



MINDA INDUSTRIES LIMITED

INVESTORS' HANDBOOK

Company Information

1. What is the nature of business of Minda Industries Limited?

Minda Industries Limited is in the business of manufacturing of various auto components. The company and its subsidiaries manufacture 2 Wheeler Switches and Handle Bar Assembly, Sensors, Actuators, Controllers 4 Wheeler Switches and HVAC, Automotive Lightings, Cigar Lighters, Wheel Covers, Infotainment Systems (Audio Video Navigations), Speakers, RPAS & ADAS, Sensors, Actuators, Controllers, Relay, End to End Telematics, Horns, Alternate Fuel Systems, Air Filtration Systems, Canisters, Brake Hoses & Fuel Hoses, Combined Braking System (CBS), Noise suppressor Cap and PDC Parts.

UNO MINDA Group has 62 manufacturing plants in India, Indonesia, Vietnam, Spain, Morocco, Mexico Colombia, Germany, design centers in Taiwan, Japan & Spain and sales offices in North America, Europe, and ASEAN Countries.

2. Where can I obtain information on the Company's subsidiaries, joint ventures and associate companies?

The details of the Company's subsidiaries, joint ventures and associate companies can be accessed from the [website](https://www.unominda.com/group-companies) of the Company on web address <https://www.unominda.com/group-companies>.

Annual financial statements of the subsidiaries and Joint Venture Companies can be accessed from the [website](https://www.unominda.com/investor/subsidiaries-annual-accounts) of the Company on web address: <https://www.unominda.com/investor/subsidiaries-annual-accounts>

3. Where can I obtain periodically information on the Company's performance?

The financial performance of the company is reported on a quarterly and annual basis. The Company publishes its quarterly and annual financial results to the stock exchanges i.e. NSE and BSE and also uploads the same on the website of the Company. Financial results of the Company can be accessed at following URL link: <https://www.unominda.com/investor/quarterly-results>.

4. What is the address of the registered office and corporate office of the Company?

Registered office:

Minda Industries Limited,
B-64/1 Wazirpur, Industrial Area,
Delhi – 110052, India.

Corporate Office:

Minda Industries Limited
Vill. – Nawada, Fatehpur. P.O. – Sikanderpur
Badda, Manesar, Gurgaon, Haryana – 122004,
India.

5. When does the Company's financial year begin and end?

The Company's financial year begins on 01st April and ends on 31st March.

6. How does the Company interact with Investors? Are these interactions open to the general public?

The Company conducts quarterly conference calls with investors and analysts post announcement of quarterly results, intimation of the same is given in advance to the stock exchanges which includes dial-in numbers to participate in such conference call.

The Company also uploads the Investors presentations on its website at <https://www.unominda.com/investor/investor-presentations> and analyst call transcripts at <https://www.unominda.com/investor/analyst-call-transcripts>. Investors can also interact with the Company during the Annual General Meeting (AGM) held every year.

7. How can one contact the Company?

The Contact details of the Company are available at the website of the Company at <https://www.unominda.com/contact-us>.

The Investors desirous to communicate with the Company can also send an e-mail to investor@mindagroup.com.

8. Which are the exchanges where the Company's equity shares are listed?

Shares of the Company are listed on the Bombay Stock Exchange (BSE) and National Stock Exchange (NSE).

The scrip code on BSE is 532539 and on NSE is MINDAIND. The ISIN no. of the Company is INE405E01023.

9. What is the history of bonus issues and stock split for the Company in last 5 financial years?

The Company split its shares of Rs. 10 each into Rs. 2 each on September 15, 2016. Further Company made bonus issue on July 11, 2018, to equity shareholders in the ratio of 2:1 i.e. two equity shares for each equity share held by shareholders of the Company.

10. What are the modes by which the dividend is paid?

Dividend is paid under two modes, viz.:

- (a) Electronic transfer
- (b) Physical dispatch of Dividend Warrants.

