

## ANNEXURE I

### Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity      - **Munjal Auto Industries Limited**  
 2. Quarter ending                - **31-Mar-2017**

<b>I. Composition of Board of Directors</b>											
Title (Mr./ Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee)	Date of Appointment	Date of cessation	Tenure	No of Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	
Mrs.	ANJU SUD HIR MUN JAL	0007867	ACDPM6422D	ED	29-Sep-2014			1	0	0	
Mr.	ANUJ MUN JAL	02714266	ACDPM6425E	ED	01-Jun-2015			1	1	0	
Mr.	VIKR AM CHIN UBH AI SHA H	007914	ACI PS6611B	ID	08-Aug-2014		5	1	1	1	
Mr.	NARESH KUMAR CHAWLA	007842	ACA PCO325Q	ID	08-Aug-2014		5	1	1	1	
Mr.	MAHENDRA SAN	0084162	AMPS3718D	ID	08-Aug-2014		5	3	3	1	

	GHVI									
Mr.	RAM KISA N DEVI DAY AL	00 23 88 53	AAE PD6 706 E	ID	08-Aug- 2014		5	3	4	2
Mr.	SUDE SH KUM AR DUG GAL	00 56 69 43	ABK PD5 434 C	ID	08-Aug- 2014		5	1	0	0
Mr.	JAL RATA N SHA W PATE L	00 06 50 21	ABT PP3 714 E	ID	08-Aug- 2014		5	5	2	5
Mr.	SUD HIR KUM AR MUN JAL	00 08 40 80	AJF PM 540 3K	C & ED	28-Mar- 2015			1	1	0

## II. Composition of Committees

Audit Committee			
Sr. No.	Name of the Director	Category	Chairperson/Membership
1	SUDHIR KUMAR MUNJAL	C & ED	Member
2	VIKRAM CHINUBHAI SHAH	ID	Chairperson
3	NARESH KUMAR CHAWLA	ID	Member
4	MAHENDRA SANGHVI	ID	Member
5	RAMKISAN DEVIDAYAL	ID	Member

Stakeholders Relationship Committee			
Sr. No.	Name of the Director	Category	Chairperson/Membership
1	ANUJ MUNJAL	ED	Member
2	VIKRAM CHINUBHAI SHAH	ID	Member
3	NARESH KUMAR CHAWLA	ID	Chairperson
4	MAHENDRA SANGHVI	ID	Member
5	RAMKISAN DEVIDAYAL	ID	Member

Risk Management Committee			
Sr. No.	Name of the Director	Category	Chairperson/Membership

<b>Nomination and Remuneration Committee</b>			
Sr. No.	Name of the Director	Category	Chairperson/Membership
1	SUDHIR KUMAR MUNJAL	C & ED	Member
2	VIKRAM CHINUBHAI SHAH	ID	Member
3	NARESH KUMAR CHAWLA	ID	Member
4	MAHENDRA SANGHVI	ID	Chairperson

<b>III. Meeting of Board of Directors</b>			
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)	
04-Nov-2016	04-Feb-2017	91	

<b>IV. Meeting of Committees</b>				
Name of the committee	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 (in number of days)
Audit Committee	04-Feb-2017	Yes	04-Nov-2016	91
Stakeholders Relationship Committee	04-Feb-2017	Yes	04-Nov-2016	
Nomination & Remuneration Committee	04-Feb-2017	Yes		

<b>V. Related Party Transactions</b>	
Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	Not Applicable
Whether shareholder approval obtained for material RPT	Not Applicable
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Not Applicable

## **VI. Affirmations**

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) - **Not applicable**
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. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
- b. Any comments/observations/advice of Board of Directors may be mentioned here:

<b>Report for the quarter ended December 31,2016 was placed before the Board of Directors at its meeting held on February 04,2017. The same has been noted by the Board.</b>
--

Name : **Rakesh Johari**  
Designation : **Company Secretary**

## ANNEXURE II

**Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)**

<b>I. Disclosure on website in terms of Listing Regulations</b>		
<i>Item</i>	<i>Compliance status (Yes/No/NA)</i>	
Details of business	Yes	
Terms and conditions of appointment of independent directors	Yes	
Composition of various committees of board of directors	Yes	
Code of conduct of board of directors and senior management personnel	Yes	
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	
Criteria of making payments to non-executive directors	Yes	
Policy on dealing with related party transactions	Yes	
Policy for determining 'material' subsidiaries	Yes	
Details of familiarization programmes imparted to independent directors	Yes	
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	
email address for grievance redressal and other relevant details	Yes	
Financial results	Yes	
Shareholding pattern	Yes	
Details of agreements entered into with the media companies and/or their associates	Not Applicable	
New name and the old name of the listed entity	Not Applicable	
<b>II Annual Affirmations</b>		
<i>Particulars</i>	<i>Regulation Number</i>	<i>Compliance status (Yes/No/NA)</i>
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes
<i>Board composition</i>	17(1)	Yes
<i>Meeting of Board of directors</i>	17(2)	Yes
<i>Review of Compliance Reports</i>	17(3)	Yes
<i>Plans for orderly succession for appointments</i>	17(4)	Yes
<i>Code of Conduct</i>	17(5)	Yes
<i>Fees/compensation</i>	17(6)	Yes
<i>Minimum Information</i>	17(7)	Yes
<i>Compliance Certificate</i>	17(8)	Yes
<i>Risk Assessment &amp; Management</i>	17(9)	Yes
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes
<i>Composition of Audit Committee</i>	18(1)	Yes
<i>Meeting of Audit Committee</i>	18(2)	Yes
<i>Composition of nomination &amp; remuneration committee</i>	19(1) & (2)	Yes
<i>Composition of Stakeholder Relationship Committee</i>	20(1) & (2)	Yes
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Not Applicable
<i>Vigil Mechanism</i>	22	Yes
<i>Policy for related party Transaction</i>	23(1),(5),(6),(7) & (8)	Yes

<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	Not Applicable
<i>Approval for material related party transactions</i>	23(4)	Not Applicable
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Not Applicable
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5) & (6)	Not Applicable
<i>Maximum Directorship &amp; Tenure</i>	25(1) & (2)	Yes
<i>Meeting of independent directors</i>	25(3) & (4)	Yes
<i>Familiarization of independent directors</i>	25(7)	Yes
<i>Memberships in Committees</i>	26(1)	Yes
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes
<i>Disclosure of Shareholding by Non-Executive Directors</i>	26(4)	Yes
<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	Yes

### **III Affirmations:**

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Yes**

**Name** : **Rakesh Johri**  
**Designation** : **Company Secretary**