

ANNEXURE-D

CORPORATE GOVERNANCE REPORT

1) Our Corporate Governance Philosophy

- 2) Your Company is committed to achieve and maintain the highest standards of Corporate Governance. Your Company believes in the concept of good Corporate Governance involving transparency, empowerment, accountability, equity and integrity with a view to enhance stakeholder's value in order to achieve its mission as stated below: -

"To continually enhance the stakeholders' value through global competitiveness while contributing to society."

Our Corporate Governance framework ensures effective engagement with our stakeholders and which help us to evolve with changing time.

Your Company believes that an active, well informed independent Board is necessary to ensure the highest standard of Corporate Governance. Your Company firmly believes that the Board's independence is essential to bring objectivity and transparency in the management and in the dealings of the Company.

3) Board Composition

Size and composition of Board

Your Company believes that our Board needs an appropriate mix of Executive Directors and Independent Directors to maintain its independence and separate its functions of governance and management. SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") mandate that for a Company with an Executive Chairman, at least one-half of the Board should be Independent Directors.

On 31 March 2022, our Board consists of eight members, out of which three are Executive; one is Non-Executive, while the remaining four are Independent Directors.

The above composition comprises of two Women Directors out of which one is Independent Director.

The independent directors have confirmed that they meet the criteria of independence as required under the Companies Act, 2013 and Regulation 16 (1) (b) of Listing Regulations. The Board is of the opinion that the Independent Directors fulfill the conditions specified in Listing Regulations and are Independent of the Management.

No Independent Director of the Company serves as a whole-time director of a listed Company.

No Independent Director is a director in more than seven listed companies and as director of more than 10 public companies.

No director is a director of more than 20 Companies or director of more than 10 public companies.

No director is a member in more than 10 committees of public limited companies nor acts as a chairperson of more than 5 committees across all listed entities in terms of Regulation 26(1) of Listing Regulations.

The shareholders at their General Meeting/ Postal Ballot held from time to time have approved the appointment of Independent Directors for a fixed tenure not exceeding as prescribed under the Companies Act, 2013. The Company issued letter of appointment to all its Independent Directors as per Schedule IV to the Companies Act, 2013 and the terms and conditions of such appointment have been disclosed on the website of the Company at https://www.unominda.com/images/Corporate_governance/Corporate_Governance_Policies/Appointment-Letter-Independent-Director.pdf

The composition of the Board, category and particulars of attendance during the financial year 2021-22 is given below: -

- i) The composition of the Board, category and particulars of attendance is given below:

Name of Director	Category of Directorship	Attendance Record Total Board Meeting held during FY 2021-22 = 8 Nos.		Number of other Directorships*	Committee Membership/ Chairmanships**	
		Board Meetings attended	Last AGM held on 12/08/2021 Attended Yes/No		Member	Chairman \$
Mr. Nirmal Kumar Minda	Chairman & Managing Director Promoter	7	Yes	7	0	0
Mr. Ravi Mehra	Dy. Managing Director	8	Yes	4	2	0

ANNEXURE-D (Contd.)

Name of Director	Category of Directorship	Attendance Record Total Board Meeting held during FY 2021-22 = 8 Nos.		Number of other Directorships*	Committee Membership/ Chairmanships**	
		Board Meetings attended	Last AGM held on 12/08/2021 Attended Yes/No		Member	Chairman \$
Mr. Anand Kumar Minda	Non- Executive Director Promoter Group	8	Yes	7	2	0
Ms. Paridhi Minda	Whole-time Director Promoter Group	7	Yes	6	0	0
Mr. Satish Sekhri***	Non- Executive Independent Director	8	Yes	6	6	1
Mrs. Pravin Tripathi	Non- Executive Independent Director	8	Yes	5	5	1
Mr. Krishan Kumar Jalan	Non- Executive Independent Director	8	Yes	8	8	0
Dr. Chandan Chowdhury****	Non- Executive Independent Director	3	Not Applicable	-	-	-
Mr. Rakesh Batra*****	Non- Executive Independent Director	6	Yes	2	1	0
Mr. Rajiv Batra*****	Non- Executive Independent Director	NA	NA	2	-	-
Mr. Satish Balkrishna Borwankar*****	Non- Executive Independent Director	NA	NA	-	-	-

Note: There are no inter-se relationships between our Board members except Ms. Paridhi Minda. She is daughter of Mr. Nirmal K. Minda, Chairman & Managing Director.

* Includes directorship in Minda Industries Limited and excludes directorship in Private Companies, Foreign Companies, Companies incorporated under Section 8 of the Companies Act, 2013 and alternate directorships.

** For the purpose of considering the limit of Committee Memberships and Chairmanships of a Director, Audit Committee and Stakeholders Relationship Committee of Public Limited Companies have been considered. Also includes the Memberships & Chairmanships in Minda Industries Limited

\$ Chairmanship of Audit Committee and Stakeholders Relationship Committee of listed companies only considered.

*** Mr. Satish Sekhri, Non-Executive Independent Director on the Board of the Company upon completion of his 2nd term ceased to be a Director on the Board w.e.f. 01 April 2022.

**** Dr. Chandan Chowdhury, Non-Executive Independent Director on the Board of the Company has completed his tenure and he ceased to be a Director on the Board w.e.f. 06 August 2021

***** Mr. Rakesh Batra, appointed as an Additional Director in the category of Non-Executive Independent Director on the Board of the Company for a period of three years w.e.f. 19 July 2021. The appointment of Mr. Batra was regularised as an Independent Director by the shareholders at their meeting held on 12 August 2021.

***** Mr. Rajiv Batra has been appointed as an Additional Director in the category of Non-Executive Independent Director on the Board of the Company with effect from 01 April 2022 for a term of two consecutive years, subject to approval by the shareholders which is being sought by way of Postal Ballot.

***** Mr. Satish Balkrishna Borwankar, has been appointed as an Additional Director in the category of Non-Executive Independent Director on the Board of the Company with effect from 12 April 2022 for a term of three consecutive years, subject to approval by the shareholders which is being sought by way of Postal Ballot.

Mr. Nirmal K. Minda, is a Promoter Director. Mr. Anand Kumar Minda and Ms. Paridhi Minda are part of Promoter Group.

ANNEXURE-D (Contd.)

