

MUNJAL SHOWA LTD.

Regd. Office & Works : 9-11, Maruti Industrial Area, Gurgaon - 122 015 (Haryana) INDIA

E-mail : msladmin@munjalshowa.net Website : www.munjalshowa.net

Corporate Identity Number : L34101HR1985PLC020934, Pan No.: AAACM0070D

Ph. : 0124-4783000, 2341001 Fax : 0124-2341359

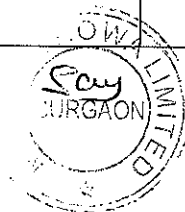
QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1. Name of Listed Entity: Munjal Showa Limited

2. Quarter ending: 30th September, 2017

I. Composition of Board of Directors

Title (Mr. / Ms)	Name of the Director	PAN & DIN	Category (Chairperson/ Executive/Non - Executive/Independent/Non minee)	Date of Appointment in the current term /cessation	Tenure	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulation s)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulation s)	No. of post of Chairpers on in Audit/ Stakeholder Committ ee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulation s)
Mr.	Yogesh Chander Munjal	PAN: ABMPM8677L DIN: 00003491	Chairman & Executive Director	16/05/1985	-	1	2	Nil
Mr.	Shigeki Kobayashi	PAN: ECWPK3489M DIN: 07626553	Executive Director	26/10/2016	-	1	1	Nil
Mr.	Sato Teruyoshi	PAN: NA DIN: 07825074	Non-Executive Director	19/05/2017	-	1	Nil	Nil
Mr.	Ashok Kumar Munjal	PAN: ADQPM8088B DIN: 00003843	Non-Executive Director	02/01/1989	-	1	3	Nil
Mrs.	Charu Munjal	PAN: ADVPM3847K DIN: 03094545	Non-Executive Director	23/05/2014	-	2	Nil	Nil



Mr.	Pankaj Munjal	PAN: ABMPM8660 M DIN: 00005330	Independent Director	24/08/2016	13 months	1	3	Nil
Mr.	Devi Singh	PAN: AAHPS9542E DIN: 00015681	Independent Director	01/04/2014	42 Months	1	1	Nil
Mr.	Vinod Kumar Agrawal	PAN: ACSPA8346D DIN: 00004463	Independent Director	01/04/2014	42 Months	1	1	1
Mr.	Surinder Kumar Mehta	PAN: ACHPM4546J DIN: 00002888	Independent Director	01/04/2014	42 Months	1	0	0
Mr.	Nand Lal Dhameja	PAN: AAFPD5146F DIN: 02351762	Independent Director	01/04/2014	42 Months	1	2	1

II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson /Executive /Non Executive / independent /Nominee)
1. Audit Committee	Mr. Vinod Kumar Agrawal	Chairperson / Independent Director
	Mr. Nand Lal Dhameja	Independent Director
	Mr. Ashok Kumar Munjal	Non-Executive Director
	Mr. Devi Singh	Independent Director
2. Nomination & Remuneration Committee	Mr. Surinder Kumar Mehta	Chairperson/ Independent Director
	Mr. Vinod Kumar Agrawal	Independent Director
	Mr. Devi Singh	Independent Director
3. Share Transfer/ Stakeholders Relationship	Mr. Nand Lal Dhameja	Chairperson / Independent Director
	Mr. Yogesh Chander Munjal	Executive Director
	Mr. Shigeki Kobayashi	Executive Director
	Mr. Ashok Kumar Munjal	Non-Executive Director
4. Corporate Social Responsibility Committee	Mr. Yogesh Chander Munjal	Chairperson/ Executive Director
	Mr. Shigeki Kobayashi	Executive Director
	Mr. Vinod Kumar Agrawal	Independent Director

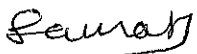


III. Meeting of Board of Directors		
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
19.05.2017	09.08.2017	82 Days

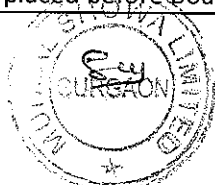
V. Meeting of Committees			
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
08.08.2017 (Audit Committee)	Yes (3 members were present)	18.05.2017 (Audit Committee)	82 Days

V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA) refer note below
Whether prior approval of audit committee obtained	YES
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	YES

VI. Affirmations	
Subject	Compliance Status (Yes/No/NA)
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	
a. Audit Committee	Yes
b. Nomination & remuneration committee	Yes
c. Stakeholders relationship committee	Yes
d. Risk management committee (applicable to the top 100 listed entities)	NA
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 shall be placed before Board of Directors in the next Board Meeting. The report submitted in the previous quarter has been placed before Board of Directors.	Yes


 (SAURABH AGRAWAL)
 A-36163

Company Secretary & Compliance Officer



ANNEXURE III

Format to be submitted by listed entity at the end of 6 months after end of financial year along with second quarter report of next financial year

I Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA) <small>refer note below</small>
<i>Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website</i>	46(2)	Yes
<i>Presence of Chairperson of Audit Committee at the Annual General Meeting</i>	18(1)(d)	Yes
<i>Presence of Chairperson of the nomination and remuneration committee at the annual general meeting</i>	19(3)	Yes The Chairperson authorised Mr. Devi Singh (Member of the Nomination and Remuneration Committee) to represent the Nomination and Remuneration Committee at the AGM on his behalf
<i>Whether "Corporate Governance Report" disclosed in Annual Report</i>	34(3) read with para C of Schedule V	Yes
<p>Note</p> <p>1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.</p> <p>2 If status is "No" details of non-compliance may be given here.</p> <p>3 If the Listed Entity would like to provide any other information the same may be indicated here.</p>		
<p><i>Saurabh</i></p> <p>(SAURABH AGRAWAL) A-36163 Company Secretary & Compliance Officer</p> 