

**UNO MINDA LIMITED****Compliance Report on Corporate Governance**

Annexure-I

Name of the Listed Entity : Uno Minda Limited

Quarter ended on : 31 December, 2022

**I. Composition of Board of Directors**

Title (Mr./Ms.)	Name of the Director	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/Stakeholders Committee(s) including this listed entity (Refer Regulation 26(1) of Listed Regulations)	No.of post of Chairperson in Audit/Stakeholders Committee held in listed entity including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	NIRMAL K MINDA	00014942	Executive Director, Chairman & MD	16-09-1992	12-08-2021	-	-	07-11-1957	1	0	0	0
Mr.	ANAND KUMAR MINDA	00007964	Non-Executive - Non Independent Director	14-04-2011	19-09-2020	-	-	16-04-1952	1	0	2	0
Ms.	PARIDHI MINDA	00227250	Executive Director	29-03-2019	06-08-2019	-	-	02-06-1982	1	0	0	0
Ms.	PARVIN TRIPATHI	06913463	Non-Executive - Independent Director	06-02-2019	06-02-2021	-	46.26	23-12-1949	4	4	8	1
Mr.	KRISHAN KUMAR JALAN	01767702	Non-Executive - Independent Director	16-05-2019	16-05-2021	-	43.16	06-06-1957	3	3	7	0
Mr.	RAVI MEHRA	01651911	Executive Director & Dy. Managing Director	01-04-2021	22-07-2021	-	-	08-04-1961	1	0	3	0
Mr.	RAKESH BATRA	06511494	Non-Executive - Independent Director	19-07-2021	19-07-2021	-	17.13	25-11-1955	2	2	4	0
Mr.	RAJIV BATRA	00082866	Non-Executive - Independent Director	01-04-2022	01-04-2022	-	9.00	30-09-1955	3	3	1	0
Mr.	SATISH BALKRISHNA BORWANKAR	01793948	Non-Executive - Independent Director	12-04-2022	12-04-2022	-	8.20	15-07-1952	1	1	1	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.

&amp; 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 means total period from which independent director is serving on Board of Directors of the listed entity in continuity without any cooling off period.



<b>II Composition of Committees</b>		
Name of the Committee	Name of Committee Members	Category (Chairperson/ Executive/Non-Executive/ Independent / Nominee <sup>§</sup> )
Audit Committee	Ms. Pravin Tripathi	Independent - Chairperson
	Mr. Krishan Kumar Jalan	Independent
	Mr. Rakesh Batra	Independent
Stakeholders Relationship Committee	Mr. Krishan Kumar Jalan	Independent - Chairman
	Mr. Anand Kumar Minda	Non-Executive
	Ms. Pravin Tripathi	Independent
Nomination & Remuneration Committee	Ms. Pravin Tripathi	Independent - Chairperson
	Mr. Krishan Kumar Jalan	Independent
	Mr. Rakesh Batra	Independent
CSR Committee	Mr. Nirmal K Minda	Executive - Chairman
	Mr. Anand Kumar Minda	Non-Executive
	Mr. Krishan Kumar Jalan	Independent
Risk Management Committee	Ms. Pravin Tripathi	Independent - Chairman
	Mr. Krishan Kumar Jalan	Independent
	Mr. Anand Kumar Minda	Non-Executive
	Mr. Sunil Bohra	Group CFO
<sup>§</sup> 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.		



<b>III Meeting of Board of Directors</b>						
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)	Number of Directors on the Board	Number of Directors present	No. of Independent Directors attending the meeting
11 July, 2022			Yes	9	7	3
08 August,2022		27 days	Yes	9	9	5
25 August,2022		16 days	Yes	9	9	5
29 Sept,2022		34 days	Yes	9	8	5
	10 Nov 2022	41 days	Yes	9	9	5

<b>IV Meeting of the Committee</b>							
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 committee	Number of Directors present	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than directors)
<b>Audit Committee</b>							
06 August,2022			Yes	3	3	3	-
25 August,2022		18 days	Yes	3	3	3	-
29 Sept,2022		34 days	Yes	3	3	3	-
	09 Nov 2022	40 days	Yes	3	3	3	-
<p><i>*This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional</i></p> <p><i>*to be filled in only for the current quarter meetings</i></p>							



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 committee	Number of Directors present	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than directors)
<b>Stakeholders Relationship Committee</b>							
08 August, 2022			Yes	3	3	2	-
	10 Nov. 2022	93 days	Yes	3	3	2	-
<b>CSR Committee</b>							
24 May, 2022			Yes	3	3	3	-
	10 Nov. 2022	169 days	Yes	3	3	3	-
<b>Risk Management Committee</b>							
30 July, 2022	27 Dec. 2022	149 days	Yes	3	3	2	1

<b>V</b>	<b>Related Party Transactions</b>
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. (Yes)
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 (Yes)
  - a) Audit Committee
  - b) Nomination & Remuneration Committee
  - c) Stakeholders Relationship Committee
  - d) Risk management committee (applicable to the top 1000 listed entities)
3. The Committee Members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. (Yes)
4. The meetings of the Board of Directors and the above Committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. (Yes)
5. 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 30 September, 2022 has been placed before the Board of Directors. The report for the quarter ended on 31 December, 2022 will be placed before the Board.

For **UNO MINDA LTD.**

**Tarun Kumar Srivastava**  
**Company Secretary & Compliance Officer**

Place: Gurugram (Haryana)

Date: 17 January, 2023