Name of the other listed entities where such director is a director

S. No.	Name of the Director	CIN & Name of other Listed entity where he/she is a director	Category of the directorship
1	Mr. Nirmal K Minda	NIL	NIL
2	Mr. Ravi Mehra	NIL	NIL
3	Mr. Anand Kumar Minda	NIL	NIL
4	Ms. Paridhi Minda	NIL	NIL
5	Mr. Krishan Kumar Jalan	L45201DL1999PLC195937 PNC Infratech Limited	Independent Director
		L27320WB1997PLC084819 Titagarh Wagons Limited	Independent Director
6	Ms. Pravin Tripathi	1) L29130DL1987PLC027342 Jai Bharat Maruti Limited	Independent Director
		2) L51909MH2002PLC135594 Multi Commodity Exchange of India Limited	Independent Director
		4) L74899DL1996PLC083073 JBM Auto Limited	Independent Director
7	Mr. Rakesh Batra	L29222DL1979PLC009668 Sterling Tools Limited	Independent Director
8	Mr. Satish Sekhri*	L34300HR1983PLC023187 Rico Auto Industries Limited	Independent Director

*ceased to be an Independent Director of the Company with effect from 1 April 2022

Board Meetings

Eight (8) Board Meetings were held during the financial year 2021-22. These meetings were held on 22 May 2021, 13 June 2021, 02 August 2021, 14 August 2021, 11 November 2021, 10 December 2021, 07 February 2022 and 25 March 2022

Availability of information to the Board members

The Board has unrestricted access to all Company related information including that of our employees. At Board Meeting, managers and representatives who can provide additional insights into the items being discussed are invited. Regular updates provided to the Board include Annual Budget, Technology Collaboration, Investments, Quarterly Results, Minutes of meeting of Subsidiary Companies, Minutes of Audit Committee and other committee of the Board of the Company, status of statutory compliances and other material information.

All the information relevant to the Company as required under SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 is also made available to the Board.

Skills/Experience/ Competence of the Board

The Board has members having skill/experience/ competence required for the business and affairs of the Company for it to function effectively. The Board has inter-alia the following attributes:

Nature of skill/ competence/ experience	Mr. Nirmal K Minda	Mr. Anand Minda	Ms. Paridhi Minda	Mr. Ravi Mehra	Mr. Krishan Kumar Jalan	Ms. Pravin Tripathi	Mr. Rakesh Batra	Mr. Satish Sekhri	Mr. Rajiv Batra*	Mr. Satish Balkrishna Borwankar**
Knowledge - understand the Company's business, policies, and culture (including its mission, vision, values, goals, current strategic plan, governance structure, major risks and threats and potential opportunities) and knowledge of the industry in which the Company operates	√	√	√	√	√	√	√	√	√	√

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Nature of skill/ competence/ experience	Mr. Nirmal K Minda	Mr. Anand Minda	Ms. Paridhi Minda	Mr. Ravi Mehra	Mr. Krishan Kumar Jalan	Ms. Pravin Tripathi	Mr. Rakesh Batra	Mr. Satish Sekhri	Mr. Rajiv Batra*	Mr. Satish Balkrishna Borwankar**
Behavioral Skills - attributes and competencies to use their knowledge and skills to function well as team members and to interact with key stakeholders	√	√	√	√	√	√	√	√	√	√
Strategic thinking and decision making	√	√	√	√	√	√	√	√	√	√
Financial Skills	√	√	√	√	√	√	√	√	√	√
Professional skills and knowledge to assist the ongoing aspects of the business	√	√	√	√	√	√	√	√	√	√

* Mr. Rajiv Batra has been appointed as an Additional Director in the category of Non-Executive Independent Director on the Board of the Company with effect from 01 April 2022.

** Mr. Satish Balkrishna Borwankar, has been appointed as an Additional Director in the category of Non- Executive Independent Director on the Board of the Company with effect from 12 April 2022.

Code of Conduct

In compliance with Regulation 26(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and the Companies Act, 2013, the Company has framed and adopted Code of Conduct ('the Code').

The code is applicable to all Directors, Independent Directors and Senior Management of the Company. The Code gives guidance and support needed for ethical conduct of business and compliance of law. The code is available on our website https://www.unominda.com/images/Corporate_governance/Corporate_Governance_Policies/MIL_COC.PDF

All Members of the Board and Senior Management personnel have affirmed the compliance with the Code as on 31 March 2022.

A declaration to this effect, signed by the CEO in terms of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 forms part of the Board's Report is appended as **Annexure-J**.

3. Board Committees

The Board has 5 (five) Committees: Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, Corporate Social Responsibility (CSR) Committee, and Risk Management Committee.

The quorum for meetings is either two or one-third of the total number of members of the committee, whichever is higher.

a) Audit Committee

Audit Committee comprised of three Independent Directors as on 31 March 2022.

The Composition, Category and Attendance of Audit Committee is given below: -

Name of the member	Category	Attendance Record (No. of meetings held = 7) Meeting(s) attended	Date on which meeting held
Ms. Pravin Tripathi	Chairperson	7	22-05-2021 13-06-2021
Mr. Satish Sekhri*	Member	7	14-08-2021 10-11-2021
Mr. Krishan Kumar Jalan	Member	7	10-12-2021
Mr. Rakesh Batra**	Member	-	05-02-2022 25-03-2022

*ceased to be a member of the committee w.e.f. 01 April 2022.

**appointed as a member of the committee w.e.f. 01 April 2022.

The Company Secretary acts as a Secretary the Committee.

ANNEXURE-D (Contd.)

Qualified and Independent Audit Committee

The Company complies with Section 177 of the Companies Act, 2013 as well as requirements under the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 pertaining to the Audit Committee. Its functioning is as under:

- i) The Audit Committee presently consists of the three Independent Directors.
 - ii) All members of the committee are financially literate and having the requisite financial management expertise.
 - iii) The Chairman of the Audit Committee is an Independent Director.
 - iv) The Chairman of the Audit Committee was present at the last Annual General Meeting held on 12 August 2021.
- All the recommendations made by the Audit Committee during the year were accepted by the Board.

Powers of the Audit Committee

- To investigate any activity within its terms of reference.
- To seek information from any employee.
- To obtain outside legal or other professional advice.
- To secure attendance of outsiders with relevant expertise, if it considers necessary.

Terms of reference and role of the Audit Committee inter-alia includes matters specified under section 177(4) of the Companies Act, 2013 and Part-C of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

b) Nomination and Remuneration Committee

The Nomination and Remuneration Committee comprised of three independent directors as on 31 March 2022.

The composition, category and attendance of Nomination and Remuneration Committee is given below:-

Name of the member	Category	Attendance Record (No. of meetings held = 4) Meeting(s) attended	Date on which meeting held
Ms. Pravin Tripathi	Chairperson	4	27-05-2021
Mr. Satish Sekhri*	Member	4	13-06-2021
Mr. Krishan Kumar Jalan	Member	4	19-07-2021
Mr. Rakesh Batra**	Member	-	07-02-2022

*ceased to be a member of the committee w.e.f. 01 April 2022.

