

# FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



## Annual Return (other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

### I. REGISTRATION AND OTHER DETAILS

(i) \* Corporate Identification Number (CIN) of the company

L74899DL1992PLC050333

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAACM1152C

(ii) (a) Name of the company

UNO MINDA LIMITED

(b) Registered office address

B-64/1 WAZIRPUR, INDUSTRIAL AREA NA  
DELHI  
New Delhi  
Delhi  
110052



(c) \*e-mail ID of the company

csmil@unominda.com

(d) \*Telephone number with STD code

01149373931

(e) Website

www.unominda.com

(iii) Date of Incorporation

16/09/1992

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

☒ Yes ☐ No

(vi) \*Whether shares listed on recognized Stock Exchange(s)

☒ Yes ☐ No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	NATIONAL STOCK EXCHANGE OF INDIA LTD.	1,024
2	BSE LIMITED	1

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,  
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) \*Financial year From date 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

(viii) \*Whether Annual general meeting (AGM) held ☐ Yes ☒ No

(a) If yes, date of AGM

(b) Due date of AGM

30/09/2023

(c) Whether any extension for AGM granted

☐ Yes ☒ No

(f) Specify the reasons for not holding the same

The Annual General Meeting of the Company will be duly convened within the due date.

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities

1





S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C10	Electrical equipment, General Purpose and Special purpose Machinery & equipment,	100

## III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

\*No. of Companies for which information is to be given

42

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Minda Kosei Aluminum Wheel 	U29130DL2015PTC278233	Subsidiary	100
2	Minda Storage Batteries Private Limited 	U35900DL2011PTC228383	Subsidiary	100
3	Harita Fehrer Limited	U25200DL2008PLC398163	Subsidiary	100
4	UnoMinda Auto Systems Private Limited 	U35900DL2021PTC391331	Subsidiary	100
5	Uno Minda Buehler Motor Private Limited 	U31900DL2022PTC408158	Subsidiary	100
6	Uno Minda Auto Technologies Private Limited 	U29301DL2023PTC411882	Subsidiary	100
7	Global Mazinkert S.L.		Subsidiary	100
8	Clarton Horn S.A.U., Spain		Subsidiary	100
9	Light & Systems Technical Center 		Subsidiary	100
10	CH Signalakustik GmbH, Germany 		Subsidiary	100
11	Clarton Horn S. de R.L. de C.V., Mexico 		Subsidiary	100
12	PT Minda Asean Automotive 		Subsidiary	100
13	PT Minda Trading		Subsidiary	100
14	Sam Global Pte Limited		Subsidiary	100
15	Minda Industries Vietnam Corporation 		Subsidiary	100
16	Minda Korea Co Ltd		Subsidiary	100
17	UNO Minda Auto Spare Parts and Accessories 		Subsidiary	100
18	UNO Minda Europe GmbH		Subsidiary	96.19
19	CREAT GmbH		Subsidiary	96.19
20	Uno Minda Systems GmbH		Subsidiary	96.19
21	Uno Minda Kyoraku Limited	U35122DL2011PLC223819	Subsidiary	67.67
22	MI Torica India Private Limited 	U51909DL2011PTC223728	Subsidiary	60
23	MITIL Polymer Private Limited 	U51909DL2016PTC306953	Subsidiary	60
24	Uno Minda Katolec Electronics 	U35999DL2017PTC315486	Subsidiary	51

