

UNO MINDA LIMITED
Compliance Report on Corporate Governance

Name of the Listed Entity : Uno Minda Limited
 Quarter ended on : 30 June, 2024

Annexure-I

I. Composition of Board of Directors

| Title (Mr./Ms.) | Name of the Director | PAN | DIN | Category (Chairperson/ Executive/Non-Executive/ Independent /Nominee) & | Initial Date of Appointment | Date of Re-appointment | Date of Cessation | Tenure of directorship (in months)* | 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 the proviso to Regulation 17A(1)) | Number of Memberships in Audit/Stakeholder Committees including this listed entity (Reference to Regulation 26(1) of Listed Regulations) | No. of post of Chairperson in Audit/Stakeholder Committee held in listed entity including this listed entity (Reference to Regulation 26(1) of Listing Regulations) |
|-----------------|-----------------------------|------------|----------|---|-----------------------------|------------------------|-------------------|-------------------------------------|---------------|---|--|--|---|
| Mr. | NIRMAL K MINDA | AFYPM4910J | 00014942 | Executive Director, Chairman & MD | 16-09-1992 | 20-09-2023 | - | - | 07-11-1957 | 1 | 0 | 0 | 0 |
| Mr. | ANAND KUMAR MINDA | AIEPM6021H | 00007964 | Non-Executive - Non Independent Director | 14-04-2011 | 16-09-2022 | - | - | 16-04-1952 | 1 | 0 | 2 | 0 |
| Mr. | VIVEK JINDAL | AALPJ7459D | 01074542 | Executive Director | 01-04-2023 | 01-04-2024 | - | - | 24-10-1978 | 1 | 0 | 1 | 0 |
| Mr. | RAVI MEHRA | AAEPM9319E | 01651911 | Executive Director & Dy. Managing Director | 01-04-2021 | 01-04-2024 | - | - | 08-04-1961 | 1 | 0 | 0 | 0 |
| Mr. | RAKESH BATRA | AKTPB0803D | 06511494 | Non-Executive - Independent Director | 19-07-2021 | 19-07-2021 | - | 35.11 | 25-11-1955 | 2 | 2 | 2 | 1 |
| Mr. | RAJIV BATRA | AAFPB4485K | 00082866 | Non-Executive - Independent Director | 01-04-2022 | 01-04-2024 | - | 2.29 | 30-09-1955 | 3 | 3 | 8 | 2 |
| Mr. | SATISH BALKRISHNA BORWANKAR | AAVPB1076E | 01793948 | Non-Executive - Independent Director | 12-04-2022 | 12-04-2022 | - | 26.18 | 15-07-1952 | 1 | 1 | 5 | 4 |
| Ms. | RASHMI HEMANT URDHWARESHE | AABPU6832F | 08668140 | Non-Executive - Independent Director | 25-01-2023 | 25-01-2023 | - | 17.50 | 20-12-1959 | 3 | 3 | 6 | 2 |
| Mr. | KRISHANA KUMAR KHANDELWAL | ACNPK2221L | 09477623 | Non-Executive - Independent Director | 15-06-2023 | 15-06-2023 | - | 12.15 | 30-09-1958 | 1 | 1 | 3 | 0 |

Whether Regular Chairperson appointed.

Whether Chairperson is related to Managing Director or CEO

*PAN 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 separately.

*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.

| Composition of Committees | | | |
|--|-----------------------|---------------------------------|--|
| II | Name of the Committee | Name of Committee Members | Category (Chairperson/ Executive/ Non-Executive / Independent / Nominee \$ |
| (1) Audit Committee | | Mr. Rajiv Batra | Non-Executive - Independent (Chairman) |
| | | Mr. Rakesh Batra | Non-Executive - Independent |
| | | Ms. Rashmi Hemant Urdhwaresh | Non-Executive - Independent |
| | | Mr. K.K. Khandelwal | Non-Executive - Independent |
| | | | |
| (2) Stakeholders Relationship Committee | | Mr. Satish Balkrishna Borwankar | Non-Executive / Independent / Nominee \$ |
| | | Mr. Rajiv Batra | Non-Executive - Independent (Chairman) |
| | | Mr. Anand Kumar Minda | Non-Executive - Independent |
| | | Mr. Vivek Jindal | Non-Executive-Non Independent |
| | | | |
| (3) Nomination and Remuneration Committee | | Mr. Rakesh Batra | Non-Executive / Independent / Nominee \$ |
| | | Mr. Satish Balkrishna Borwankar | Non-Executive - Independent (Chairman) |
| | | Ms. Rashmi Hemant Urdhwaresh | Non-Executive - Independent |
| | | | |
| | | | |
| (4) Corporate Social Responsibility Committee | | Mr. Nirmal K. Minda | Executive / Independent / Nominee \$ |
| | | Mr. Anand Kumar Minda | Non-Executive-Non Independent |
| | | Ms. Rashmi Hemant Urdhwaresh | Non-Executive - Independent |
| | | Mr. Vivek Jindal | Non-Executive-Non Independent |
| | | | |

| Name of the Committee | Name of Committee Members | Category (Chairperson/ Executive/ Non-Executive / Independent / Nominee \$ |
|--------------------------------------|---------------------------------|--|
| (5) Risk Management Committee | Mr. Satish Balkrishna Borwankar | Non-Executive-Independent (Chairman) |
| | Mr. Anand Kumar Minda | Non-Executive-Non Independent |
| | Mr. Sunil Bohra | Group CFO |

