

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: **December 31, 2023**


I. Composition of Board of Directors												
Title (Mr./Ms.)	Name of the Director	PAN ^s & 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 Directorship in listed entities including this listed entity [in reference 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	01-08-2022	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.	9 years 3 months	01-10-1938	4	4	Audit Committee: - 3 Stakeholders' Relationship Committee: - 1	NIL
Mr.	Ashok Kumar Jha	AAJPJ8790P & 00170745	Independent	14-11-2014	14-11-2019	N.A.	9 Years 1 Month	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.	9 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.	7 Years 1 Month	29-08-1950	2	2	Audit Committee: - 3 Stakeholders' Relationship Committee: - 1	Audit 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.	Gajanan Vithal Gandhe	AEQPG1522B & 02023395	Independent	03-08-2023	-	N.A.	5 Months	01-03-1964	1	1	NIL	NIL
		Whether Regular chairperson appointed: Yes										
		Whether Chairperson is related to managing director or CEO: Yes, 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>& 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	Ms. 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	Ms. Pratima Ram (Chairperson) Mr. Ashok Kumar Jha Mr. Aakash Minda	Nominee Director Independent Executive Director	19-06-2023 28-05-2019 17-12-2021	N.A.
4	Stakeholders Relationship Committee'	Yes	Mr. Ashok Kumar Jha (Chairman) Mr. Avinash P. Gandhi Ms. Pratima Ram	Independent Independent Independent	24-05-2017 28-10-2006 19-06-2023	N.A.
5	Corporate Social responsibility	Yes	Ms. Pratima Ram (Chairperson) Mr. Avinash P. Gandhi Mr. Ashok Minda	Independent Independent Executive Director	24-05-2017 12-02-2014 12-02-2014	N.A.
<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>						
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 consecutives (in number of days)</i>
	03.08.2023	02.11.2023	Yes	8	5	90 days
<i>* to be filled in only for the current quarter meetings</i>						
						

IV. Meetings of Committees							
Name of Committee	Date(s) of meeting of the committee of previous quarter and current quarter in relevant quarter (in chronological order)	Whether requirement of Quorum met (details)*	Total Number of Directors as on date of the meeting	Number of Directors present (All Directors including Independent Director)	Number of independent directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)	Maximum gap between any two consecutive meetings in number of days*
Audit Committee	02.08.2023	Yes	4	4	4	0	NIL
	03.08.2023	Yes	4	4	4	0	NIL
	01.11.2023	Yes	4	4	4	0	89 days
	02.11.2023	Yes	4	4	4	0	NIL
Risk Management Committee	25.10.2023	Yes	3	3	2	0	NIL
Corporate Social Responsibility Committee	20.10.2023	Yes	3	3	2	0	NIL
<p>* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional</p> <p>**to be filled in only for the current quarter meetings</p>							
V. Related Party Transactions							
Subject						Compliance status (Yes/No/NA)	
						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>Note:</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>							
							

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. 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.

Details of Cyber Security Incidence:

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No
--	----

Date of the event: Nil

Brief Details of the event: Nil

For Minda Corporation Limited



Pardeep Mann
Company Secretary / Compliance Officer