25	Mindarika Private Limited	U74899DL1995PTC073692	Subsidiary	51
26	Uno Minda Tachi-S Seating Private Limited	U35990DL2022PTC406342	Subsidiary	51
27	Minda D-ten India Private Limited	U50400DL2012PTC238724	Subsidiary	51
28	UnoMinda EV Systems Private Limited	U35990DL2021PTC391318	Subsidiary	50.1
29	Rinder Riduco, S.A.S. Columbia		Joint Venture	50
30	Minda TTE DAPS Private Limited	U35990DL2015PTC279706	Associate	50
31	Minda Onkyo India Private Limited	U35999DL2017PTC313323	Associate	50
32	Minda Westport Technologies	U35999DL2010PLC200859	Joint Venture	50
33	Minda TG Rubber Private Limited	U29253DL2015PTC275475	Joint Venture	49.9
34	Kosei Minda Mould Private Limited	U27320DL2018PTC339551	Subsidiary	49.9
35	Denso Ten Minda India Private Limited	U35999DL2012FTC238701	Joint Venture	49
36	ROKI Minda Co. Private Limited	U34300DL2010PTC211292	Joint Venture	49
37	Toyoda Gosei Minda India Private Limited	U28111RJ2008PTC026385	Joint Venture	47.8
38	Tokai Rika Minda India Private Limited	U34300KA2008PTC047401	Joint Venture	30
39	Strongsun Renewables Private Limited	U40106MH2020PTC342118	Associate	28.1
40	CSE Dakshina Solar Private Limited	U40106MH2019PTC322032	Associate	27.71
41	Kosei Minda Aluminum Components Private Limited	U28910DL2011PTC414759	Subsidiary	18.31
42	Minda Nexgentech Limited	U31504HR2011PLC093757	Associate	26

#### IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

##### (i) \* SHARE CAPITAL

###### (a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	736,213,000	573,013,714	573,013,714	573,013,714
Total amount of equity shares (in Rupees)	1,472,426,000	1,146,027,428	1,146,027,428	1,146,027,428

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares of Rs.2/- each				
Number of equity shares	736,213,000	573,013,714	573,013,714	573,013,714
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	1,472,426,000	1,146,027,428	1,146,027,428	1,146,027,428

**(b) Preference share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	61,194,945	0	0	0
Total amount of preference shares (in rupees)	3,644,494,500	0	0	0

Number of classes

2

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
8% Non-Cumulative Redeemable Preference Share				
Number of preference shares	27,500,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	275,000,000	0	0	0
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
0.01% Non-Cumulative Redeemable Preference Share				
Number of preference shares	33,694,945	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	3,369,494,500	0	0	0

**(c) Unclassified share capital**

Particulars	Authorised Capital
Total amount of unclassified shares	0

**(d) Break-up of paid-up share capital**

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	1,180,590	284,439,851	285620441	571,240,882	571,240,882	
Increase during the year	1,112,344	286,352,125	287464469	574,786,546	574,786,546	285,051,538

i. Public Issues	0	0	0	0	0	
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	1,112,344	284,764,098 <sup>+</sup>	285876442	571,752,884 <sup>+</sup>	571,752,884 <sup>+</sup>	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	1,516,831	1516831	3,033,662	3,033,662	285,051,538 <sup>+</sup>
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify DE-MATERIALIZATION	0	71,196	71196	0	0	0
<b>Decrease during the year</b>	71,196	0	71196	0	0	0
i. Buy-back of shares	0	0	0	0	0	
ii. Shares forfeited	0	0	0	0	0	
iii. Reduction of share capital	0	0	0	0	0	
iv. Others, specify DE-MATERIALIZATION	71,196	0	71196	0	0	
<b>At the end of the year</b>	2,221,738	570,791,976	573013714	1,146,027,4	1,146,027,4	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	9,660	9660	966,000	966,000	
<b>Increase during the year</b>	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
<b>Decrease during the year</b>	0	9,660	9660	966,000	966,000	340,321.8
i. Redemption of shares	0	9,660	9660	966,000	966,000	340,321.8
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0

iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE405E01023

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) \*

☐ Nil

[Details being provided in a CD/Digital Media]

☐ Yes

☒ No

☐ Not Applicable

Separate sheet attached for details of transfers

☒ Yes

☐ No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting		16/09/2022	
Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Transferor			

Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee	<input type="text"/>		
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year) <input type="text"/>			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor	<input type="text"/>		
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee	<input type="text"/>		
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

