

1. Name of Listed Entity: Minda Corporation Limited

2. Quarter ending: December 31, 2015

Composition of Board of Directors								
Title (Mr./ Ms.)	Name of the Director	PAN & DIN	Category (Chairperson /Executive/ Non-Executive/ independent/ Nominee) <sup>2</sup>	Date of Appointment in the Current term/cessation	Tenure*	No of Directors hip in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulation s)	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	Shareholders' Grievances Committee:- 1	NIL
Mr.	Sudhir Kashyap	AAFPM0303H & 06573561	Executive	05-05-2013	N.A	1	NIL	NIL
Mr.	Avinash Parkash Gandhi	AAAPG2351A & 00161107	Independent	28.01.2006	9 Years 11 Months	4	Audit Committee Member:- 4 Shareholders' Grievances Committee:- 1 Nomination and Remuneration Committee:- 4	Audit Committee Chairman:- 1 Shareholders' Grievances Committee Chairman:- 1 Nomination and Remuneration Committee Chairman:- 1
Mr.	Sunil Behari Mathur	AGWPM9645F & 00013239	Independent	07.01.2015	11 Months	6	Audit Committee Member:- 4	Audit Committee Chairman:- 1
Mr.	Ashok Kumar Jha	AAJPJ8790P & 00170745	Independent	14.11.2014	1 Year 1 Month	3	Audit Committee Member:- 2 Nomination and	NIL

  
 Minda Corporation Limited  
 Delhi  
 At 29/12/15

							Remuneration Committee:- 1	
Mr.	Rakesh Chopra	AABPC9470D & 00032818	Independent	27-05-2010	5 Years 7 Months	2	Audit Committee Member:- 2  Shareholder Committee:- 1  Nomination and Remuneration Committee:- 1	Audit Committee Chairman:- 1
Mr.	Laxman Ramnarayan	AAEPR3813N & 03033960	Non-Executive	28-03-2011	N.A	1	Audit Committee Member:- 1  Shareholders' Grievances Committee:- 1  Nomination and Remuneration Committee:-1	NIL
Mrs	Thankom T. Mathew	ADEPM8050B & 00025326	Independent	27-03-2015	9 Months	2	Audit Committee Member:- 1	NIL

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 directors of the listed entity in continuity without any cooling off period.

II. Composition of Committees		
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)
1. Audit Committee	Mr. Rakesh Chopra	Chairperson/Independent
	Mr. Avinash P. Gandhi	Independent
	Mr. Ashok Kumar Jha	Independent
	Mr. Sunil Behari Mathur	Independent
	Mr. Laxman Ramnarayan	Non-Executive
2. Nomination & Remuneration Committee	Mr. Avinash P. Gandhi	Chairperson/Independent
	Mr. Rakesh Chopra	Independent
	Mr. Laxman Ramnarayan	Non-Executive
3. Risk Management Committee (if applicable)	NA	NA
4. Stakeholders Relationship Committee'	Mr. Avinash P. Gandhi	Chairperson/Independent
	Mr. Laxman Ramnarayan	Non-Executive
	Mr. Ashok Minda	Executive



<sup>3</sup>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

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)	
06.08.2015	04.11.2015	90 days	
IV. Meeting of 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*
04.11.2015	Yes, all 5 members were present	09.07.2015	90 days
17.12.2015	Yes, all 5 members were present	06.08.2015	

*At Gurgaon*



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

**V. Related Party Transactions**

<i>Subject</i>	<i>Compliance status (Yes/No/NA)<sup>refer note below</sup></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 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.
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
  - a. Audit Committee
  - b. Nomination & remuneration committee
  - c. Stakeholders relationship committee
  - d. Risk management committee (N.A)
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.
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.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:

  
Name & Designation: Ajay Sancheti

Company Secretary / Compliance Officer



**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.