

MUNJAL SHOWA LTD.

Regd. Office & Works : 9-11, Maruti Industrial Area, Gurgaon - 122 015 (Haryana) INDIA
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 Corporate Identity Number : L34101HR1985PLC020934, Pan No.: AAACM0070D
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QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1. Name of Listed Entity: Munjal Showa Limited
2. Quarter ending: 31st December, 2016

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 Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No. of post of Chairpersons in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Yogesh Chander Munjal*	PAN: ABMPM8677L DIN: 00003491	Chairman & Executive Director	16/05/1985	-	1	1	Nil
Mr.	Shigeki Kobayashi**	PAN: ECWPK3489M DIN: 07626553	Executive Director	26/10/2016	-	1	1	Nil
Mr.	Matsui Masanao	PAN: NA DIN: 00340218	Non-Executive Director	22/05/2015	-	1	nil	nil
Mr.	Ashok Kumar Munjal	PAN: ADQPM8088B DIN:	Non-Executive Director	02/01/1989	-	1	3	nil

		00003843						
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	04 month s	1	2	nil
Mr.	Devi Singh***	PAN: AAHPS9542E DIN: 00015681	Independent Director	01/04/2014	33 Month s	1	1	nil
Mr.	Vinod Kumar Agrawal	PAN: ACSPA8346D DIN: 00004463	Independent Director	01/04/2014	33 Month s	1	nil	1
Mr.	Surinder Kumar Mehta	PAN: ACHPM4546J DIN: 00002888	Independent Director	01/04/2014	33 Month s	1	nil	1
Mr.	Nand Dhameja	PAN: AAFPD5146F DIN: 02351762	Independent Director	01/04/2014	33 Month s	1	1	1

* Appointed as Chairman of the Company w.e.f. October 26, 2016.

** Appointed as an Additional Director & Managing Director of the Company w.e.f. October 26, 2016.

***Ceased to be the Chairman of the Company w.e.f. October 26, 2016. Also, appointed as a member of the Audit Committee w.e.f. October 26, 2016

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 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 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	Mr. Yogesh Chander Munjal	Chairperson/ Executive Director

Committee	Mr. Shigeki Kobayashi***	Executive Director
	Mr. Vinod Kumar Agrawal	Independent Director
*Appointed w.e.f. October 26, 2016		
**Appointed w.e.f. October 26, 2016		
***Appointed w.e.f. October 26, 2016		
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)
29.07.2016	26.10.2016	88 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
25.10.2016 (Audit Committee)	Yes (All 3 members were present)	28.07.2016 (Audit Committee)	88 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