

June 23, 2021

<b>The Officer-In-Charge (Listing)</b> <b>Listing Department</b> <b>National Stock Exchange of India Ltd.,</b> <b>Exchange Plaza, Bandra Kurla Complex,</b> <b>Bandra (East),</b> <b>Mumbai - 400 051</b> <b>Symbol: MINDACORP</b>	<b>Head - Listing Operations,</b> <b>BSE Limited,</b> <b>P.J. Towers, Dalal Street, Fort,</b> <b>Mumbai – 400 001</b> <b>Scrip Code: 538962</b>
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**Sub: Annual Secretarial Compliance Report for the Financial Year Ended March 31, 2021**

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read along with SEBI Circular CIR/CFD/ CMD1/27/2019 dated February 8, 2019, please find enclosed the Annual Secretarial Compliance Report of the Company for the financial year ended March 31, 2021.

This is for the information of the exchange and the members.

Thanking you,

Yours faithfully,

**For Minda Corporation Limited**



**Pardeep Mann**  
**Company Secretary**  
**Membership No. A13371**

**MINDA CORPORATION LIMITED (GROUP CORPORATE OFFICE)**

CIN: L74899DL1985PLC020401

Office Address: Plot No. 404 & 405, 5th Floor, Sector-20, Udyog Vihar, Phase-III, Gurugram, Haryana (India) - 122016.

TEL: +91 – 124 – 4698400; FAX: +91 – 124 – 4698450

Registered Office: A-15, Ashok Vihar, Phase-I, Delhi - 110052.

Website: [www.sparkminda.com](http://www.sparkminda.com)

**Secretarial Compliance Report of  
Minda Corporation Limited  
(for the year ended on 31<sup>st</sup> day of March, 2021)**

We, Ranjeet Pandey & Associates, a firm of practicing Company Secretaries, have examined:

- a) all the documents and records made available to us and explanation provided by **Minda Corporation Limited** (“the listed entity”),
- b) the filings/ submissions made by the listed entity to the BSE Limited and National Stock Exchange of India Limited (hereinafter to be referred as “**Stock Exchanges**”)
- c) website of the listed entity,
- d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31<sup>st</sup> day of March, 2021 (“**Review Period**”) in respect of compliance with the provisions of:

- a) the Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued thereunder; and
- b) the Securities Contracts (Regulation) Act, 1956 (“SCRA”), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India (“SEBI”);

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

And circulars/ guidelines issued thereunder;

And based on the above examination, we hereby report that, during the Review Period:

- a) The listed entity has complied with the provisions of the above Regulations and circulars/guidelines issued thereunder except in respect of the matters specified below:

S. No.	Compliance Requirement (Regulations/Circulars/ Guidelines including specific clause	Deviation	Observations/Remarks of the Company Secretary
1.	Regulation 30 read with Schedule III	One of the filing to the Stock Exchange under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 was delayed by one day.	The listed entity should have disclosed to the stock exchange(s) all events, as specified in Schedule III, or information as soon as reasonably possible and not later than twenty four hours from the occurrence of event or information.

Further, one of the employee has sold 100 equity shares of the Company at the aggregate value of Rs. 9,166 (Nine Thousand One Hundred Sixty Six) in the market on 21.12.2020 before the expiry of six months from the date of last transaction in November, 2020 and another employee has purchased 20 equity shares of the Company at the aggregate value of Rs. 1,854 (One Thousand Eight Hundred Fifty Four) on 04.01.2021 during the closure of trading window. On becoming aware, proper intimations were given by the Company to Stock Exchange regarding the non-compliance of SEBI (Prohibition of Insider Trading) Regulations, 2015, Board of directors of the Company was appraised and due penalties were imposed on the employees of the Company.

- b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from our examination of those records.
- c) The listed entity has complied with the provisions of Clause 6(A) and 6(B) of the circular CIR/CFD/CMD1/114/2019 dated October 18, 2019 issued by Securities and Exchange Board of India.
- d) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (*including under the Standard Operating Procedures issued by SEBI through various circulars*) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

<b>Sr. No.</b>	<b>Action Taken By</b>	<b>Details of Violation</b>	<b>Details of action taken e.g. fines, warning letter, debarment etc.</b>	<b>Observations/ remarks of the Practicing Company Secretary, if any</b>
N.A.	N.A.	NIL	NIL	None

- e) The listed entity has taken the following actions to comply with the observations made in previous reports:

<b>Sr. No.</b>	<b>Observations of the Practicing Company Secretary in the previous reports</b>	<b>Observations made in the secretarial compliance report for the year ended</b>	<b>Actions taken by the listed entity, if any</b>	<b>Comments of the Practicing Company Secretary on the actions taken by the listed entity</b>
	None.	N.A.	N.A.	None

<b>Place: New Delhi</b> <b>Date: 18.05.2021</b>	<b>FOR RANJEET PANDEY &amp; ASSOCIATES</b> <b>COMPANY SECRETARIES</b>  <b>CS RANJEET PANDEY</b> <b>FCS- 5922, CP No.- 6087</b> <b>UDINF005922C000339035</b>
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