\$Category of Directors means executive /non-executive / independent/ nominee. If a director fits into more than one category, write all categories separately them with hyphen.

| III | Meeting of Board of Directors | | | | Total number of Directors on the Board including independent directors | Number of Directors present including independent director(s) | No. of Independent Directors attending the meeting |
|---|--|---|--|---|--|---|--|
| Date(s) of meeting (if any) in the previous quarter | Date of meeting (if any) in the relevant quarter | Maximum gap between any two consecutive (in number of days) | Whether requirement of Quorum met (Yes/No) | | | | |
| 19-01-2024 | | | Yes | 9 | 8 | 4 | |
| 07-02-2024 | | 18 days | Yes | 9 | 9 | 5 | |
| | 01-04-2024 | 53 days | Yes | 9 | 7 | 4 | |
| | 23-05-2024 | 51 days | Yes | 9 | 8 | 4 | |
| | 05-06-2024 | 12 days | Yes | 9 | 9 | 5 | |
| | 27-06-2024 | 21 days | Yes | 9 | 8 | 5 | |

| IV Meeting of the Committee | | | | | | |
|--|--|---|---|--|--|---|
| Date(s) of meeting (if any) in the previous quarter | Date of meeting (if any) in the relevant quarter | Maximum gap between any two consecutive (in number of days) | Whether requirement of Quorum met (Yes/No)* | Total number of Directors in the meeting including independent directors | Number of Directors present including independent Director(s) in the meeting | No. of Independent Directors attending the meeting* |
| Audit Committee | | | | | | |
| 19-01-2024 | | | Yes | 4 | 3 | 3 |
| 06-02-2024 | | 17 | Yes | 4 | 4 | 4 |
| | 01-04-2024 | 54 | Yes | 4 | 3 | 3 |
| | 18-05-2023 | 46 | Yes | 4 | 4 | 4 |
| *This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional | | | | | | |
| *to be filled in only for the current quarter meetings | | | | | | |

| Date(s) of meeting (if any) in the previous quarter | Date of meeting (if any) in the relevant quarter | Maximum gap between any two consecutive (in number of days) | Whether requirement of Quorum met (Yes/No)* | Total number of Directors in the meeting including independent directors | Number of Directors present including independent Director(s) in the meeting | No. of Independent Directors attending the meeting* |
|---|--|---|---|--|--|---|
| Stakeholders Relationship Committee | | | | | | |
| 06-02-2024 | | | Yes | 4 | 4 | 2 |
| | 18-05-2024 | 101days | Yes | 4 | 4 | 2 |

| Date(s) of meeting (if any) in the previous quarter | Date of meeting (if any) in the relevant quarter | Maximum gap between any two consecutive (in number of days) | Whether requirement of Quorum met (Yes/No)* | Total number of Directors in the meeting including independent directors | Number of Directors present including independent Director(s) in the meeting | No. of Independent Directors attending the meeting* |
|---|--|---|---|--|--|---|
| Nomination & Remuneration Committee | | | | | | |
| 07-02-2024 | | | Yes | 3 | 3 | 3 |
| | 01-04-2024 | 53 days | Yes | 3 | 2 | 2 |
| | 23-05-2024 | 51 days | Yes | 3 | 3 | 3 |
| | 27-06-2024 | 34 days | Yes | 3 | | |

| Date(s) of meeting (if any) in the previous quarter | Date of meeting (if any) in the relevant quarter | Maximum gap between any two consecutive (in number of days) | Whether requirement of Quorum met (Yes/No)* | Total number of Directors in the meeting including independent directors | Number of Directors present including independent Director(s) in the meeting | No. of Independent Directors attending the meeting* |
|---|--|---|---|--|--|---|
| Corporate Social Responsibility Committee | | | | | | |
| 06-11-2023 | 18-05-2024 | 194 days | Yes | 4 | 4 | 1 |
| *This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional *to be filled in only for the current quarter meetings. | | | | | | |

| Details of Cyber Security incidence | |
|---|----------------------------|
| Whether as per Regulations 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 Event | Brief details of the event |

| V Related Party Transactions | |
|---|---|
| Subject | Compliance status (Yes/NO/NA) <small>refer note below</small> |
| Whether prior approval of Audit Committee obtained? | Yes |
| Whether shareholders' 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/NA. For example, if Board has been composed in accordance with the requirements of Listing Agreements, "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.
 - a) The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
 - b) Audit Committee
 - c) Nomination & Remuneration Committee
 - d) Stakeholders Relationship Committee
 - e) Risk management committee (applicable to the top 1000 listed entities)
2. The Committee Members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
3. 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.
4. This report and/or the report submitted in the previous quarter have been placed before Board of Director. Any comments/ observations/advice of Board of Director may be mentioned here.

The report of previous quarter ended on 31 March, 2024 has been placed before the Board of Directors. The report for the quarter ended on 30 June, 2024 will be placed before the Board.

For Uno Minda Limited
Sd/-

Tarun Kumar Srivastava
Company Secretary & Compliance Officer

Place: Gurugram (Haryana)

Date: 19 July, 2024