**(iv) \*Debentures (Outstanding as at the end of financial year)**

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
<b>Total</b>			0



### Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

### (v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

## V. \*Turnover and net worth of the company (as defined in the Companies Act, 2013)

### (i) Turnover

66,579,607,959

### (ii) Net worth of the Company

30,183,487,394

## VI. (a) \*SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	225,323,426	39.32	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	

5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	175,458,588	30.62	0	
10.	Others (TRUST) Maa Vaishno Devi Endow <sup>+</sup>	649,380	0.11	0	
	<b>Total</b>	401,431,394	70.05	0	0

**Total number of shareholders (promoters)**

11

**(b) \*SHARE HOLDING PATTERN - Public/Other than promoters**

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	31,123,155	5.43	0	
	(ii) Non-resident Indian (NRI)	869,677	0.15	0	
	(iii) Foreign national (other than NRI)	446,615	0.08	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	7,173,424	1.25	0	
4.	Banks	608	0	0	
5.	Financial institutions	3,596,626	0.63	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	89,881,244	15.69	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	1,501,048	0.26	0	

10.	Others Trust, AIF, IEPF and Clearing +	36,989,923	6.46	0	
	<b>Total</b>	171,582,320	29.95	0	0

**Total number of shareholders (other than promoters)**

125,680

**Total number of shareholders (Promoters+Public/  
Other than promoters)**

125,691

**VII. \*NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS**  
(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	10	11
Members (other than promoters)	108,910	125,680
Debenture holders	0	0

**VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**(A) \*Composition of Board of Directors**

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
<b>A. Promoter</b>	2	1	2	1	23.72	0.42
<b>B. Non-Promoter</b>	1	5	1	5	0.06	0
(i) Non-Independent	1	0	1	0	0.06	0
(ii) Independent	0	5	0	5	0	0
<b>C. Nominee Directors representing</b>	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
<b>Total</b>	3	6	3	6	23.78	0.42

**(B) (i) \*Details of directors and Key managerial personnel as on the closure of financial year**

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
MR. NIRMAL KUMAR M +	00014942	Managing Director	129,164,420	
MR. ANAND KUMAR M +	00007964	Director	2,413,000	
MS. PARIDHI MINDA	00227250	Whole-time director	6,772,266	01/04/2023
MR. RAVI MEHRA	01651911	Whole-time director	345,684	
MR. KRISHAN KUMAR +	01767702	Director	0	16/05/2023
MR. RAKESH BATRA	06511494	Director	0	
MR. RAJIV BATRA	00082866	Director	0	
MR. SATISH BALKRISHN +	01793948	Director	0	
MS. RASHMI URDHWA +	08668140	Director	0	
MR. SUNIL BOHRA	AATPB8605M	CFO	30,000	
MR. TARUN KUMAR SINGH +	ARIPS1676H	Company Secretary	0	

**(ii) Particulars of change in director(s) and Key managerial personnel during the year**

7

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
MR. RAJIV BATRA	00082866	Additional director	01/04/2022	APPOINTMENT
MR. SATISH BALKRISHN +	01793948	Additional director	12/04/2022	APPOINTMENT
MR. RAJIV BATRA	00082866	Director	29/06/2022	CHANGE IN DESIGNATION
MR. SATISH BALKRISHN +	01793948	Director	29/06/2022	CHANGE IN DESIGNATION
MS. PRAVIN TRIPATHI +	06913463	Director	06/02/2023	CESSATION
MS. RASHMI HEMANT +	08668140	Additional director	25/01/2023	APPOINTMENT
MS. RASHMI HEMANT +	08668140	Director	27/03/2023	CHANGE IN DESIGNATION

**IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**

**A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS**

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETING	19/09/2022	122,753	395	

**B. BOARD MEETINGS**

\*Number of meetings held

9

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	24/05/2022	9	9	100
2	11/07/2022	9	7	77.78
3	08/08/2022	9	9	100
4	25/08/2022	9	9	100
5	29/09/2022	9	8	88.89
6	10/11/2022	9	9	100
7	08/02/2023	9	8	88.89
8	20/03/2023	9	7	77.78
9	30/03/2023	9	9	100