**appointed as a member of the committee w.e.f. 01 April 2022.

The Company Secretary acts as a Secretary the Committee.

Terms of reference

- To identify persons, who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down and to recommend to the Board their appointment or removal
- To carry out evaluation of every Director's performance
- To formulate the criteria for determining qualifications, positive attributes and independence of a Director, and recommend to the Board a policy, relating to the remuneration for the Directors, key managerial personnel and other employees
- To formulate the criteria for evaluation of Independent Directors and the Board
- To devise a policy on Board diversity
- To recommend / review remuneration of the Managing Director(s), Whole-time Director(s) and their relatives, Key Managerial Personnel and Senior Management based on their performance and defined assessment criteria
- To carry out any other functions as is mandated by the Board from time to time and/ or enforced by any statutory notification, amendment or modification, as may be applicable
- To perform such other functions as may be necessary or appropriate for the performance of its duties
- Such matters as stated in section 177(4) of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

ANNEXURE-D (Contd.)**Performance evaluation criteria for Independent Directors**

The performance evaluation for independent directors has been carried out on the basis of the criteria specified in a guidance note on board evaluation issued by the Security and Exchange Board of India. An indicative list of factors on which evaluation was carried out includes participation and contribution by a director, commitment, effective deployment of knowledge and expertise, integrity and maintenance of confidentiality and independence of behavior and judgement.

Remuneration Policy

The Remuneration policy of our Company is a comprehensive policy which is competitive, in consonance with the industry practices and rewards good performance of the employees of the Company. The policy ensures equality, fairness and consistency in rewarding the employees on the basis of performance against set objectives. The Company has a Remuneration Policy which is uploaded on the website of the Company at https://www.unominda.com/images/Corporate_governance/Corporate_Governance_Policies/Nomination--Remuneration-Policy.pdf

c) Stakeholders Relationship Committee

The Stakeholders Relationship Committee comprised of three directors as on 31 March 2022.

The composition, category and attendance of Stakeholders Relationship Committee is given below:-

Name of the member	Category	Attendance Record (No. of meetings held= 4) Meeting(s) attended	Date on which meeting held
Mr. Satish Sekhri *	Chairman	4	13-06-2021
Mr. Anand Kumar Minda	Member	4	14-08-2021
Mr. Krishan Kumar Jalan [§]	Member	4	11-11-2021
Ms.Pravin Tripathi**	Member	-	07-02-2022

*ceased to be a member of the committee w.e.f. 01 April 2022.

**appointed as a member of the committee w.e.f. 01 April 2022.

§ appointed as Chairman w.e.f. 01 April 2022

The Company Secretary acts as a Secretary the Committee.

Terms of Reference

- Oversee and review all matters connected with the transfer of the Company's securities
- Approve issue of the Company's duplicate share certificates
- Monitor redressal of investors' / shareholders' grievances
- Oversee the performance of the Company's Registrars and Transfer Agents
- Recommend methods to upgrade the standard of services to Investors
- Monitor implementation of the Company's Code of Conduct for Prohibition of Insider Trading
- Carry out any other functions as may be referred by the Board from time to time or enforced by any statutory notification / amendment or modification as may be applicable

Name, Designation and Address of the Compliance Officer

Mr. Tarun Kumar Srivastava
Company Secretary & Compliance Officer
Minda Industries Limited
B-64/1, Wazirpur Industrial Area,
Delhi-110052
E-mail: tkrivastava@mindagroup.com
Phone: 011-49373931, 0124-2291604, Fax: 0124-2290676

Investor Complaint:

Your Company has 1,12,457 shareholders as on 31 March 2022. The Company and share transfer agent has received 13 complaints during the year. All these complaints were resolved to the satisfaction of shareholders within a period of 15 days from its receipt.

Number of Complaints received during the year: 13

Number of Complaints not solved to the satisfaction of shareholders: Nil

Number of pending Complaints as at 31.03.2022: Nil

ANNEXURE-D (Contd.)

d) Corporate Social Responsibility (CSR) Committee

The Corporate Social Responsibility (CSR) Committee comprised of four directors as on 31 March 2022.

The composition, category and attendance of Corporate Social Responsibility (CSR) Committee is given below: -

Name of the member	Category	Attendance Record (No. of meetings held = 2 Meeting(s) attended)	Date on which meeting held
Mr. Nirmal K. Minda	Chairman	2	13-06-2021
Mr. Anand Kumar Minda	Member	2	11-11-2021
Mr. Satish Sekhri *	Member	2	
Mr. Krishan Kumar Jalan	Member	2	

*ceases to be a member of the committee.

The Company Secretary acts as a Secretary the Committee.

Terms of Reference

The CSR committee is responsible to formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the Company as specified in Schedule VII of Companies Act, 2013, to recommend the amount of expenditure to be incurred on CSR activities and to monitor the Corporate Social Responsibility Policy of the Company from time-to time.

The CSR Policy of the Company is available on our website at https://www.unominda.com/uploads/Investor/March_2021/mil-new-csr-policy.pdf

The CSR Report, as required under the Companies Act, 2013 for the year ended on 31 March 2022 is appended as Annexure B to the Board's report.

e) Risk Management Committee

The Risk Management Committee comprised of four members as on 31 March 2022.

The composition, category and attendance of Risk Management Committee is given below: -

Name of the member	Category	Attendance Record (No. of meetings held = 3 Meeting(s) attended)	Date on which meeting held
Mr. Satish Sekhri*	Chairman	3	09-06-2021
Mr. Anand Kumar Minda	Member	3	20-10-2021
Mr. Sunil Bohra	Member	3	14-03-2022
Mr. Krishan Kumar Jalan	Member	3	
Ms. Pravin Tripathi**	Chairperson	NA	

*ceases to be a member of the committee w.e.f. 01 April 2022.

**appointed as a member & Chairperson of the committee w.e.f. 01 April 2022.

The Company Secretary acts as a Secretary the Committee.

Terms of Reference

Review of implementation of Risk Management Policy and Framework;

- Other functions as may be specified under Companies Act, 2013 and SEBI Listing Regulations; and
- Such other activities as may be specified by the Board from time to time.

