

Format of 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: **June 30, 2021**

| 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 Regulations) | 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 | 01-08-2019 | 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 | 6 years 9 Month | 01-10-1938 | 5 | 5 | Audit Committee: -5 Stakeholders' Relationship Committee: - 1 | Audit Committee:- 1 |
| Mr. | Ashok Kumar Jha | AAJPJ8790P & 00170745 | Independent | 14-11-2014 | 14-11-2019 | N.A | 6 Years 7 Month | 18-04-1947 | 3 | 3 | Audit Committee: - 2 Stakeholders' Relationship Committee:- 1 | Stakeholders' Relationship Committee:- 1 |
| Mr. | Rakesh Chopra | AABPC9470D & 00032818 | Independent | 10-09-2014 | 01-04-2019 | N.A | 6 years 9 Month | 17-10-1950 | 2 | 2 | Audit Committee:- 2 Stakeholders' Relationship Committee:- 1 | Audit Committee:- 2 |
| Ms. | Pratima Ram | ABNPR8942E & 03518633 | Independent | 10-11-2016 | - | N.A | 4 Years 7 Month | 29-08-1950 | 2 | 2 | Audit Committee:- 3 | NIL |

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|-----|----------------------|---|--|------------|---|-----|-----|------------|---|-----|--|-----|
| 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 & CFO (*) | 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: No | | | | | | | | | | |
| | | <p><i>\$PAN of any director would not be displayed on the website of Stock Exchange</i></p> <p><i>&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> <p><i>(*) Mr. Naresh Kumar Modi designated as Executive Director & CFO w.e.f May 18, 2021.</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 | Mr. Rakesh Chopra (Chairman) Mr. Avinash P. Gandhi Mr. Ashok Kumar Jha | Independent Independent Independent | 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. Ashim Vohra | Nominee Director /NED Independent COO | 25-03-2021 28-05-2019 06-11-2019 | 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. |
| <p><i>&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></p> | | | | | | |
| III. Meeting of Board of Directors | | | | | | |
| | <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> |
| | 03.02.2021 | 18.05.2021 | Yes | 8 | 4 | 53 days |
| | 25.03.2021 | 07.06.2021 | Yes | 8 | 4 | 19 days |
| * to be filled in only for the current quarter meetings | | | | | | |
| IV. Meetings of Committees | | | | | | |



| Type of Committee | Date(s) of meeting of the committee in the relevant quarter | Whether requirement of Quorum met (details)* | Number of Directors present* | Number of independent directors present* | Date(s) of meeting of the committee in the previous quarter | Maximum gap between any two consecutive meetings in number of days* |
|---|--|---|-------------------------------------|---|--|--|
| Audit Committee | 20.04.2021 | Yes | 3 | 3 | 03.02.2021 | 47 days |
| | 18.05.2021 | Yes | 3 | 3 | - | 26 days |
| Nomination & Remuneration Committee | 17.05.2021 | Yes | 3 | 3 | 25.03.2021 | 52 days |
| Stakeholders Relationship Committee' | - | Yes | 3 | 3 | 08.03.2021 | |
| CSR Committee | - | Yes | 3 | 3 | 11.03.2021 | |
| <p>* 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</p> | | | | | | |
| V. Related Party Transactions | | | | | | |
| Subject | | | | | Compliance status (Yes/No/NA) | |
| | | | | | <i>refer note below</i> | |
| Whether prior approval of audit committee obtained | | | | | Yes | |



| | |
|--|------|
| Whether shareholder approval obtained for material RPT | N.A. |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee | Yes |

Note:

- 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.
- 2 If status is "No" details of non-compliance may be given here.

VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015. **YES**
2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. **YES**
 - a. Audit Committee **YES**
 - b. Nomination & Remuneration Committee **YES**
 - c. Stakeholders Relationship Committee **YES**
 - d. Risk management committee (applicable to the top 100 listed entities) **YES**
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. **YES**
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. **YES**
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. **YES**

For Minda Corporation Limited




**Pardeep Mann
Company Secretary / Compliance Officer**

Note:



Information at Table I and II above need to be necessarily given in 1st 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

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