11. What are the benefits of dividend payment through electronic facilities?

Some of the major benefits are:

- a. Investor need not make frequent visits to his bank for depositing the paper instruments.
- b. Prompt credit is given to the bank account of the investor through electronic clearing.
- c. Fraudulent encashment of warrants is avoided.
- d. Exposure to delays/loss in postal service are avoided.

12. How to avail of Electronic facility for receipt of Dividend?

Investors holding shares in physical form may download the form for request for adding / correction of Bank particulars from the website of the Registrar & Share Transfer Agent of the Company viz. Link Intime India Private Limited ("RTA") of the Company from the downloads section. The investor is required to fill the aforesaid Form and furnish cancelled cheque alongwith other particulars as mentioned in the said Form and submit the same to the RTA of the Company.

Investors holding shares in dematerialised form are required to update the Bank particulars with their concerned DP directly, in the format prescribed by their DP.

13. What should a shareholder do in case of non-receipt of declared dividend?

The shareholder should write to the Company Secretary, furnishing the particulars of the dividend not received, quoting the folio number/ DP ID and Client ID, as the case may be and provide bank details along with cancelled cheque bearing the name of the shareholder for claiming the payment of unpaid dividend. The request should be sent by the shareholder, duly signed, at the registered office of the Company.

On receipt of the request, the Secretarial Deptt. will verify the details including the signature of the shareholder and process the request.

14. What is the history of dividend paid by the Company in last 5 financial years?

During the last five financial years, the Company has paid dividend to its shareholders as follows:

| Date of Declaration | Nature of dividend | Amount per share (in Rs.) | Face Value |
|---------------------|--------------------|---------------------------|------------|
| 6 Aug, 2019 | Final | 0.65 | 2 |
| 6 Feb, 2019 | Interim | 0.45 | 2 |
| 8 Aug, 2018 | Final | 1.60 | 2 |
| 13 Feb, 2018 | Interim | 1.20 | 2 |
| 29 Aug, 2017 | Final | 1.00 | 2 |
| 7 Feb, 2017 | Interim | 1.20 | 2* |
| 11 Aug, 2016 | Final | 4.00 | 10 |
| 02 Jun, 2016 | Interim | 3.00 | 10 |
| 10 Aug, 2015 | Final | 3.50 | 10 |
| 14 Jun, 2015 | Interim | 2.50 | 10 |

* each existing Equity Share of the Company having face value of Rs. 10 (Rupees Ten) was sub-divided into 5 (Five) Equity Shares having face value of Rs. 2 (Rupees Two) each fully paid up w.e.f. 14 September, 2016.

Investor Education and Awareness

15. What are the statutory provisions governing unpaid dividend?

Dividend lying in the Unpaid Dividend Account which remains unpaid or unclaimed for a period of seven years is required to be transferred to the Investor Education and Protection Fund (IEPF).

16. Where can the status of unclaimed dividend not transferred to IEPF be verified?

The Company has uploaded the details of unpaid and unclaimed amounts lying with the Company on the website of the Company at <https://www.unominda.com/investor/unpaid-dividend> as also on the IEPF Authority's website (www.iepf.gov.in) which can be accessed by the investors for this purpose.

17. What are the provisions relating to transfer of shares in the name of IEPF Authority? Which shares of a Company are liable to be transferred in the name of IEPF Authority?

In accordance with Section 124(6) of the Act, all shares in respect of which dividend has not been paid or claimed for seven consecutive years or more shall be transferred by the Company in the name of IEPF Authority. However, shares in respect of which specific order of Court or Tribunal or Statutory Authority restraining any transfer of such shares and payment of dividend is registered with the Company or shares which are pledged or hypothecated under the provisions of the Depositories Act, 1996, shall not be so transferred. The voting rights on shares transferred in the name of IEPF Authority shall remain frozen until the rightful owner claims the shares.

