

COMPLIANCE REPORT ON CORPORATE GOVERNANCE
For the Quarter ended June 30, 2017

1. Name of Listed Entity: Minda Corporation Limited
2. Quarter ending: June 30, 2017

I. Composition of Board of Directors									
Title (Mr./Ms.)	Name of the Director	PAN & DIN	Category (Chairperson/Executive/Non Executive/Independent/Nominee)	Date of Appointment in the Current term/cessation	Tenure*	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	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	N.A	1	Audit Committee: 1	NIL	
Mr.	Sudhir Kashyap	AAFPO303H & 06573561	Executive	05-05-2013	N.A	1	NIL	NIL	
Mr.	Avinash Parkash Gandhi	AAAPG2351A & 00161107	Independent	10.09.2014	<u>2 Years 9 Months</u> <u>20 Days</u>	4	Audit Committee: 5 Stakeholders' Relationship Committee: 2 Nomination & Remuneration Committee: 6	Audit Committee: 1 Stakeholders' Relationship Committee: 1 Nomination & Remuneration Committee: 1	
Mr.	Ashok Kumar Jha	AAJJP8790P & 00170745	Independent	14-11-2014	<u>2 Year 7 Months</u> <u>16 Days</u>	3	Audit Committee: 4 Nomination & Remuneration Committee: 3 Stakeholders' Relationship Committee: 1	Audit Committee: 1 Stakeholders' Relationship Committee: 1	



Mr.	Rakesh Chopra	AABPC9470D & 00032818	Independent	10.09.2014	<u>2 Years</u> <u>9 Months</u> <u>20 Days</u>	2	Audit Committee: 3 Stakeholders' Relationship Committee: 1 Nomination & Remuneration Committee: 2	Audit Committee: 2
Mr.	Laxman Ramnarayan	AAEPR3813N & 03033960	Non-Executive	24-05-2017	N.A	1	Stakeholders' Relationship Committee: 1	NIL
Mrs.	Pratima Ram	ABNPPR894ZE & 03518633	Independent	10-11-2016	<u>7 Month</u> <u>20 Days</u>	5	Audit Committee: 2 Nomination & Remuneration Committee: 2	Audit Committee: 1

PAN number of any director would not be displayed on the website of Stock Exchange ^aCategory 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 directors of the listed entity in continuity without any cooling off period.

II. Composition of Committees		Name of Committees	Name of Committee Member	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)
1.	Audit Committee		Mr. Rakesh Chopra (Chairman) Mr. Avinash P. Gandhi Mr. Ashok Kumar Jha	Independent Independent Independent
2.	Nomination & Remuneration Committee		Mr. Avinash P. Gandhi (Chairman) Mr. Rakesh Chopra Mr. Ashok Kumar Jha	Independent Independent Independent
3.	Risk Management Committee (If applicable)		Not Applicable	
4.	Stakeholders Relationship Committee		Mr. Ashok Kumar Jha (Chairman) Mr. Avinash P. Gandhi Mr. Laxman Ramnarayan	Independent Independent Non-Executive

^aCategory 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 meeting (in number of days)



13-02-2017	24-05-2017	42 Days
28-03-2017		56 Days

IV. Meeting of Committee (s) Date(s) of meeting of the committee in the relevant quarter	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*
Audit Committee 24-05-2017	Yes	13-02-2017	99 Days

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

V. Related Party Transaction(s)	Subject	Compliance Status (Yes/No/NA)
Whether prior approval of audit committee obtained		Yes
Whether shareholder approval obtained for material RPT		NA
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. Affirmation

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 (applicable to the top 100 listed entities): **Not Applicable**
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



Date :
Place : Gurgaon

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.