4. General Body Meeting

Venue and Time of last three Annual General Meetings (AGM)

Year	Date of Meeting	Time	Venue
27th AGM, FY 2018-19	06 August 2019	3.30 p.m.	PHD House, Opposite Asian Games Village, New Delhi
28th AGM, FY 2019-20	19 September 2020	11.00 a.m.	Video Conference (VC)/Other Audio Visual Means (OAVM).
29th AGM, FY 2020-21	12 August 2021	10.30 a.m.	Video Conference (VC)/Other Audio Visual Means (OAVM).

ANNEXURE-D (Contd.)

The summary of the Special Resolutions passed at the previous 3 Annual General Meetings are reported below: -

29th Annual General Meeting

S.No.	Subject Matter of the Special Resolution
I	In the 29 th Annual General Meeting, there was no Special Resolution in the AGM Notice.

28th Annual General Meeting

S.No.	Subject Matter of the Special Resolution
I	In the 28 th Annual General Meeting, there was no Special Resolution in the AGM Notice.

27th Annual General Meeting

S.No.	Subject Matter of the Special Resolution
I	In the 27 th Annual General Meeting, there was no Special Resolution in the AGM Notice.

Postal Ballot

During the financial year, one Postal Ballot was conducted, the details of which is as under: -

Date of Postal Ballot Notice : 13 June 2021

Voting period : 23 June 2021 to 22 July 2021

Date of Declaration of Results : 26 July 2021

1) **Appointment of Mr. Ravi Mehra (DIN: 01651911) as a Director of the Company, liable to Retire by rotation (Ordinary Resolution)**

Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	E-voting	19,27,20,308	19,26,78,808	99.9785	19,26,78,808	0	100.0000	0.0000
	Postal Ballot		41,500	0.0215	41,500	0	100.0000	0.0000
	Total		19,27,20,308	100.0000	19,27,20,308	0	100.0000	0.0000
Public-Institutions	E-voting	5,46,87,473	5,11,68,394	93.5651	3,54,58,316	1,57,10,078	69.2973	30.7027
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5,11,68,394	93.5651	3,54,58,316	1,57,10,078	69.2973	30.7027
Public-Non Institutions	E-voting	2,45,20,923	81,05,932	33.0572	80,98,100	7,832	99.9034	0.09662
	Postal Ballot		5,480	0.0223	5,480	0	100.0000	0.0000
	Total		81,11,412	33.0796	81,03,580	7,832	99.9034	0.0966
Total		27,19,28,704	25,20,00,114	92.6714	23,62,82,204	1,57,17,910	93.7627	6.2373

2) **Appointment of Mr. Ravi Mehra (DIN: 01651911) as a Whole Time Director designated as Deputy Managing Director of the Company (Ordinary Resolution)**

Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	E-voting	19,27,20,308	19,26,78,808	99.9785	19,26,78,808	0	100.0000	0.0000
	Postal Ballot		41,500	0.0215	41,500	0	100.0000	0.0000
	Total		19,27,20,308	100.0000	19,27,20,308	0	100.0000	0.0000
Public-Institutions	E-voting	5,46,87,473	5,11,68,394	93.5651	3,13,11,806	1,98,56,588	61.1936	38.8064
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5,11,68,394	93.5651	3,13,11,806	1,98,56,588	61.1936	38.8064

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Public-Non Institutions	E-voting	2,45,20,923	81,05,910	33.0571	80,97,724	8,186	99.8990	0.1010
	Postal Ballot		5,480	0.0223	5,480	0	100.0000	0.0000
	Total		81,11,390	33.0795	81,03,204	8,186	99.8991	0.1009
Total		27,19,28,704	25,20,00,092	92.6714	23,21,35,318	1,98,64,774	92.1172	7.8828

3) Re-Appointment of Ms. Pravin Tripathi (DIN: 06913463) as an Independent Director of the Company (Special Resolution)

Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	E-voting	19,27,20,308	19,26,78,808	99.9785	19,26,78,808	0	100.0000	0.0000
	Postal Ballot		41,500	0.0215	41,500	0	100.0000	0.0000
	Total		19,27,20,308	100.0000	19,27,20,308	0	100.0000	0.0000
Public-Institutions	E-voting	5,46,87,473	5,11,68,394	93.5651	4,89,66,502	22,01,892	95.6968	4.3032
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5,11,68,394	93.5651	4,89,66,502	22,01,892	95.6968	4.3032
Public-Non Institutions	E-voting	2,45,20,923	81,05,910	33.0571	80,97,529	8,381	99.8966	0.1034
	Postal Ballot		5,480	0.0223	5,480	0	100.0000	0.0000
	Total		81,11,390	33.0795	81,03,009	8,381	99.8967	0.1033
Total		27,19,28,704	25,20,00,092	92.6714	24,97,89,819	22,10,273	99.1229	0.8771

4) Re-Appointment of Mr. Krishan Kumar Jalan (DIN: 01767702) as an Independent Director of the Company (Special Resolution)

Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	E-voting	19,27,20,308	19,26,78,808	99.9785	19,26,78,808	0	100.0000	0.0000
	Postal Ballot		41,500	0.0215	41,500	0	100.0000	0.0000
	Total		19,27,20,308	100.0000	19,27,20,308	0	100.0000	0.0000
Public-Institutions	E-voting	5,46,87,473	5,11,68,394	93.5651	4,91,46,740	20,21,654	96.0490	3.9510
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5,11,68,394	93.5651	4,91,46,740	20,21,654	96.0490	3.9510
Public-Non Institutions	E-voting	2,45,20,923	81,05,910	33.0571	80,97,411	8,499	99.8952	0.1048
	Postal Ballot		5,480	0.0223	5,480	0	100.0000	0.0000
	Total		81,11,390	33.0795	81,02,891	8,499	99.8952	0.1048
Total		27,19,28,704	25,20,00,092	92.6714	24,99,69,939	20,30,153	99.1944	0.8056

5) Raising of Funds upto ₹700 Crores through Issue of Securities (Special Resolution)

Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	E-voting	19,27,20,308	19,26,78,808	99.9785	19,26,78,808	0	100.0000	0.0000
	Postal Ballot		41,500	0.0215	41,500	0	100.0000	0.0000
	Total		19,27,20,308	100.0000	19,27,20,308	0	100.0000	0.0000

ANNEXURE-D (Contd.)

Public-Institutions	E-voting	5,46,87,473	5,11,68,394	93.5651	5,11,68,394	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5,11,68,394	93.56510951	5,11,68,394	0	100.0000	0.0000
Public-Non Institutions	E-voting	2,45,20,923	81,06,211	33.0583	80,97,808	8,403	99.8963	0.1037
	Postal Ballot		5,480	0.0223	5,480	0	100.0000	0.0000
	Total		81,11,691	33.0807	81,03,288	8403	99.8964	0.1036
Total		27,19,28,704	25,20,00,393	92.6715	25,19,91,990	8403	99.9967	0.0033

The Company successfully completed the process of obtaining approval of its shareholders for the resolutions on the items detailed above through the aforesaid Postal Ballot.

