

AFFIDAVIT

Re: No-objection to the Scheme of Amalgamation involving Kosei Minda Aluminum Company Private Limited ("Transferor Company 1"), Kosei Minda Mould Private Limited ("Transferor Company 2") and Minda Kosei Aluminum Wheel Private Limited ("Transferor Company 3") (collectively "Transferor Companies") and Uno Minda Limited ("Transferee Company") and their respective shareholders and creditors under sections 230- 232 and other applicable provisions of the Companies Act, 2013 read with the relevant rules ("Scheme")

I, Sunil Ganguly S/O Mr. Somar Ganguly , aged about 43 years, residing at Flat no. S-12, 2nd floor, Vinayak Apartment, Plot no. 762, Burari, Delhi-110084 working as Associate Director, Client Delivery , with Standard Chartered Bank presently at Gurugram do solemnly affirm and state as under:

1. I am the authorized signatory of **STANDARD CHARTERED BANK**, incorporated in England with limited liability by Royal Charter 1853 Reference Number ZC18 having its Principal Office in England at 1 Basinghall Avenue, London, EC2V 5DD having its principal place of business in India at Narain Manzil, 23 Barakhamba Road, New Delhi-110001 (hereinafter referred to as the "Creditor"), which is a creditor of Uno Minda Limited ("Transferee Company"), and am duly authorized by the said Creditor to make this affidavit on its behalf. As such, I am well conversant with the facts, to make this affidavit on its behalf.
2. The Creditor has entered into agreement(s) with the Transferee Company, in relation to working capital facility ("**Facility**"). Mentioned in Schedule 1 hereto, are the agreements entered into with the Transferee Company ("**Relevant agreements**").
3. I state that I have perused the proposed Scheme of Amalgamation involving Kosei Minda Aluminum Company Private Limited ("**Transferor Company 1**"), Kosei Minda Mould Private Limited ("**Transferor Company 2**") and Minda Kosei Aluminum Wheel Private Limited ("**Transferor Company 3**") (collectively "**Transferor Companies**") and Uno Minda Limited ("**Transferee Company**") and their respective shareholders and creditors under sections 230-232 and other applicable provisions of the Companies Act, 2013 read with the relevant rules ("**Scheme**") and hereby, as the authorized representative of, and for and on behalf of, the Creditor:

a. provide our approval and no-objection to the Scheme, including any amendment/ modification/ alteration made therein in terms of the Scheme. Provided however, the Transferee Company shall pursuant to the Scheme, enter into such documents, deeds, undertakings and agreements and make such relevant filings as may be required pursuant to the terms of the Facility and/or the Relevant Agreements;

b. confirm that we have no-objection if the meeting of the secured creditors of the Transferee Company to approve the Scheme is dispensed with by the Hon'ble National Company Law Tribunal, New Delhi;



c. confirm that we hereby waive our right to object to the Scheme, at the meeting of the Secured Creditors, if any, convened by the National Company Law Tribunal, for approving the Scheme; and

d. confirm that this no-objection to the Scheme shall also be considered as an approval under the Relevant Agreements.


 DEPONENT 

VERIFICATION

I, the Deponent above named do hereby verify that the contents of the above Affidavit are true and correct on the basis of the records, no part of it is false and nothing material has been concealed therefrom.


 DEPONENT 


 NOTARY PUBLIC
 SHIVELAL
 Regd. No.
 2686/4
 GOVT. OF INDIA

Dated: 11-May-2023
 Place: New Delhi

Schedule 1

<u>Agreement Name</u>	<u>Agreement Date</u>	<u>Agreement Reference Number</u>	<u>Facility</u>
Banking Facility Letter	04-Dec-2017	10558278	Fund and non-fund base facility amounting to INR 100,000,000/
Supplementary Banking Facility Letter	10-Dec-2021	10831764	Fund and non-fund base facility amounting to INR 530,000,000/

ATTESTED

 NOTARY PUBLIC
 DELHI (INDIA)


 NOTARY PUBLIC
 SHIVELAL
 Regd. No.
 2686/4
 GOVT. OF INDIA

11 MAY 2023