MUNJAL SHOWA LTD.

Regd. Office & Works: 9-11, Maruti Industrial Area, Gurugram - 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: 31st December, 2018

			I. Composition	of Board of Direc	tors			
	-					No of Directorshi	Number of members hips in	No. of post of Chairpers on in Audit/
Title (Mr. / Ms)	Name of the Director	PAN & DIN	Category (Chairperson/ Executive/Non - Executive/ind ependent/No minee)	Date of Appointment in the current term /cessation	Tenure	p in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulation s)	Audit/ Stakehold er Committe e(s) including this listed entity (Refer Regulatio n 26(1) of Listing Regulatio ns)	Stakehol der Committ ee held in listed entities including this listed entity (Refer Regulatio n 26(1) of Listing Regulatio ns)
Mr.	Yogesh Chander Munjal	PAN: ABMPM8677L DIN: 00003491	Chairman & Executive Director	16/05/1985		1	2	0
Mr.	Shigeki Kobayashi	PAN: ECWPK3489M DIN: 07626553	Executive Director	26/10/2016		1	1	0
Mr.	Yasuhiro Yamamoto	PAN: NA DIN: 08127304	Non-Executive Director	30/05/2018		1	0	0
Mr.	Ashok Kumar Munjal	PAN: ADQPM8088B DIN: 00003843	Non-Executive Director	02/01/1989		1	3	0
Mrs.	Charu Munjal	PAN: ADVPM3847K DIN: 03094545	Non-Executive Director	23/05/2014	3	2	0	0

Mrs.	Geeta Anand	PA AAJPA: DII 00078	1541R N:	Independent Director	03/11/	/2018	2	1	0	0
Mr.	Devi Singh	PA AAHPS DII 00015	9542E N:	Independent Director	01/04/	/2014	57	1	1	0
Mr.	Vinod Kumar Agrawal	PA ACSPA8 DII	8346D N:	Independent Director	01/04/	/2014	57	1	1	1
Mr.	Surinder Kumar Mehta	PAI ACHPM DIN 00002	14546J N:	Independent Director	01/04/	2014	57	1	0	0
Mr.	Nand Lal Dhameja	PAI AAFPD! DIN 02351	5146F N:	Independent Director	01/04/	2014	57	1	2	1
				II. Compositi	on of Con	nmittees				
	Name of Committee	e	Name	of Committee m	amhars	(Chaire	erson /Exe	Category cutive /Non E	xecutive / in	dependent
					cilibera	(0.10.17		/Nominee	:)	
1 Audit Committee			Mr. Vin	od Kumar Agrawa				/Nominee	<u> </u>	
	1 Audit Committee			od Kumar Agrawa nd Lal Dhameja		Chairpe		ependent Dire	<u> </u>	
	1. Audit Committee		Mr. Na		al	Chairpe	erson / Inde	ependent Dire	<u> </u>	
	1. Audit Committee		Mr. Nar Mr. Ash Mr. Dev	nd Lal Dhameja ok Kumar Munja vi Singh	al	Chairpe Indepe Non-Ex Indepe	erson / Indo ndent Dire ecutive Dir ndent Dire	ependent Director ector ector	ector	
			Mr. Nar Mr. Ash Mr. Dev Mr. Sur	nd Lal Dhameja ok Kumar Munja vi Singh inder Kumar Meh	al I	Chairpe Indepe Non-Ex Indepe Chairpe	erson / Indendent Directive Directiv	ependent Director ector ector etor pendent Direc	ector	
2. No	omination & Remune		Mr. Nar Mr. Ash Mr. Dev Mr. Sur Mr. Vin	nd Lal Dhameja ok Kumar Munja vi Singh inder Kumar Meh od Kumar Agrawa	al I	Chairpe Indepe Non-Ex Indepe Chairpe Indepe	erson / Indendent Directive Directive Direction of the Erson of the Er	ependent Director ector ctor pendent Director	ector	
2. No		eration	Mr. Nar Mr. Ash Mr. Dev Mr. Sur Mr. Vin Mr. Dev	nd Lal Dhameja ook Kumar Munja vi Singh inder Kumar Meh ood Kumar Agrawa vi Singh	al I ata	Chairpe Indepe Non-Ex Indepe Chairpe Indepe	erson / Indendent Directive Directive Directive Direction erson/ Indendent Direction erson/ Direction erson erson/ Direction erson erson/ Direction erson erso	ependent Director ector ctor pendent Director ctor	ector	
2. No	omination & Remune	eration	Mr. Nar Mr. Ash Mr. Dev Mr. Sur Mr. Vin Mr. Dev	nd Lal Dhameja iok Kumar Munja vi Singh inder Kumar Meh od Kumar Agrawa vi Singh esh Chander Mul	al I ata	Chairpe Indepe Non-Ex Indepe Chairpe Indepe Indepe Executi	erson / Indendent Directive Directive Direction of the contraction of	ependent Director ector pendent Director ctor ctor	ctor	
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	omination & Remune Committee	eration	Mr. Nar Mr. Ash Mr. Dev Mr. Sur Mr. Vin Mr. Dev Mr. Yog Mr. Nar Mr. Yog Mr. Shi	nd Lal Dhameja iok Kumar Munja vi Singh inder Kumar Meh od Kumar Agrawa vi Singh esh Chander Mun nd Lal Dhameja esh Chander Mun geki Kobayashi	al I nta al njal	Chairpe Indepe Non-Ex Indepe Chairpe Indepe Executi Chairpe Executi Executi	erson / Indendent Directorson / Indent Directorson / Indenderson / Inden	ependent Director pendent Director ctor ctor ctor ctor ctor ctor ctor	ctor	
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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)			
30.07.2018	03.11.2018	95 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	
03.11.2018 (Audit Committee)	Yes (3 members were present)	30.07.2018 (Audit Committee)	95 Days	
03.11.2018 (Stakeholders	Yes (3 members were	30.07.2018 (Stakeholders	05.5	
Relationship Committee)	present)	Relationship Committee)	95 Days	
	V. Related Pa	arty Transactions		
Subject		Compliance status (Yes/No/NA)refer note below		
Whether prior approval of audit	committee obtained	YES		
Whether shareholder approval obt	ained for material RPT	NA		
Whether details of RPT entered intapproval have been reviewed b		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 disclered Regulations, 2015	osure requirements
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

Samuely

(SAURABH AGRAWAL)

A-36163

Company Secretary & Compliance Officer