Mr. Devesh Kumar Vasisht (FCS No.: 8488, C.P. No.:13700), failing him, Ms. Priyanka (FCS No: 10898, C.P. No.: 16187), Partners of M/s. Sanjay Grover & Associates, Company Secretaries, were appointed as the Scrutinisers for carrying out the Postal Ballot process in a fair and transparent manner.

Procedure for Postal Ballot

In compliance with Sections 108 and 110 and other applicable provisions of the Companies Act, 2013, ("Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations 2015 ("Listing Regulations") read with applicable circulars under the Act and Listing Regulations, Postal Ballot Notice was sent by email to all the members, whose names appeared on the Register of Members, List of Beneficial Owners as received from National Securities Depository Limited ('NSDL') and Central Depository Services (India) Limited ('CDSL') as on 11 June 2021 (the 'cut-off date') and who have registered their email addresses in respect of electronic holdings with the depository through the concerned depository participants and in respect of physical holdings with the Company's Registrar and Share Transfer Agent, Link Intime India Private Limited ("RTA"). Those members who have not registered their email address physical copy of the postal ballot notice was sent to them.

The Company also published a notice in the newspaper declaring the details of completion of dispatch and other requirements as mandated under the Act and applicable Rules.

Voting rights were reckoned on the paid-up value of the shares registered in the names of the members as on the cut-off date. Members desiring to exercise their votes by physical postal ballot forms were requested to return the forms, duly completed and signed to the Scrutiniser on or before the close of the voting period. Members desiring to exercise their votes by electronic mode were requested to vote on or before close of business hours on the last date of e-voting.

The Scrutiniser submitted his report after the completion of scrutiny, and the consolidated results of the voting by Postal Ballot were announced.

The results were also displayed on the Company website, www.unominda.com, besides being communicated to the Stock Exchanges. The last date for the receipt of duly completed Postal Ballot Forms or e-voting was the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.

5. Holding/ Subsidiary Companies

In terms of clause (c) of sub-regulation (1) of Regulation 16 of Listing Regulations 'material subsidiary' means a subsidiary, whose income or net worth exceeds ten percent of the consolidated income or net worth respectively, of the listed entity and its subsidiaries in the immediately preceding accounting year.

In compliance with the said regulation, the Company has a policy on Determining Material Subsidiary, which has been approved by the Board and the same has been displayed on the Company's website at <https://www.unominda.com/investor/corporate-governance>.

For the year ended on 31 March 2022, there were two materials unlisted subsidiary of the Company i.e. Mindarika Private Limited and Minda Kosei Aluminum Wheel Private Limited.

The management of subsidiary companies is carried out by their separate Board of Directors who are empowered to exercise all the duties and rights for efficient monitoring and management of the companies.

The Company oversees and monitors the performance of subsidiary companies.

6. Disclosures**i) Related party Transactions**

Related party transactions entered during the financial year were in the ordinary course of business and were on an arm's length basis. There were no materially significant related party transactions made by the Company which may have a potential conflict with the interest of the Company at large.

All Related Party Transactions were placed before the Audit Committee as also the Board for approval. Prior omnibus approval of the Audit Committee

ANNEXURE-D (Contd.)

obtained for the transactions which were of a foreseen and repetitive nature.

A Statement giving details of all related party transactions placed before the Audit Committee and the Board of Directors for their approval on a quarterly basis.

The Policy on Related Party Transactions as approved by the Board can be accessed on the Company's website at <https://www.unominda.com/investor/corporate-governance>

ii) Disclosure of Accounting Treatment

The financial statements have been prepared on the accrual basis of accounting in accordance with the Generally Accepted Accounting Principles (GAAP) in India. Indian GAAP comprises mandatory accounting standards as specified under the section 133 of the Companies Act, 2013 read with Rule 7 of Companies (Accounts) Rules, 2014.

iii) Risk Management

The Management of the Company regularly reviews the risk management strategy of the Company to ensure the effectiveness of risk management policies and procedures.

iv) Remuneration of Directors.

Disclosure of Director's Interest in transactions with the Company.

None of the Non-Executive Director had pecuniary relationship or transaction with the Company. However, some commercial transactions have taken place where Company's directors hold directorship. Such transactions have taken place in the Ordinary Course of Business and on an Arm's Length basis and have been disclosed to the Board of Directors in accordance with the provisions of the Companies Act, 2013 and have been entered in the register of contracts and approved by the Board in accordance with the Section 189 of the Companies Act, 2013.

Remuneration paid to the Managing Director during FY 2021-22

(Rupees in Crores)

Name of the Director	Salary & Allowances	Commission	Rent Free Accommodation & Other Expenses	Contribution to Provident Fund etc.	Total
Mr. Nirmal K. Minda Chairman & Managing Director	3.12*	7.35	1.87	0.27	12.60
Ms. Paridhi Minda Wholetime Director	0.70	0	0	0.04	0.74
Mr. Ravi Mehra Wholetime Director, designated as Dy Managing Director	4.23	0	0	0.28	4.51

* includes ₹ 0.90 Crores received from Mindarika Private Limited where he is MD also.

Details of fixed component and performance linked incentives, along with the performance criteria:

Salary and Allowances are fixed component payable to Managing Director, Dy. Managing Director and Whole-time Director as per terms approved by the Board and Shareholders. Only Managing Director is eligible to receive commission upto 3 % of the net profit computed in accordance with Section 198 of the Companies Act, 2013.

Remuneration policy for Non-Executive Directors

The Non-Executive Independent Directors are paid remuneration by way of sitting fees. No stock options were issued to the Non-Executive Independent Directors during the year.

The sitting fees to Non-Executive Independent director(s) amounting to ₹ 34.50 Lakhs pertaining to FY 2021-22 is detailed below:

Mr. Satish Sekhri - ₹10.20 Lakhs, Ms. Pravin Tripathi- ₹8.85 Lakhs, Mr. Krishan Kumar Jalan - ₹10.80 Lakhs and Dr. Chandan Chowdhury - ₹ 1.65 Lakhs and Mr. Rakesh Batra - ₹3.00 Lakhs

Mr. Anand Minda, Non-Executive Director has waived off his sitting fee.

