


COMPLIANCE REPORT ON CORPORATE GOVERNANCE
For the Quarter ended December 31, 2019

1. Name of Listed Entity: Minda Corporation Limited
2. Quarter ending: December 31, 2019

Composition of Board of Directors

Title (Mr./Mrs.)	Name of the Director	PAN & DIN	Category (Chairperson /Executive/ Non-Executive/ independent/ Nominee) *	DOB	Whether SR Passed, If YES, Date of SR (Regulation 17(1) of LODR)	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure*	No of Direct orshi p in listed entiti es includ ing this listed entity (Refer Regulat ion 25(1) of Listin g Regula tions)	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 & 0005472Z	Chairperson-Executive	29-06-1961	NA	01-08-2011	01-08-2019	N.A	N.A	1	NIL	NIL
Mr.	Avinash Parkash Gandhi	AAAPG2351A & 00161107	Independent	01-10-1938	YES 24-03-2019	10-09-2014	01-04-2019	N.A	5 years 3 Month	5	Audit Committee:- 4 Stakeholders' Relationship Committee:- 1	Audit Committee:- 1 Nomination and Remuneration Committee:- 1



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Mr.	Ashok Kumar Jha	AAJPI8790P & 00170745	Independent	18-04-1947	NA	14-11-2014	14-11-2019	N.A	5 Years 1 Month	3	Nomination and Remuneration Committee:- 5	Stakeholders' Relationship Committee:- 1
Mr.	Rakesh Chopra	AABPC9470D & 00032818	Independent	17-10-1950	NA	10-09-2014	01-04-2019	N.A	5 years 3 Month	2	Audit Committee:- 2 Stakeholders' Relationship Committee:- 1 Nomination and Remuneration Committee:- 1	Audit Committee:- 2
Mr.	Laxman Ramnarayan	AAEPR3813N & 03033960	Executive & Group CFO	11-11-1967	NA	24-05-2017	01-09-2019	N.A	N.A	1	Stakeholders' Relationship Committee:- 1 Nomination and Remuneration Committee:- 1	NIL
Ms.	Pratima Ram	ABNPR8942E & 03518633	Independent	29-08-1950	NA	10-11-2016	-	N.A	3 Years 1 Month	4	Audit Committee:- 3 Nomination and Remuneration Committee:- 2	Audit Committee:- 1
Mr.	Sudhir Kashyap	AAFPK0303H & 06573561	Executive	16-12-1964	NA	05-05-2013	05-05-2018	15-10-2019	N.A	-	-	-

PAN number of any director would not be displayed on the website of Stock Exchange *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
* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of listed entity in continuity without any cooling off period.



Handwritten signature: *ASR RMD*

Composition of Committees			
Name of Committee	Name of Committee members	Category (Chairperson/Executive/ Non-Executive/Independent/ Nominee)	Date of Appointment
1. Audit Committee	Mr. Rakesh Chopra (Chairman) Mr. Avinash P. Gandhi Mr. Ashok Kumar Jha	Independent Independent Independent	27-05-2010 28-10-2006 14-11-2014
2. Nomination & Remuneration Committee	Mr. Avinash P. Gandhi (Chairman) Mr. Rakesh Chopra Mr. Ashok Kumar Jha	Independent Independent Independent	08-01-2007 05-07-2011 24-05-2017
3. Risk Management Committee	Mr. R. Laxman (Chairman) Mr. Ashok Kumar Jha Mr. Ashim Vohra	Non-Executive Independent COO	28-05-2019 28-05-2019 06-11-2019
4. Stakeholders Relationship Committee	Mr. Ashok Kumar Jha (Chairman) Mr. Avinash P. Gandhi Mr. Laxman Ramnarayan	Independent Independent Non-Executive	24-05-2017 28-10-2006 24-05-2017
5. Corporate Social Responsibility Committee	Mrs. Pratima Ram (Chairperson) Mr. Avinash P. Gandhi Mr. Ashok Minda	Independent Independent Executive	24-05-2017 12-02-2014 12-02-2014

⁴Category of directors means executive/non-executive/Independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen

III. Meeting of Board of Directors			
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)	
12.08.2019	06.11.2019	40 days	
26.09.2019			
IV. Meeting of Audit Committees			
Date(s) of meeting of the committee in the relevant quarter (Audit Committee)	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
06.11.2019	Yes	12.08.2019	40 days
18.12.2019	Yes	21.08.2019	41 days
		26.09.2019	



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* This information has to be mandatorily be given for audit committee, for rest of the committees
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V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA)
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 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.
 - a. Audit Committee **YES**
 - b. Compensation/ Nomination & Remuneration Committee **YES**
 - c. Stakeholders Relationship Committee **YES**
 - d. Risk Management Committee **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. **YES**

For Minda Corporation Limited

Ajay Sancheti

Ajay Sancheti
 Company Secretary / Compliance Officer

