

Ref. No. Z-IV/R-39/D-2/NSE/207 & 174  
Date : 03/08/2023

<b>National Stock Exchange of India Ltd.</b> Listing Deptt., Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051	<b>BSE Ltd.</b> Regd. Office: Floor - 25, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001.
NSE Scrip: UNOMINDA	BSE Scrip: UNOMINDA; 532539

Sub.: - Announcement under Regulation 30 of the SEBI (LODR) Regulations, 2015  
(the 'Listing Regulations')

Dear Sirs,

The Board of Directors of the Company on 03 August, 2023 have considered & approved the draft Postal Ballot Notice for seeking shareholders' approval on the following matters: -

- 1) To approve the appointment of Dr. Krishana Kumar Khandelwal (DIN-09477623) as a Non-Executive Independent Director of the Company; and
- 2) To approve the amendment in the Article of Association of the Company by inserting the new sub clause (d), appended below, after the existing sub-clause (c) under clause 102 of the Articles of Association of the Company: -

d) Notwithstanding anything contained in these Articles, on occurrence of the events mentioned below, the Debenture Trustee(s) shall have a right but not an obligation, to nominate person(s) as their nominee on the Board of the Company, in accordance with the applicable laws and subject to the agreement in that regard between Debenture Trustee(s) and the Company:

- i. two consecutive defaults in payment of interest to the debenture holders; or
- ii. default in creation of security for debentures; or
- iii. default in redemption of the debentures; or
- iv. any other event as may be prescribed by Securities and Exchange Board of India.

The Board shall appoint such persons as directors of the Company as nominated by the Debenture Trustee(s), as nominee directors within prescribed time and in accordance with the provisions of these articles.

The Nominee Director appointed under this clause shall not be liable to retire by rotation.

Debenture Trustee(s) as mentioned above may remove Nominee Director so appointed at any time and in case of cessation of office of such Nominee Director, by reasons of death or resignation or any other reasons whatsoever, nominate any other person to fill up the vacancy. Such nomination for appointment or withdrawal of nomination shall be made in writing to the Company.

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# Uno Minda Limited

(Formerly known as Minda Industries Limited)



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Further, we wish to inform that the Postal Ballot Notice approved by the Board will be now sent to the shareholders of the company, as per the activities schedule prepared by us in this regard for seeking the shareholders' approval for these two items.

This is for your information and records.

Thanking you,

Yours faithfully,  
For UNO Minda Limited

Tarun Kumar Srivastava  
Company Secretary & Compliance Officer