Criteria of making payment to Non-Executive Directors

Non-Executive Directors may be paid sitting fees for attending the Meetings of the Board and of Committees of which they may be members. They are eligible for commission within regulatory limits, as recommended by the Nomination & Remuneration Committee and approved by the Board. The remuneration payable shall be inclusive of any remuneration payable for services rendered in any other capacity, unless the services rendered are of a professional nature and the Nomination & Remuneration Committee is of the opinion that the Director possesses requisite qualification for the practice of the profession.

ANNEXURE-D (Contd.)**Tenure, Notice Period and severance fee**

The tenure of office of the Mr. Nirmal Minda, Chairman & Managing Director, is for five years from the date of appointment, and can be terminated by either party by giving three months' notice in writing. There is no separate provision of severance fee.

The tenure of office of the Ms. Paridhi Minda, Whole-time Director, is for five years from the date of appointment, and can be terminated by either party by giving three months' notice in writing. There is no separate provision of severance fee.

The tenure of office of the Mr. Ravi Mehra, Deputy Managing Director, is for three years from the date of appointment, and can be terminated by either party by giving three months' notice in writing. There is no separate provision of severance fee.

Shareholding of Non-Executive Director

Name of the Director	No. of Shares held as at 31.03.2022
Mr. Anand Kumar Minda	12,06,500
Mr. Satish Sekhri*	2,177
Mr. Krishan Kumar Jalan	NIL
Ms. Pravin Tripathi	NIL
Mr. Rakesh Batra	NIL
Dr. Chandan Chowdhury***	NIL

*ceased to be a director on the Board w.e.f. 01 April 2022.

** ceased to be a director on the Board w.e.f. 06 August 2021.

v) Details of non-compliances by the Company, penalties, and strictures imposed on the Company by Stock Exchanges or SEBI, or any other statutory authority on any matter related to capital markets, during the last three years:

During the period October 1, 2018 to December 31, 2018 two designated persons had traded and not disclosed their trades in terms of Regulation 7 of SEBI (Prohibition of Insider Trading) Regulations, 2015 ("PIT Regulations") to the Company. SEBI issued show cause notice dated September 11, 2020, on the purported interpretation that the Company & Compliance Officer should have ascertained the trade done by the said designated persons basis weekly benpos and suo-moto disclosed the same. The Company and Compliance Officer without admitting or denying the facts and conclusion drawn by SEBI applied for Settlement in terms of SEBI (Settlement of Administrative and Civil

Proceedings) Regulations, 2018. The settlement order, dated May 13, 2022, has been passed by an appropriate authority of SEBI on payment of settlement amount of ₹ 5.47 Lakhs for Company and ₹ 10.63 Lakhs for Compliance Officer.

There has been no instance of non-compliance by the Company on any matter related to capital markets during the last three years and hence no penalties or strictures have been imposed on the Company by Stock Exchanges or SEBI, or any other statutory authority.

vi) Insider Trading Code in terms of SEBI (Prohibition of Insider Trading) Regulations, 2015

The Company has adopted an Insider Trading Policy to regulate, monitor and to report the trading by insiders under the SEBI (Prohibition of Insider Trading) Regulations, 2015.

This Policy also includes practices and procedures for fair disclosure of Unpublished Price Sensitive Information, initial and continual disclosure.

The code lays down guidelines, which covers procedures to be followed and disclosures to be made while dealing with shares of the Company and cautioning on consequences of non-compliances. The copy of the same is available on the website of the Company website www.unominda.com.

vii) Vigil Mechanism and Whistle Blower Policy

The Company has adopted a Whistle Blower policy and has established the necessary vigil mechanism as defined under Regulation 22 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. No person has been denied access to the Chairman of Audit Committee. The whistle Blower Policy can be accessed on Company's website <https://www.unominda.com/investor/corporate-governance>.

viii) Commodity price risk or foreign exchange risk and hedging activities:

The Company has managed the foreign exchange risk and the transactions have been hedged to the extent considered necessary. The details of foreign currency exposure are disclosed in Note No. 37 to the Standalone Financial Statements.

ix) Disclosures in relation to the Sexual Harassment of Women at workplace:

- No. of Complaints filed during the financial year : 2
- No. of Complaints disposed of during the financial year : 2
- No. of Complaints pending as at the end of the financial year : Nil

ANNEXURE-D (Contd.)

X) Details of familiarisation programs imparted to the Independent Directors:

The details of familiarisation programs imparted to the Independent Directors are available at www.unominda.com/investor/corporate-governance.

xi) Certificate from Company Secretary in Practice certifying that none of the Directors are debarred or disqualified as Directors

None of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority. A certificate from a Company Secretary in practice has been attached herewith as **Annexure- K**.

xii) Details of compliance with mandatory requirements

The Company has complied with all the mandatory requirements of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

xiii) Details of compliance with Non-mandatory requirements

The status of compliance with the non-mandatory requirements of the Listing Regulations is provided below: -

Modified opinion(s) in Audit report:

During the year under review, there was no audit qualification on your Company's financial statements.

Reporting of Internal Auditor:

In accordance with the provisions of Section 138 of the Companies Act, 2013, the Company has appointed an Internal Auditor who reports to the Audit Committee. Internal audit reports are submitted to the Audit Committee which reviews the audit reports and suggests necessary action.

7. CEO / CFO Certification

Chairman & Managing Director (CEO) and Chief Financial Officer (CFO) in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, have furnished the requisite certificate to the Board of Directors. The copy of the same is appended as **Annexure - L**.

8. Means of Communication

Quarterly Results

The Company's quarterly results are published in Economic Times, Navbharat Times, Financial Express and Jansatta and are displayed on its website www.unominda.com

News Release and Presentations

Official news releases are sent to stock exchanges and simultaneously displayed on Company's website www.unominda.com

Presentations to Investors / Analysts

The presentations on the Company's unaudited quarterly as well as audited annual financial results are made to the investors and financial analysts and simultaneously uploaded on the Company's website www.unominda.com.

Website

The Company's website www.unominda.com contains a separate dedicated section "Investor Relations" which enables stakeholders to be informed and allows them to access information at their convenience. Up-to-date financial results, annual reports, shareholding patterns, official news releases, Notices and other general information about the Company.

Annual Report

The Annual Report containing Standalone Audited Financial Statement, Consolidated Financial Statements, Directors' Report, Auditors' Report and other important information is circulated to members. The Management's Discussion and Analysis Report forms part of the Annual report.

9. Detail of Compliance with the Corporate Governance Requirements specified in Regulations 17 to 27 and Clause (b) to (i) of Sub-Regulation (2) of Regulation 46 of SEBI (Listing Obligations and Disclosure requirements) Regulations 2015.

The Company has complied all the regulations mentioned above.