Details of shares transferred to the IEPF Authority are available on the website of the Company and the same can be accessed through the link:

<https://www.unominda.com/investor/unpaid-dividend>. The said details have also been uploaded on the website of the IEPF Authority and the same can be accessed through the link: www.iepf.gov.in.

18. Whether shares / dividend transferred in the name of IEPF Authority can be claimed from IEPF Authority?

Yes. Shares transferred in the name of IEPF Authority in pursuance of Section 124(6) of the Act as well as dividend(s) transferred to IEPF in pursuance of Section 124(5) of the Act can be claimed from IEPF Authority.

19. What is the procedure to claim shares and/or dividend from IEPF Authority?

A claimant needs to download form IEPF-5 from the website of IEPF Authority (<http://www.iepf.gov.in>) for filing the claim (for shares and/or dividend). It is advised to read the instructions given in the help-kit carefully before filling the form. After carefully filling information in form IEPF-5 and attaching necessary documents, as prescribed in the said form, the form shall be saved on computer and filed electronically, with IEPF Authority by uploading the same on the link: <http://www.mca.gov.in/mcafoportal/showEformUpload.do>

Upon submission, Form No. IEPF-5 shall be transmitted online to the Nodal Officer of the Company for verification of claim. Provided that the claimant after making an application in Form No. IEPF-5, shall send original physical share certificate, along with Indemnity Bond, Advance Receipts, any other document as enumerated in Form No. IEPF-5, duly signed by him, to the Nodal Officer of the concerned company at its registered office for verification of the claim.

The Company shall, within thirty days from the date of receipt of claim, send an online verification report to the IEPF Authority after verification of details in Form No. IEPF-5 in the format specified by the IEPF Authority along with all the documents submitted by the claimant and shall attach the scanned copy of all

the original documents submitted by the claimant in physical form duly certified by its Nodal Officer along with the e-verification report along with a scanned copy of both sides of original physical share certificate duly cancelled and certified.

Investors may note that in case-

- (i) loss of original physical share certificate or proof of entitlement, the Company and the claimant shall follow the procedure as laid down in the Companies (Share Capital and Debenture) Rules, 2014, the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation, guidelines, procedures and circulars issued from time to time and Schedule III of IEPF rules and attach certified copies of all documents as may be required under the said rules or guidelines with the e-verification report;
- (ii) In addition, the Company shall attach a scanned copy of both sides of share certificate generated under clause (d) of sub-rule (3) of IEPF rule 6 along with the e-verification report;
- (iii) The Company shall be solely responsible for collecting original physical share certificate or original bond or deposit or debenture certificate or proof of entitlement from the claimant and shall be liable for any misuse thereof.

20. What are the types of accounts required for dealing in securities in demat (electronic) form?

Beneficial Owner Account (B. O. Account) / Demat Account: An account opened with a Depository Participant (DP) in the name of the investor for holding and transacting in securities.

- A. **Trading Account:** An account opened by the stock broker / trading member in the name of the investor for buying and selling of securities.

- B. **Bank Account:** An account opened with any bank in the name of the investor and linked to the B. O. Account/Demat Account for debiting or crediting money with respect to transactions in the securities market.

21. What is Delivery Instruction Slip (DIS) and what precautions one should observe with respect to DIS?

Delivery Instruction Slip (DIS) is issued by the Depository Participant (DP) and used by holder of securities to give instructions to DP to give delivery of securities from his demat account to the demat account of the recipient of securities. DIS may be compared to a cheque book of a bank account. The following precautions are to be taken in respect of DIS:

- Ensure that DIS numbers are pre-printed and DP takes acknowledgment for the DIS booklet issued to the investor.
- Ensure that the account number [client id] is pre-stamped or pre-printed.
- If the account is a joint account, all the joint holders have to sign the DIS. Instruction cannot be executed if all joint holders have not signed.
- Avoid using loose slips.
- Do not leave signed blank DIS with anyone viz., broker/ sub-broker, DPs or any other person/entity.
- Keep the DIS book under lock and key when not in use.
- If only one entry is made in the DIS book, strike out the remaining space to prevent misuse.
- Personally fill in target account-id and all details in the DIS.
- If the DIS booklet is lost/stolen/not traceable, the same must be intimated to the DP, immediately, in writing. On receipt of such intimation, the DP will cancel the unused DIS of the said booklet.
- Do not issue / submit DIS without mentioning execution date.

