Agenda Item No. 1	Authorising the Board of directors to give loans to any of the subsidiaries of the Company, to give guarantee or provide security in connection with a loan made by any person to any of the subsidiaries of the company, to acquire by way of subscription, purchase or otherwise, the securities of any body corporate upto an aggregate amount not exceeding Rs. 50,000 Million (Rupees Fifty Thousand Million) including the existing loans / guarantees / securities provided or investments made by the Company, notwithstanding that the aggregate of the loans or guarantees or securities so far given or to be given and/ or securities so far acquired or to be acquired by the Company may collectively exceed the limits prescribed under Section 186 of the Companies Act, 2013.							
Resolution required: (Ordinary/ Special)	Special							
Whether promoter / promoter group are interested in the agenda / resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	-	241,823,012	100.00	241,823,012	-	100.00	-
	Poll	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
	Postal Ballot (if applicable)	241,823,012	-	-	-	-	-	-
	Total	241,823,012	241,823,012	100.00	241,823,012	-	100.00	-



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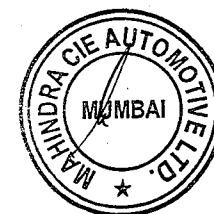
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Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Public- Institutions	E-Voting	-	19,077,439	44.97	18,955,617	121,822	99.36	0.64
	Poll (Not Applicable)	-	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
	Postal Ballot (if applicable)	42,419,810	200,000	0.47	200,000	-	100.00	-
	Total	42,419,810	19,277,439	45.44	19,155,617	-	99.36	-
Public- Non Institutions	E-Voting	-	5,081,401	12.92	5,079,478	1,923	99.96	0.04
	Poll	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
	Postal Ballot (if applicable)	39,342,726	58,083	0.15	56,687	1,396	97.60	2.40
	Total	39,342,726	5,139,484	13.06	5,136,165	3,319	99.94	0.06
	Total	323,585,548	266,239,935	82.28	266,114,794	125,141	99.95	0.05



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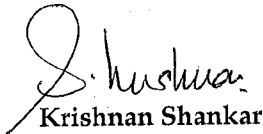


CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE SHAREHOLDERS OF THE COMPANY BY MEANS OF POSTAL BALLOT (WHICH INCLUDES E-VOTING) ON 18TH OCTOBER, 2016.

"RESOLVED THAT pursuant to the provisions of Section 186 and other applicable provisions of the Companies Act 2013, if any, and the Rules made there under (including any statutory modification thereof for the time being in force and as may be enacted from time to time) (The 'Act'), subject to such approvals, consents, sanctions and permissions, as may be necessary, and all other provisions of applicable laws, the Company be and is hereby authorised to give loans to any of the subsidiaries of the Company, to give guarantee or provide security in connection with a loan made by any person to any of the subsidiaries of the company, to acquire by way of subscription, purchase or otherwise, the securities of any body corporate upto an aggregate amount not exceeding Rs. 50,000 Million (Rupees Fifty Thousand Million) including the existing loans / guarantees / securities provided or investments made by the Company, notwithstanding that the aggregate of the loans or guarantees or securities so far given or to be given and/ or securities so far acquired or to be acquired by the Company may collectively exceed the limits prescribed under Section 186 of the Companies Act, 2013.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, approval of the Company be accorded to the Board of Directors of the Company (hereinafter referred to as Board which expression shall include any committee thereof or persons authorized by the Board) to do all such acts, matters and things and to take all such steps as may be required in this connection and to settle any questions, difficulties or doubts that may arise in this regard and to execute such documents, deeds, writings, papers and/ or agreements as may be required as it may in its absolute discretion, deem fit, necessary or appropriate."