10. General Shareholders Information

Annual General Meeting

- i) Date : 16 September 2022
Time : 11.00 a.m.
Venue : Video Conference (VC)/ Other Audio Visual Means (OAVM)
- ii) Financial Year 1 April 2021 to 31 March 2022

For the year ended on 31.03.2022, the results were announced on

For quarter ending	Date
30 June 2021	14 August 2021
30 September 2021	11 November 2021
31 December 2021	7 February 2022
31 March 2022 (Audited)	24 May 2022

For the year ended on 31.03.2023, the results will be announced on following tentative dates

For quarter ending	On or before
30 June 2022	14 August 2022
30 September 2022	14 November 2022
31 December 2022	14 February 2023
31 March 2023 (Audited)	30 May 2023

ANNEXURE-D (Contd.)

- iii) Date of Book closure: 10 September 2022 to 16 September 2022 (both days inclusive).
- iv) Dividend payment date: Expected on or before 15 October 2022.
- v) Listing on Stock Exchanges
The Company's shares are listed at following stock exchanges:

Name of Exchange	National Stock Exchange of India Limited	BSE Limited
Address	Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E) Mumbai – 400 051	Phiroze Jeejeebhoy Towers Dalal Street, Mumbai- 400001

The Company has paid listing fees to both the stock exchanges for FY 2022-23. The securities of the Company have not been suspended from trading during the year.

- vi) Stock Code
BSE Limited. : 532539
National Stock Exchange of India Limited: MINDAIND
- vii) Stock Prices FY 2021-22
The performance of the Company's scrip on BSE and NSE as compared to the SENSEX and NIFTY during FY 2021-22 are as under: -

Month(s)	SENSEX		MIL share price on BSE (Amount in ₹)	
	High	Low	High	Low
Apr 2021	20,150.78	18,982.96	562.00	460.00
May 2021	21,082.40	19,444.49	625.00	504.10
Jun 2021	21,715.10	20,951.07	677.40	568.90
July 2021	21,895.01	21,346.66	770.50	629.55
Aug 2021	23,198.73	21,844.65	832.60	687.60
Sep 2021	24,345.46	23,133.26	757.00	669.30
Oct 2021	25,454.92	23,746.52	833.60	715.00
Nov 2021	24,902.17	22,881.93	984.70	719.00
Dec 2021	24,257.45	22,428.02	1,260.00	850.05
Jan 2022	25,150.53	22,900.34	1,248.00	953.60
Feb 2022	24,315.95	21,857.13	1,172.40	876.50
Mar 2022	23,803.16	21,339.78	1,091.65	865.00

Month(s)	NIFTY		MIL share price on NSE (Amount in ₹)	
	High	Low	High	Low
Apr 2021	10,083.30	9,345.20	562.90	459.05
May 2021	10,573.95	9,485.50	625.00	503.80
Jun 2021	10,913.95	10,229.10	677.85	570.40
July 2021	10,816.85	9,945.80	771.00	629.15
Aug 2021	10,408.00	9,704.60	834.00	687.05
Sep 2021	10,842.35	9,981.30	755.75	669.00

Month(s)	NIFTY		MIL share price on NSE (Amount in ₹)	
	High	Low	High	Low
Oct 2021	12,014.50	10,437.10	833.95	715.00
Nov 2021	12,139.75	10,448.15	985.00	770.65
Dec 2021	11,212.20	10,197.20	1,257.40	850.00
Jan 2022	11,914.95	11,058.25	1,244.70	953.35
Feb 2022	11,840.45	10,542.10	1,172.25	877.00
Mar 2022	10,723.65	9,226.95	1,092.00	874.00

viii) Registrar and Share Transfer Agent

Link Intime India Private Limited
44, Community Centre, 2nd Floor, Naraina Industrial Area, Phase-I, Near PVR, Naraina, New Delhi-28.

ix) Share Transfer System

SEBI has mandated that, effective from 01 April 2019, no share can be transferred in physical mode. Hence, the Company has stopped accepting any fresh lodgment of transfer of shares in physical form. The Company had sent communication to the shareholders encouraging them to dematerialise their holding in the Company. The communication, inter alia, contained procedure for getting the shares dematerialised. Shareholders holding shares in physical form are advised to avail the facility of dematerialisation.

During the year, the Company had obtained, on yearly basis, a certificate, from a Company Secretary in Practice, certifying that the Company has not received any request relating to registration of share transfer during FY 2021-22. The Company has also not received request for consolidation, sub-division, renewal, exchange or endorsement as required under Regulation 40(9) of the Listing Regulations and filed a copy of the said certificate with the Stock Exchanges. Trading in equity shares of the Company is permitted only in dematerialised form. Transfer of dematerialised shares is done through the depositories with no involvement of the Company.

x) Distribution Schedule and Shareholding Pattern as on 31 March 2022

Distribution Schedule		
Category (shares)	No. of Shareholders	Shares
Upto 500	1,08,118	46,49,669
501 - 1000	2,042	14,60,831
1001 - 2000	971	13,83,103
2001 - 3000	338	8,55,662
3001 - 4000	166	5,78,607
4001 - 5000	104	4,69,125
5001 - 10000	310	22,05,113
10001 and above	408	27,40,18,331
TOTAL	1,12,457	28,56,20,441

ANNEXURE-D (Contd.)

Shareholding Pattern		
Category of Shareholders	No. of Shares	% of Total Shares
Promoters and Promoters Group	19,27,05,697	67.47
Mutual Funds/UTI	3,45,84,366	12.11
Banks, Financial Institutions	304	0.00
Foreign Portfolio Investors	2,79,03,577	9.77
Private Bodies Corporate	87,38,452	3.06
Indian Public	1,44,17,639	5.05
Non-resident Individuals / Overseas Corporate Bodies	7,01,158	0.25
Others	35,78,930	1.25
Total	28,56,20,441	100

xi) Dematerialisation of shares and liquidity as on 31 March 2022:

28,44,39,851 equity shares i.e. 99.59% of shares of the Company are in dematerialised form

xii) Credit Ratings: During the year the long-term rating of the Company was upgraded from ICRA AA(stable) to ICRA AA+(Stable). The Credit rating for Commercial Paper was reaffirmed ICRA A1 +

xiii) Details of utilisation of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A):

The Company had raised funds through Qualified Institution Placement during the year. The funds raised has been utilised for the purposes mentioned in the placement documents. The details of utilisation are as under:

