

CORPORATE GOVERNANCE REPORT

(Format to be submitted by listed entity on quarterly basis)

ANNEXURE I

1. Name of Listed Entity - Marudhar Industries Limited
2. Quarter ending - 31st December, 2018

I. Composition of Board of Directors

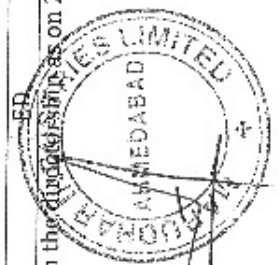
| Title (Mr./Ms) | Name of the Director | DIN | PAN | Category (Chairperson /Executive/Non-Executive/Independent/Nominee) | Date of Appointment | Date of cessation | Tenure | No of Directors in listed entities including this listed entity | No of memberships in Audit/ Stakeholder Committee(s) including this listed entity | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity |
|----------------|----------------------|----------|-----|---|---------------------|-------------------|--------|---|---|--|
| Mr. | Naresh Jain | 00714499 | | C & ED | 01/08/2001 | | | - | 3 | 1 |
| Mr. | Bhavesh Jain | 03091444 | | ED | 15/05/2010 | | | - | - | - |
| Ms. | Darsha Kikani | 00151791 | | ID | 22/01/2018 | | | 2 | 1 | - |
| Mr. | Satish Shah | 00257121 | | ID | 01/06/2017 | | | 1 | 4 | 2 |
| Mr. | Jivansingh Negi | 01656455 | | ID | 01/06/2017 | 26/12/2018 | | 1 | 4 | 1 |

II. Composition of committees:

Audit Committee

| Sr. No. | Name of the Director | Category | Chairperson/Membership |
|---------|----------------------|----------|------------------------|
| 1 | Mr. Satish Shah | ID | Chairperson |
| 2 | Mr. Jivansingh Negi* | ID | Member |
| 3 | Mr. Naresh Jain | ED | Member |

*Mr. Jivansingh Negi has been resigned from the directorship as on 26.12.2018.



Stakeholders Relationship Committee

| Sr. No. | Name of the Director | Category | Chairperson/Membership |
|---------|----------------------|----------|------------------------|
| 1 | Mr. Jivansingh Negi* | ID | Chairperson |
| 2 | Mr. Satish Shag | ID | Member |
| 3 | Mr. Naresh Jain | ED | Member |

*Mr. Jivansingh Negi has been resigned from the directorship as on 26.12.2018.

Nomination and Remuneration Committee

| Sr. No. | Name of the Director | Category | Chairperson/Membership |
|---------|----------------------|----------|------------------------|
| 1 | Mr. Satish Shah | ID | Chairperson |
| 2 | Mr. Jivansingh Negi* | ID | Member |
| 3 | Ms. Darsha Kikani | ID | Member |

*Mr. Jivansingh Negi has been resigned from the directorship as on 26.12.2018.

Corporate Social Responsibility Committee

| Sr. No. | Name of the Director | Category | Chairperson/Membership |
|---------|----------------------|----------|------------------------|
| 1 | Mr. Naresh Jain | ED | Chairperson |
| 2 | Mr. Jivansingh Negi* | ID | Member |
| 3 | Ms. Satish Shah | ID | Member |

*Mr. Jivansingh Negi has been resigned from the directorship as on 26.12.2018.

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) |
|---|---|---|
| 07/09/2018 | 27/10/2018 | 49 |
| | 14/11/2018 | 16 |
| | 26/12/2018 | 42 |

IV. Meeting of Committees

| 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 | 14/11/2018 | Yes | 14/08/2018 | 91 |
| Nomination & Remuneration Committee | - | - | - | - |
| Stakeholders Relationship Committee | - | - | - | - |



V. Related Party Transactions:

| Subject | Compliance Status (Yes/No/NA) |
|--|-------------------------------|
| Whether prior approval of audit committee obtained | NA |
| Whether shareholder approval obtained for material RPT | NA |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | NA |

VI. Affirmation:

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 **YES**
 - a. Audit Committee **YES**
 - b. Nomination & remuneration committee **YES**
 - c. Stakeholders relationship committee **YES**
 - d. Corporate social responsibility committee **YES**
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 and/or the report submitted in the previous quarter has been placed before Board of Directors. **YES**
Any comments/observations/advice of Board of Directors may be mentioned here: **YES**

Name:

Mr. Naresh Jain

Designation:

Managing Director

