

Report on Corporate Governance to be submitted by a listed entity on quarterly basis

1. Name of Listed Entity: **Minda Corporation Limited**
2. Quarter ending: **December 31, 2022**

I. Composition of Board of Directors												
Title (Mr / Ms)	Name of the Director	PAN & DIN	Category (Chairperson /Executive/ Non-Executive/ independent / Nominee) &	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure *	Date of Birth	No. Of directorship in listed entities including this listed entity  [in reference to Regulation 17A(1)]	No of Independent Directors in listed entities including this listed entity  [in reference to proviso to regulation 17A(1)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity  (Refer Regulation 26(1) of Listing Regulation s)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity  (Refer Regulation 26(1) of Listing Regulations)
Mr.	Ashok Minda	AOEPM1451M & 00054727	Chairperson-Executive	01-08-2011	01-08-2022	N.A	N.A	29-06-1961	1	NIL	NIL	NIL
Mr.	Avinash Parkash Gandhi	AAAPG2351A & 00161107	Independent	10-09-2014	01-04-2019	N.A	8 years 3 Months	01-10-1938	5	5	Audit Committee:- 4  Stakeholders' Relationship Committee:- 1	NIL
Mr.	Ashok Kumar Jha	AAJJP8790P & 00170745	Independent	14-11-2014	14-11-2019	N.A	8 Years 1 Months	18-04-1947	3	3	Audit Committee:- 2	Stakeholders' Relationship Committee:- 1
Mr.	Rakesh Chopra	AABPC9470D & 00032818	Independent	10-09-2014	01-04-2019	N.A	8 years 3 Months	17-10-1950	2	2	Audit Committee:- 1  Stakeholders' Relationship Committee:- 1	Audit Committee:- 1
Ms.	Pratima Ram	ABNPR8942E & 03518633	Independent	10-11-2016	10-11-2021	N.A	6 Years 1 Months	29-08-1950	2	2	Audit Committee:- 3  Stakeholders'	Audit Committee:- 1



											Relationship Committee:- 1	
Mr.	Aakash Minda	ATFPM6371A & 06870774	Executive Director	05-11-2020	-	N.A	N.A	29-08-1989	1	NIL	NIL	NIL
Mr	Naresh Kumar Modi	AGWPM3900D & 00089536	Executive Director	11-12-2020	-	N.A	N.A	13-05-1966	1	NIL	NIL	NIL
Mr.	Ravi Sud	AHKPS6347K & 00074720	Nominee Director /Non-Executive Director	25-03-2021	-	N.A	N.A	07-03-1954	1	NIL	Stakeholders' Relationship Committee:- 1	NIL
		Whether Regular chairperson appointed: Yes										
		Whether Chairperson is related to managing director or CEO: Yes, Mr. Ashok Minda is Chairman & Group CEO										
		<p><i>\$PAN of any director would not be displayed on the website of Stock Exchange</i></p> <p><i>&amp; Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than onecategory write all categories separating them with hyphen</i></p> <p><i>* to be filled only for Independent Director. Tenure would mean total period from which Independent director is servingon Board of directors of the listed entity in continuity without any cooling off period.</i></p>										




II. Composition of Committees						
Sr. No	Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/ Non- Executive/independent /Nominee) \$	Date of Appointment	Date of Cessation
1.	Audit Committee	Yes	Mrs. Pratima Ram (Chairperson) Mr. Rakesh Chopra Mr. Avinash P. Gandhi Mr. Ashok Kumar Jha	Independent Independent Independent Independent	12-08-2021 27-05-2010 28-10-2006 14-11-2014	N.A.
2.	Nomination & Remuneration Committee	Yes	Mr. Avinash P. Gandhi (Chairman) Mr. Rakesh Chopra Mr. Ashok Kumar Jha	Independent Independent Independent	08-01-2007 05-07-2011 24-05-2017	N.A.
3	Risk Management Committee(if applicable)	Yes	Mr. Ravi Sud (Chairman) Mr. Ashok Kumar Jha Mr. Aakash Minda	Nominee Director Independent Executive	25-03-2021 28-05-2019 17-12-2021	N.A.
4	Stakeholders Relationship Committee'	Yes	Mr. Ashok Kumar Jha (Chairman) Mr. Avinash P. Gandhi Mr. Ravi Sud	Independent Independent Nominee Director /NED	24-05-2017 28-10-2006 25-03-2021	N.A.
5	Corporate Social responsibility	Yes	Mrs. Pratima Ram (Chairperson) Mr. Avinash P. Gandhi Mr. Ashok Minda	Independent Independent Executive	24-05-2017 12-02-2014 12-02-2014	N.A.
<i>&amp; Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen</i>						
<b>III. Meeting of Board of Directors</b>						
	<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Whether requirement of Quorum met*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
	05.08.2022	04.11.2022	Yes	8	4	90 Days
* to be filled in only for the current quarter meetings						



IV. Meetings of Committees							
<i>Name of Committee</i>	<i>Date(s) of meeting of the committee of previous quarter and current quarter in relevant quarter (in chronological order)</i>	<i>Whether requirement of Quorum met (details)*</i>	<i>Total Number of Directors as on date of the meeting</i>	<i>Number of Directors present (All Directors including Independent Director)</i>	<i>Number of independent directors attending the meeting*</i>	<i>No. of members attending the meeting (other than Board of Directors)</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
Audit Committee	04.08.2022	Yes	4	4	4	0	
	05.08.2022	Yes	4	4	4	0	NIL
	03.11.2022	Yes	4	4	4	0	89 Days
	04.11.2022	Yes	4	4	4	0	NIL
Risk Management Committee	23.09.2022	Yes	3	3	1	0	NIL
	12.12.2022	Yes	3	3	1	0	79 days
Corporate Social Responsibility Committee	23.11.2022	Yes	3	3	2	0	NIL
SRC Committee	07.10.2022	Yes	3	3	2	0	NIL
		* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional **to be filled in only for the current quarter meetings					
<b>V. Related Party Transactions</b>							
		<b>Subject</b>				<b>Compliance status (Yes/No/NA)</b>	
						refer note below	
		Whether prior approval of audit committee obtained				Yes	



Whether shareholder approval obtained for material RPT	There were no material RPT
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	Yes
<p><b>Note:</b></p> <p>1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.</p> <p>2 If status is "No" details of non-compliance may be given here.</p>	
<p><b>VI. Affirmations</b></p>	
<p>1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015. <b>YES</b></p> <p>2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. <b>YES</b></p> <p>a. Audit Committee <b>YES</b></p> <p>b. Nomination &amp; Remuneration Committee <b>YES</b></p> <p>c. Stakeholders Relationship Committee <b>YES</b></p> <p>d. Risk management committee (applicable to the top 100 listed entities) <b>YES</b></p> <p>3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. <b>YES</b></p> <p>4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. <b>YES</b></p> <p>5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here. <b>YES</b></p>	
<p><b>For Minda Corporation Limited</b></p> <p></p> <p><b>Pardeep Mann</b> Company Secretary / Compliance Officer</p>	

**Note:**

Information at Table I and II above need to be necessarily given in 1<sup>st</sup> quarter of each financial year. However, if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given