Particulars	₹ In Crores
Fund from QIP	699.98
Amount utilised as on 31 March 2022 for the purpose received	699.98
Balance to be utilised as on 31 March 2022 for the object mentioned in the placement document dated 5 August 2021	Nil

xiv) Details of any recommendations of any committee of the Board (which is mandatorily required) not accepted by the Board: NIL

xv) Loans and Advances in the nature of loan by the Company and/or its subsidiaries to firms/companies in which directors are interested

Sl No	Name of Firm/Company to which loan given	Amount
1.	Minda Delvis GmbH	Euro 2.5 Million*
2.	Mitil Polymer Private Limited [§]	5 Crores

*Corporate Guarantee

[§] loan given by MI Torica India Private Limited a subsidiary of the Company to its Step Down Subsidiary

xvii) Total fees for all services paid by the listed entity and its subsidiaries, on a consolidated basis, to the statutory auditors and all entities in the network firm/network entity of which the statutory auditor is a part:

₹ 180.26 Lakhs

xviii) Outstanding global depository receipts or American depository receipts or warrants or any convertible instruments, conversion date and likely impact of equity: Not Applicable

xviii) Disclosures with respect to demat suspense account/unclaimed suspense account

The listed entity shall disclose the following details in its annual report, as long as there are shares in the demat suspense account or unclaimed suspense account, as applicable:

- aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year: 7 Shareholders for 1370 Equity shares
- aggregate number of shareholders and their shares transferred in the suspense account during the year: NIL
- number of shareholders who approached listed entity for transfer of shares from suspense account during the year: 7 shareholders for 1370 Equity shares.
- number of shareholders to whom shares were transferred from suspense account during the year: 7 shareholders for 1370 Equity shares
- aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year: NIL
- that the voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares: Not Applicable

xix) Plant Location(s)

- Village Nawada Fatehpur, P.O. Sikanderpur Badda, Distt. Gurgaon (Haryana)
- Village Naharpur Kasan P.O. Nakhrola Distt. Gurgaon (Haryana)
- Plot No. ME-I, Sector-2A, IMT Manesar, Gurgaon (Haryana)
- Plot No. ME-II, Sector-2A, IMT Manesar, Gurgaon (Haryana)
- Plot No. 5, Sector-10, IIE, Pant Nagar, Udham Singh Nagar, Uttrakhand
- Plot No. 5A, Sector-10, IIE, Pant Nagar, Udham Singh Nagar, Uttrakhand
- B-6, Chakan Industrial Area, Village-Mahalunge, Taluka-khed Distt. Pune, Maharashtra

ANNEXURE-D (Contd.)

- B-1/5, Chakan Industrial Area, Village-Mahalunge, Taluka-khed Distt. Pune, Maharashtra
- B-1/4/2, MIDC, Chakan Industrial Area, Village Nigoje, Taluka Khed, Distt. Pune, Maharashtra
- C-41, MIDC, Chakan Industrial Area, Village Mahalunge (Ingle), Taluka Khed, Distt. Pune, Maharashtra
- Gat No. 427/5, 427/10, Chakan Talegaon Road, Mahalunge Tal Khed, Pune, Maharashtra
- CREAT, Om Chambers, Bhosari Telco Rd, Balaji Nagar, MIDC, Bhosari, Pune, Maharashtra
- B-35, Portion-I, MIDC Waluj, Aurangabad, Maharashtra
- Survey No. 209, Upparapalli Village, Periya Mathagondapally (Post) Hosur, Thally Road, Denkanikottai(Taluk), Krishanagiri District, Tamilnadu
- Plot No. B-3, SIPCOT Industrial Park at Pillaipakam Vengadu Taluk, Sriperumpudur, Chennai
- JV Gate No.1, Plot No.07, SMG Vendor Park, Hansalpur, Bechragi, Ahmedabad, Gujarat
- Plot No. 280, Udyog Kendra, Ext-2, Greater Noida
- Plot No. 01-02, Parth Industrial and Logistic Park, Kadli, Mehsana, Gujrat 382715
- 624/384-624/385, Dadhi Bhola 146, Tehsil-Nalagarh, Solan, Himachal Pradesh – 174 101
- 1G/1A, Hootagalli Industrial Area, Near Silent Shore, Mysuru, Karnataka – 570 018
- Plot no-204b, Narasapura Industrial Area, Phase-1, Narasapura, Kolar, , Karnataka 563101
- Gat No. 148 Mhalunge Ingale, Off Chakan-Talegaon Road, Tal. Khed, Dist-Pune 410 501 (India)
- Survey No. 209/1 A2, 203/2pt, Upparapalli Village, Periya Mathagondapalli Post, Hosur- Thally Road, Denkanikottai- Taluk, Krishanagiri District, Tamilnadu- 635114
- Plot No. 12 & 13, Sec – 16, HSIIDC Industrial Estate, Bahadurgarh, Jhajjar, Haryana - 124 507
- M/s 3T Logistics, Khasra no.-764, Roshnabad, Behind Kelvin Care Company, Sector-4, Haridwar-249403
- Plot No- 323, Ph.-II Industrial Growth Centre, Sector-3, Bawal, Distt.- Rewari, Haryana-123501
- Sy No.209/2A2,2B1,2B2,2C1, Upparapalli Village-Mathagondapalli, Thally Road, Hosur, Krishnagiri, Tamil Nadu, 635114
- Thalli Road, Belagondapalli - 635114, Denkanikotta Taluk, Krishnagiri District, Tamil Nadu
- Survey No.29,30,31 Vellanthangal Village, 55, Thandalam Group, Irrungattukottai, Sriperumbudur Taluk, Kancheepuram District, Tamil Nadu
- Plot No. A2, MIDC Industrial Area, Ranjangaon, Koregaon Village, Shirur Taluk, Pune - 412 210, Maharashtra
- Plot No.1717, Zone No.1B, Loyola B.Ed. College Road, Birsanagar, East Singhbhum, Jamshedpur, Jharkhand - 831 004
- 39/2, Gram Sonwai, Rau Pithampur Road, Tha Mhow Indore District, Madhya Pradesh - 453 332
- Plot No.35, Sector 4, SIDCUL, IIE, Pant Nagar - 263 153, Udham Singh Nagar District, Uttarakhand
- Plot No:11, Sector 10, SIDCUL, IIE, Pantnagar-263153 Udham Singh Nagar District, Uttarakhand

xx) Address for Correspondence:

Minda Industries Limited
 Regd. Off.: B-64/1, Wazirpur Industrial Area,
 Delhi - 110 052.
 (Tel) - 011-49373931, 0124-2291604
 (Fax) - 0124-2290676
 E-mail:investor@mindagroup.com;
 csmil@mindagroup.com