

*Mafatlal*<sup>®</sup>

MAFATLAL INDUSTRIES LIMITED

Regd. Office : 301-302, Heritage Horizon, 3rd Floor, Off. C.G. Road,  
Navrangpura, Ahmedabad 380 009. Email : ahmedabad@mafatlals.com  
Tel. : 079 26444404-06 Fax : 079 26444403

Corp. Off.: Kaledonia Building, Off. No.3, 6th Floor, Opp. Vijay Nagar Society,  
Sahar Road, Off Western Express Highway, Andheri (East), Mumbai 400 069  
Tel. : 022 67713800 Fax : 91 22 67713924/25  
CIN : L17110GJ1913PLC000035 Website: www.mafatlals.com

October 14, 2019

To,  
**Bombay Stock Exchange Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai- 400001

**BSE Code: 500264**

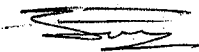
Dear Sir,

**Sub: Submission of Quarterly Compliance Report on Corporate Governance for the quarter ended 30<sup>th</sup> September, 2019 pursuant to Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

We enclosed herewith the Quarterly Compliance Report on Corporate Governance for the quarter ended **30<sup>th</sup> September, 2019** pursuant to Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 which kindly take on record.

Thanking you,

Yours faithfully,  
**For Mafatlal Industries Limited**



**Ashish A. Karanji**  
**Company Secretary**

Encl.: as above



ARVIND MAFATLAL GROUP  
The ethics of excellence

**COMPLIANCE REPORT ON CORPORATE GOVERNANCE ON QUARTERLY BASIS**

1. Name of the Entity: **MAFATAL INDUSTRIES LIMITED**  
 2. Quarter ending : **30<sup>th</sup> September, 2019**

I. Composition of Board of Directors											
Title (Mr./Ms.)	Name of the Director	PAN & DIN	Category (Chair-Person/ Executive/ Independent/ Nominee)	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure	Date of Birth	No. of Directorship in listed entities including this listed entity	No. of Membership in Audit/ Stakeholder Committee(s) including this Entity @	No. of Post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity.
Mr.	H.A. Mafatal	<u>AIXPM4401C</u> 00009872	Promoter Executive Chairperson	03-05-1979	1.11.2016/ 1.11.2021	-	60 months	24-11-1954	02 (Two)	Audit Committee-NIL Stake holder Committee -02	Nil
Mr.	A. K. Srivastava	<u>ARLPS2072C</u> 00046776	Independent Director	10-10-2012	5.08.2019/ 4.08.2014	-	60 months	10-02-1952	02 (Two)	Audit – Nil Stakeholders Committee-02	01 Chair-person of Stakeholders Committee
Mr.	Priyavrata H. Mafatal	<u>ALPPM7282E</u> 02433237	Chief Executive Officer & Executive Director	01-11-2016	1.11.2016/ 1.11.2021	-	60 months	18-02-1987	02(Two)	Nil	Nil
Mr.	V. R. Gupte	<u>AAFPG7245I</u> 00011330	Independent Director	30-05-2013	5.08.2019/ 4.08.2024	-	60 months	09-09-1944	02 (Two)	Audit Committee -02 Stakeholder Committee-01	01 Chair-person of Audit Committee
Mr.	P. N. Kapadia	<u>AAEPK2147G</u> 00078673	Independent Director	30-05-2013	5.08.2019/ 4.08.2024	-	60 months	30-09-1951	03 (Three)	Audit Committee -02 # Stakeholder Committee-03	01 Chair-person of Stakeholders Committee
Ms.	Latika P. Pradhan	<u>AGAPP0900C</u> 07118801	Independent Director	17-04-2015	17.04.2015/ 16.04.2020	-	60 months	16-09-1954	02 (Two)	Audit Committee – 02 Stakeholder Committee- NIL	01 Chair-person of Audit Committee
Mr.	Gautam G. Chakravarti	<u>ABHPC2468G</u> 00004399	Independent Director	30-05-2015	30.05.2015/ 29.05.2020	-	60 months	02-07-1953	01 (One)	Audit Committee – 01	Nil
Mr.	Sujal A. Shah	<u>AAIPS9182P</u> 00058019	Independent Director	30-05-2015	30.05.2015/ 29.05.2020	-	60 months	23-09-1968	04 (Four)	Audit Committee-04 # Stakeholder Committee-NIL	01 Chair-person of Audit Committee
Whether Regular Chairperson appointed - YES											
Whether Chairperson is related to managing director or CEO - YES											
§PAN number of any director would not be displayed on the website of Stock Exchange & Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen.											
* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any ling off period.											
# Total membership of committees also includes chairmanship mentioned in next column											
@ Considered Committee Memberships in Listed entities. However, Director's Membership/Chairmanship in Committees are within the limits of Regulation 26(1)(a).											