**C. COMMITTEE MEETINGS**

Number of meetings held

24

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	AUDIT COMMITTEE	18/05/2022	3	3	100
2	AUDIT COMMITTEE	06/08/2022	3	3	100
3	AUDIT COMMITTEE	25/08/2022	3	3	100
4	AUDIT COMMITTEE	29/09/2022	3	3	100

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
5	AUDIT COMM	09/11/2022	3	3	100
6	AUDIT COMM	07/02/2023	4	4	100
7	AUDIT COMM	20/03/2023	4	4	100
8	AUDIT COMM	30/03/2023	4	4	100
9	CORPORATE	24/05/2022	3	2	66.67
10	CORPORATE	10/11/2022	3	3	100

**D. \*ATTENDANCE OF DIRECTORS**

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
								(Y/N/NA)
1	MR. NIRMAL I	9	9	100	3	2	66.67	
2	MR. ANAND K	9	9	100	10	9	90	
3	MS. PARIDHI	9	7	77.78	0	0	0	
4	MR. RAVI ME	9	8	88.89	0	0	0	
5	MR. KRISHAN	9	9	100	24	24	100	
6	MR. RAKESH	9	9	100	14	14	100	
7	MR. RAJIV BA	9	8	88.89	4	4	100	
8	MR. SATISH E	9	7	77.78	3	3	100	
9	MS. RASHMI	3	3	100	3	3	100	

**X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

☐ Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Nirmal Kumar M	Chairman and M	27,702,000	150,000,000	0	24,524,240	202,226,240
2	Ms. Paridhi Minda	Whole-time Dire	8,211,000	0	0	503,000	8,714,000
3	Mr. Ravi Mehra	Whole-time Dire	51,355,747	0	28,801,012	3,258,725.28	83,415,484.28
	Total		87,268,747	150,000,000	28,801,012	28,285,965.28	294,355,724.2

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Sunil Bohra	CFO	49,408,992	0	19,120,481	3,044,070	71,573,543
2	Mr. Tarun Kumar Sr	Company Secre	3,896,068	0	0	718,932	4,615,000
	Total		53,305,060	0	19,120,481	3,763,002	76,188,543

Number of other directors whose remuneration details to be entered

6

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mrs. Pravin Tripathi	Independent Dir	0	0	0	670,000	670,000
2	Mr. Krishan Kumar	Independent Dir	0	0	0	1,090,000	1,090,000
3	Mr. Rakesh Batra	Independent Dir	0	0	0	565,000	565,000
4	Mr. Rajiv Batra	Independent Dir	0	0	0	940,000	940,000
5	Mr. Satish Balkrishn	Independent Dir	0	0	0	395,000	395,000
6	Mrs. Rashmi Hemar	Independent Dir	0	0	0	300,000	300,000
	Total		0	0	0	3,960,000	3,960,000

#### XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

- \* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year ☒ Yes ☐ No

B. If No, give reasons/observations

#### XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

**XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment**

☐ Yes ☒ No

(In case of 'No', submit the details separately through the method specified in instruction kit)

**XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES**

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Shashikant Tiwari

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

13050

**I/We certify that:**

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.

(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

**Declaration**

I am Authorised by the Board of Directors of the company vide resolution no. ...

08

dated

22/05/2018

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

**Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.**

To be digitally signed by



Director

DIN of the director

00014942

To be digitally signed by

- ☒ Company Secretary
- ☐ Company secretary in practice

Membership number

11994

Certificate of practice number

**Attachments**

1. List of share holders, debenture holders

2. Approval letter for extension of AGM;

3. Copy of MGT-8;

4. Optional Attachement(s), if any

Attach

Attach

Attach

Attach

**List of attachments**

Committee Meetings FY 2022-23.pdf  
MGT-8\_Uno Minda\_2022-23.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

**Form No. MGT-8**

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies (Management and Administration) Rules, 2014]

**CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE**

We have examined the registers, records and books and papers of **Uno Minda Limited** (formerly known as *Minda Industries Limited*) (the "Company") as required to be maintained under the Companies Act, 2013 ("the Act") and the rules made there under for the financial year ended on March 31, 2023. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, we certify that:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:
  - 1. its status under the Act;
  - 2. maintenance of registers/records & making entries therein within the time prescribed therefore;
  - 3. filing of forms and returns ~~as stated in the annual return~~, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;

During the financial year ended on March 31, 2023, the Company was not required to file any forms and returns to the Central Government, Court or other authorities.

