



NDR AUTO COMPONENTS LIMITED

Corporate office: Plot No.1, Maruti Joint Venture Complex, Gurugram, Haryana-122015

CIN: L29304DL2019PLC347460

Website: www.ndrauto.com

Email id: contact@nacl.co.in

Phone No.: 9643339870-74

20th July, 2023

BSE Limited Corporate Relationship Deptt. PJ Towers, 25 th Floor, Dalal Street, Mumbai – 400 001 Scrip Code: 543214	National Stock Exchange of India Ltd. Exchange Plaza, Plot No.C/1, G-Block Bandra Kurla Complex, Bandra (East), Mumbai – 400 051 Trading Symbol: NDRAUTO
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SUB: EXTRACT OF MINUTES OF THE BOARD MEETING DATED 09.11.2022

Dear Madam/ Sir,

Please find enclosed certified true copy of board resolution dated 9th November, 2022, approving reclassification application.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For **NDR Auto Components Limited**

Rajat Bhandari
Executive Director and Company Secretary
DIN: 02154950



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The Extract of Minutes of the Board Meeting of NDR Auto Components Limited held on Wednesday, 9th November, 2022

Reclassification of some of the Promoters

The Board was informed that the consent of the Board was accorded on 31st January, 2022 for reclassification of the following existing promoters/part of promoter group of the Company as Non Promoter and classifying them in public category, subsequent to the request for reclassification received from them:

S. No.	Name of Identified Promoter / Promoter Group to be reclassified as "public shareholder"	Number of shares held
1	Mr. Ajay Relan	Nil
2	Ms. Sharda Relan	Nil
3	Ms. Mala Relan	Nil
4	Mr. Aashim Relan	Nil
5	Ms. Indira Chaudhary jointly with Ms. Alka Kakkar	53,037 (0.89% of total equity which is less than 1%)

As requested under regulation 31(A) of SEBI (LODR) Regulations, the applications for reclassification was made to the Bombay Stock Exchange and National Stock Exchange on 23rd February, 2022 and 24th February, 2022, respectively, for seeking approval for reclassification.

However the Company was informed by BSE on July 25, 2022 and by NSE on July 27, 2022, that since the promoters seeking reclassification along with persons relating to them hold more than 1% of the total equity, for the said application the company would have to seek shareholders' approval as required u/r 31A(3)(a)(ii) and 31A(3)(a)(iii) of SEBI (LODR) Regulations, 2015 and advised the Company to submit fresh application with Stock Exchanges after obtaining Shareholders' approval as per regulation 31A(3)(a)(ii) and 31A(3)(a)(iii) of SEBI LODR Regulations, 2015.



Registered office: Level-5, Regus Caddie Commercial Tower, Hospitality District Aerocity, IGI Airport, New Delhi 110037 Tel.: +91 011-6654 4976



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In accordance with Regulation 31A(3)(a)(ii) of the SEBI LODR Regulations, 2015, the Board of Directors are required to analyse the request for reclassification in the immediately next board meeting or within three months of receipt of request from the promoter(s), whichever is earlier;

Provided that there shall be a gap of at least one month and not more than three months between the dates of Board meeting and shareholders' meeting considering the request of the promoter(s) seeking reclassification.

In view of the said rules, request letters, all dated 1st November, 2022 have again been received from promoters seeking reclassification to public category, and the following resolution was placed before the Board and approved and further recommended to shareholders for approval:

“RESOLVED THAT pursuant to Regulation 31A and other relevant provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, of the Companies Act, 2013, and read with request letters, all dated November 1, 2022 received from Mr. Ajay Relan, Ms. Sharda Relan, Ms. Mala Relan, Mr. Aashim Relan, Ms. Indira Chaudhary (jointly with Ms. Alka Kakkar), promoter/part of the promoter group of the Company requesting for reclassifying them from the promoter group of the Company to general public category, subject to the approval of shareholders and Stock Exchanges, the consent of the Board be and is hereby accorded for reclassification of the following existing promoters/ part of promoter group of the Company as Non Promoter and classifying them in public category:

S. No.	Name of Identified Promoter / Promoter Group to be reclassified as “public shareholder”	Number of shares held as on letter dated November 1, 2022
1	Mr. Ajay Relan	Nil
2	Ms. Sharda Relan	Nil
3	Ms. Mala Relan	Nil
4	Mr. Aashim Relan	Nil

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5	Ms. Indira Chaudhary jointly with Ms. Alka Kakkar	53,037 (0.89% of total equity which is less than 1%)
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RESOLVED FURTHER THAT the promoter seeking re-classification shall not, directly or indirectly, exercise any control over the affairs of the Company and increase in the level of public shareholding pursuant to such reclassification shall not be counted toward achieving compliance with shareholding requirement under rule 19A of Securities Contract (Regulations) Rules, 1957.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors be and is hereby severally authorized to do all such acts, deeds, matters and things as it may in its absolute discretion consider necessary, desirable or expedient including application to Stock Exchanges and/ or such other authorities as may be necessary for the purpose, to obtain shareholders' approval, if required, to resolve and settle any questions and difficulties that may arise in the proposed reclassification, to sign and execute all deeds and documents as may be required to give effect to the above said resolution."

Certified True Copy

For NDR Auto Components Limited



Rajat Bhandari

Executive Director and Company Secretary

DIN: 02154950

Address: D-2, Sec 26, Noida,

Gautam Buddha Nagar 201301,

Uttar Pradesh

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