22. What is Online Trading in securities?

Online Trading in securities refers to the facility available to an investor for placing his own orders to buy and/or sell any securities using the internet trading platform offered by the trading member viz., the broker. The orders so placed by the investor using internet trading platform would be routed through the trading member.

23. What precautions an online investor must take?

Investor trading online must take the following precautions:

- Default password provided by the stock broker / trading member must be changed before placing the order for the first time.
- The password should not be shared with others and password must be changed at periodic intervals.
- Obtain proper understanding of the manner in which the online trading software has to be operated.
- Get adequately trained before using the software.
- The online trading system has facility for order and trade confirmation after placing the orders.
- Sufficient amount of funds/number of securities should be available in the bank/demat account for honouring the order(s) placed.

24. What are the Do's and Don'ts while dealing in securities market?

Do's

- Transact only through stock exchanges. Deal only through SEBI registered intermediaries.
- Complete all the required formalities of opening an account properly (client registration, client agreement forms, etc.).

Ask for and sign "Know Your Client Agreement", copy of Rights & Obligations of stock broker, sub-broker and client for trading on exchanges

(including additional rights & obligations in case of internet/ wireless technology based trading), Rights and Obligations of Beneficial Owner and DP as prescribed by SEBI and Depositories, Uniform Risk Disclosure Documents (for all segments/ exchanges), Guidance Note detailing Do's and Don'ts for trading on stock exchanges or any other document which has been executed between stock broker, sub-broker and client, voluntarily. (Read and properly understand the risks associated with investing in securities/derivatives before undertaking transactions.)

- Assess the risk-return profile of the investment as well as the liquidity and safety aspects before making your investment decision.
- Ask all relevant questions and clear your doubts with your broker before transacting.
- Invest based on sound reasoning after taking into account all publicly available information and fundamentals.
- Beware of the false promises and to note that there are no guaranteed returns on investments in the stock market.
- Give clear and unambiguous instructions to your broker/ sub-broker/DP.
- Be vigilant in your transactions.
- Insist on a contract note for your transaction.
- Verify all details in the contract note, immediately on receipt.
- Always settle dues through the normal banking channels with the market intermediaries.
- Crosscheck details of your trade with details as available on the exchange website.
- Scrutinise minutely both, the transaction and the holding statement that you receive from your DP.
- Keep copies of all your investment documentation.
- Handle DIS Book issued by DPs carefully.
- Insist that the DIS numbers are pre-printed and your account number (client id) be pre-stamped or pre-printed.

- In case you are not transacting frequently, make use of the freezing facilities provided for your demat account.
- Pay the margins required to be paid in the time prescribed.
- Deliver the shares in case of sale or pay the money in case of purchase within the time prescribed.
- Participate in general meetings either personally or through proxy and exercise vote through e-voting.
- Be aware of your rights and responsibilities.
- Make sure correct mobile number and email ID is entered by the broker/DP in exchange/depository records.
- Check SMS of transaction done in Trading Account. Exchanges use to send SMS of transactions to your mobile number.
- In case of complaints, approach the right authorities for redressal in a timely manner.
- Make sure your account is being settled by the broker as per the Running Account Authorisation given by you at the time of opening of account or any subsequent change therein.

Don'ts

- Don't undertake off-market transactions in securities.
- Don't deal with unregistered intermediaries.
- Don't fall prey to promises of unrealistic returns.
- Don't invest on the basis of hearsay and rumours; verify before investing.
- Don't forget to take note of risks involved in the investment.
- Don't blindly follow media reports on corporate developments, as some of these could be misleading.
- Don't be misled by so called hot tips.
- Don't hesitate to approach the proper authorities for redressal of your doubts/grievances.