- 4. calling/ convening/ holding meetings of Board of Directors or its Committees and the meetings of the members of the Company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
- 5. closure of Register of Members or any other security holders, as the case may be.
- 6. advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;

During the financial year ended on March 31, 2023, the Company has not made any advances/ loans to its directors and/ or persons or firms or companies referred in Section 185 of the Act.

7. contracts/arrangements with related parties as specified in section 188 of the Act;
8. issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;

During the financial year ended on March 31, 2023, the Company has not made any

- transfer;
  - buy back of securities;
  - redemption of debentures;
  - reduction of share capital;
  - conversion of shares/ securities
9. keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act.
  10. declaration / payment of dividend/ transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;

There was some delay in transfer of amount and share to Investor Education and Protection Fund w.r.t unpaid dividend remains unpaid or unclaimed for a period of seven years.

11. signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), {4} and (5) thereof;
12. constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;

During the financial year ended on March 31, 2023, there was no / filing up of casual vacancies of the Directors and Key Managerial Personnel.

13. appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;

During the financial year ended on March 31, 2023, the Company has not made any appointment, re-appointment or filling up of casual vacancies of auditors as per the provisions of section 139 of the Act.

14. approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;

During the financial year ended on March 31, 2023, the Company was not required to take any approvals from the Central Government, Regional Director, Court or such other authorities under the various provisions of the Act.

15. acceptance/ renewal/ repayment of deposits;

During the financial year ended on March 31, 2023, the Company has not made any acceptance/ renewal/ repayment of deposits.

16. borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;

During the financial year ended on March 31, 2023, the Company has not made borrowings from its directors, members, public financial institutions not required to create/ modify/ satisfy the charges in that respect.

17. loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ;

During the financial year ended on March 31, 2023, the Company has not provided securities to other bodies corporate or persons falling under the provisions of section 186 of the Act

18. alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

**For Chandrasekaran Associates**  
**Company Secretaries**  
**FRN: P1988DE002500**  
**Peer Review Certificate No.: 1428/2021**

**Sd/-**  
**Shashikant Tiwari**  
**Partner**  
**Membership No. F11919**  
**Certificate of Practice No.: 13050**  
**UDIN: F011919E000318478**

Date: May 17, 2023  
Place: Delhi

**Uno Minda Limited**  
**(Formerly Known as Minda Industries Limited)**  
**IX (C) - List of Committee meetings**

**C. COMMITTEE MEETINGS**

.....continued from MGT-7

Sr. No.	Type of Meeting	Date of Meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
11.	Nomination and Remuneration Committee	24.05.2022	3	3	100
12.	Nomination and Remuneration Committee	11.07.2022	3	3	100
13.	Nomination and Remuneration Committee	08.08.2022	3	3	100
14.	Nomination and Remuneration Committee	24.01.2023	3	3	100
15.	Nomination and Remuneration Committee	08.02.2023	3	3	100
16.	Nomination and Remuneration Committee	30.03.2023	3	3	100
17.	Risk Management Committee	30.07.2022	4	3	75
18.	Risk Management Committee	27.12.2022	4	2	50
19.	Risk Management Committee	30.03.2023	4	4	100
20.	Stakeholders Relationship Committee	24.05.2022	3	3	100
21.	Stakeholders Relationship Committee	08.08.2022	3	3	100
22.	Stakeholders Relationship Committee	10.11.2022	3	3	100
23.	Stakeholders Relationship Committee	07.02.2023	3	3	100
24.	Investment Committee	12.09.2022	4	4	100