<b>II. Composition of Committees</b>					
Name of Committee	Whether Regular Chairperson appointed	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/Independent/Nominees)&	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	1. Shri V. R. Gupte 2. Shri Sujal Shah 3. Smt. Latika P. Pradhan 4. Shri Gautam G. Chakravarti	Chairperson – Independent Director Independent Director Independent Woman Director Independent Director	31-07-2013 31-07-2013 11-08-2015 25-10-2016	- - - -
2. Nomination & Remuneration Committee	Yes	1. Shri P. N. Kapadia 2. Shri V. R. Gupte 3. Shri Gautam G. Chakravarti	Chairperson – Independent Director Independent Director Independent Director	31-07-2013 31-07-2013 11-08-2015	- - -
3. Risk Management Committee (If applicable)	N.A.	N.A.	N.A.	N.A.	N.A.
4. Stakeholders Relationship Committee	Yes	1. Shri A. K. Srivastava 2. Shri H. A. Mafatlal 3. Shri P. N. Kapadia	Chairperson – Independent Director Promoter – Executive Independent Director	25-10-2016 30-05-2014 31-07-2013	- - -
5. Corporate Social Responsibility Committee	Yes	1. Shri H. A. Mafatlal 2. Shri A. K. Srivastava 3. Shri Sujal Shah	Chairperson – Promoter – Executive Independent Director Independent Director	25-03-2014 25-10-2016 25-10-2016	- - -
&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen					
<b>III. Meeting of Board of Directors</b>					
Date(s) of Meeting (in the previous quarter)	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met*	Number of Directors present*	Number of independent director present*	Maximum gap between any two consecutive (in number of days)
26/04/2019	01/08/2019	Yes	08	05	19
16/05/2019	25/09/2019	Yes	08	06	76
					54
<b>IV. Meeting of Audit Committee</b>					
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Number of Directors present*	Number of independent director present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
01/08/2019	Yes.	04	04	16/05/2019	76

\* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional



<b>V. Related Party Transactions</b>	
<b>Subject</b>	<b>Compliance status (Yes/No/NA) refer note below</b>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes
<b>Note:</b>	
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.	
2. If status is "No" details of non-compliance may be given here.	
<b>VI. Affirmations</b>	
<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015</p> <ul style="list-style-type: none"> <li>a. Audit Committee</li> <li>b. Nomination &amp; remuneration committee</li> <li>c. Stakeholders relationship committee</li> <li>d. Risk management committee (applicable to the top 100 listed entities)</li> </ul> <p>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.</p> <p>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.</p> <p>5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. There is no comments/observations/advice of Board of Directors with respect thereto.</p>	

**For MAFATLAL INDUSTRIES LTD**

  
**(Ashish A. Karanji)**


**Company Secretary**

**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.**

<b>I Affirmations</b>		
<b>Broad heading</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No /NA) refer note below</b>
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes
<p><b>Note</b></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>		

**For MAFATLAL INDUSTRIES LTD**



**(Ashish A. Karanji)  
Company Secretary**