- Don't leave signed blank DISs of your demat account lying around carelessly or with anyone.

Investor Service and Grievances Handling

25. Who is the Share Transfer Agent of the Company? How can one contact to them?

Link Intime India Pvt. Ltd. is the share Transfer Agent designated by Minda Industries Limited. They can be reached at below contact details:

Link Intime India Pvt. Ltd,
Noble Heights, 1st floor,
Plot No NH-2, C-1 Block, LSC,
Near Savitri Market, Janakpuri,
New Delhi - 110058
Tel : 011 - 4141 0592/93/94
E-mail : delhi@linkintime.co.in

26. Is conversion of physical shares of the Company into demat (electronic) shares compulsory? How to convert physical shares into demat shares?

SEBI has recently amended relevant provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to disallow listed companies from accepting request for transfer of securities which are held in physical form, with effect from April 1, 2019. The shareholders, who continue to hold shares and other types of securities of listed companies in physical form even after this date, will not be able to lodge the shares with Company / its RTA for further transfer. They will need to convert them to demat form compulsorily if they wish to effect any transfer. Only the requests for transmission and transposition of securities in physical form, will be accepted by the listed companies / their RTAs.

Procedure for Dematerialisation of shares:

- Shareholder should submit the duly filled in Demat Request Form (DRF) along with physical

certificate(s) to the concerned Depository Participant (DP).

- DP will give the acknowledgement receipt to the shareholder for having received the DRF alongwith the original share certificates.
- DP intimates the relevant Depository of such requests through the system.
- DP submits the DRF alongwith certificate(s) to the Company's R&TA.
- The Company's R&TA confirms the dematerialisation request from Depository.
- The Company's R&TA, after dematerialising the certificate(s), updates accounts and informs concerned Depository regarding completion of dematerialisation. Depository updates its accounts and informs the DP.
- DP updates the demat account of the shareholder.
- The entire process should be completed within 21 days.

27. What is nomination facility? What is the procedure of appointing a nominee?

Section 72 of the Companies Act, 2013, provides the facility of nomination to shareholders. This facility is mainly useful for individuals holding shares in sole name. In the case of joint holding of shares by individuals, nomination will be effective only in the event of death of all joint holders.

Investors, especially those who are holding shares in single name, are advised to avail of the nomination facility by submitting the prescribed Form SH-13 for initial registration of nomination and Form SH-14 for cancellation and variation of nomination as per the Act to the Company's R&TA.

However, if shares are held in dematerialised form, nomination has to be registered with the concerned DP directly, as per the format prescribed by the DP.

28. What is the procedure for obtaining duplicate share certificate(s) in case of loss / misplacement of original share certificate(s)?

Shareholders who have lost/misplaced share certificate(s) should inform the Company's R&TA immediately about loss of share certificate(s), quoting their folio number and details of share certificate(s), if available. The R&TA shall immediately mark a 'stop transfer' on the folio to prevent any further transfer of shares covered by the lost share certificate(s). It is recommended that the shareholders should lodge FIR with police station regarding loss of share certificate(s). They should send their request for duplicate share certificate(s) to the Company's R&TA and submit documents as required by the R&TA.

29. How can investors lodge their complaints directly with the Company?

Investors can lodge their complaints directly with the Company by mailing directly to the mail address investor@mindagroup.com.

Investor Calendar

30. In which month the Annual General Meeting (AGM) usually held?

AGM of the Company is usually held in the month of July / August.

31. When is the dividend paid by the Company?

Proposal for declaration of Final dividend is placed before shareholders of the Company at its AGM. Process for distribution of dividend is started within five days of declaration of the Dividend and completed within thirty days. Sometimes Board may also declare interim dividend, intimation of which is duly submitted to the stock exchanges.