CERTIFIED TRUE COPY
For Mahindra CIE Automotive Limited


Krishnan Shankar

Company Secretary and Head - Legal
Membership No. 3482

Date: 18th October, 2016

Place: Mumbai



SACHIN BHAGWAT

ACS

PRACTICING COMPANY SECRETARY

Scrutinizer's Report - Consolidated

To,
Chairman
Mahindra CIE Automotive Limited
Mahindra Towers,
P.K. Kurne Chowk
Worli
Mumbai 400018

Sir,

I, Sachin Bhagwat, Practising Company Secretary, was appointed as a Scrutinizer by the Board of Directors of Mahindra CIE Automotive Limited ("the Company"), pursuant to the provision of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 for the purpose of conducting the Postal Ballot voting process and scrutinizing the votes cast by Postal Ballot forms and electronic means, on the item of business set out in the Notice of Postal Ballot issued by the Company on 12th September, 2016. I submit my consolidated report on the result Postal Ballot as under:

1. The Company completed the dispatch of Notice of Postal Ballot by Registered Post and electronic mode on 17th September, 2016. Postal Ballot Forms and postage pre-paid business reply envelopes were enclosed with the Notice sent by Post to enable the members to cast their votes through postal ballot form. For those members who wished to cast their votes by electronic mode, detailed instructions were given in the Notice.
2. The Notice of Postal Ballot was sent to those members of the Company, whose names appeared in the Register of Members of the Company on 9th September, 2016.
3. The Postal ballot Forms received upto 5.00 PM on 17th October, 2016 were considered valid for scrutiny. No Postal ballot form was received after 5.00 PM on 17th October, 2016. No ballot form was defaced or mutilated.
4. The e-voting module of Karvy Computershare Private Limited was disabled on 17th October, 2016 at 5.00 PM.
5. I have maintained a register in electronic mode which contains details of votes cast by electronic mode and through Postal ballot forms.

Page 1 of 3

Sb

516, Siddhartha Towers I, G. A. Kulkarni Road, Kothrud, Pune 411038

Tel: (020) 25435419 Email: sbhagwatcs@yahoo.co.in

Item No. 1: SPECIAL RESOLUTION

"RESOLVED THAT pursuant to the provisions of Section 186 and other applicable provisions of the Companies Act 2013, if any, and the Rules made there under (including any statutory modification thereof for the time being in force and as may be enacted from time to time) (The 'Act'), subject to such approvals, consents, sanctions and permissions, as may be necessary, and all other provisions of applicable laws, the Company be and is hereby authorised to give loans to any of the subsidiaries of the Company, to give guarantee or provide security in connection with a loan made by any person to any of the subsidiaries of the company, to acquire by way of subscription, purchase or otherwise, the securities of any body corporate upto an aggregate amount not exceeding Rs. 50,000 Million (Rupees Fifty Thousand Million) including the existing loans / guarantees / securities provided or investments made by the Company, notwithstanding that the aggregate of the loans or guarantees or securities so far given or to be given and/ or securities so far acquired or to be acquired by the Company may collectively exceed the limits prescribed under Section 186 of the Companies Act, 2013.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, approval of the Company be accorded to the Board of Directors of the Company (hereinafter referred to as Board which expression shall include any committee thereof or persons authorized by the Board) to do all such acts, matters and things and to take all such steps as may be required in this connection and to settle any questions, difficulties or doubts that may arise in this regard and to execute such documents, deeds, writings, papers and/ or agreements as may be required as it may in its absolute discretion, deem fit, necessary or appropriate."

	Number of ballots	Number of votes	Percentage of total votes	Result
Votes in favour of the resolution	233	266,114,794	99.953%	Passed with requisite majority
Votes against the resolution	23	125,141	0.047%	
Total	256	266,239,935	100%	

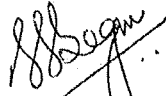
Abstained votes

Number of ballots	Number of votes
0	0

Invalid Votes

Number of ballots	Number of votes
29	7,624

Thanking You,
Yours faithfully,

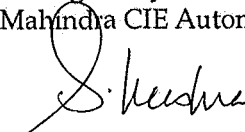


CS Sachin Bhagwat
Practicing Company Secretary
ACS 10189; CP No.: 6029



Place: Hyderabad
Date: 18th October, 2016

Countersigned by :
For Mahindra CIE Automotive Limited



Chairman / Director / Authorised Signatory

Place: Mumbai
Date: 18th October, 2016