

Mafatlal[®]

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

July 10, 2015

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

BSE Code: 500264

To,
Ahmedabad Stock Exchange Limited
Kamdhenu Complex,
Opp. Sahajanand College, Panjrapole,
Ahmedabad - 380015

ASE Code: 34100

Dear Sir,

Re: Quarterly Compliance Report on Corporate Governance for the quarter ended 30th June, 2015.

We are enclosing herewith the Quarterly Compliance Report on Corporate Governance for the quarter ended 30th June, 2015 which kindly take on record.

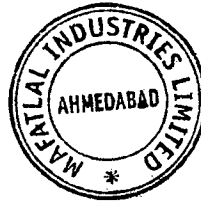
Thanking you,

Yours faithfully,

For Mafatlal Industries Limited


(Ashish Karanji)
Company Secretary

Encl.: as above



ARVIND MAFATLAL GROUP
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QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company: **MAFATLAL INDUSTRIES LIMITED**

Quarter ending on : **30th June, 2015**

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No)	Remarks
II. Board of Directors	49 (II)	Yes	
A) Composition of Board	49 (II A)	Yes	
B) Independent Directors	49(II B)	Yes	
C) Non-executive Directors' compensation & disclosures	49 (II C)	Yes	
D) Other provisions as to Board and Committees	49 (II D)	Yes	
E) Code of Conduct	49 (II E)	Yes	
F) Whistle Blower Policy	49(II F)	Yes	
III. Audit Committee	49 (III)	Yes	
A) Qualified & Independent Audit Committee	49 (III A)	Yes	
B) Meeting of Audit Committee	49 (III B)	Yes	
C) Powers of Audit Committee	49 (III C)	Yes	
D) Role of Audit Committee	49 (III D)	Yes	
E) Review of information by Audit Committee	49 (III E)	Yes	
IV. Nomination and Remuneration Committee	49(IV)	Yes	
V Subsidiary Companies	49 (V)	Yes	
VI. Risk Management	49(VI)	Yes	Though the Clause 49(VI)(C) is not applicable to the Company
VII. Related Party Transactions	49(VII)	Yes	
VIII Disclosures	49 (VIII)	Yes	
A) Related party transactions	49(VIII A)	Yes	No material transactions were entered in to with related parties during the quarter
B) Disclosure of accounting treatment	49 (VIII B)	Yes	
C) Remuneration of Directors	49(VIII C)	Yes	Has been complied in Annual Report 2014-15
D) Management	49(VIII D)	Yes	Has been complied in Annual Report 2014-15
E) Shareholders	49(VIII E)	Yes	Has been complied in Annual Report 2014-15
I) Proceeds from public issues, rights issue; preferential issues, etc.	49(VIII I)	N.A.	
IX CEO / CFO Certification	49 (IX)	Yes	
X Report on Corporate Governance	49(X)	Yes	Has been complied in Annual Report 2014-15
XI Compliance	49(XI)	Yes	Has been complied in Annual Report 2014-15



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Note:

1. The details under each head shall be provided to incorporate all the information required as per the provisions of the Clause 49 of the Listing Agreement.
2. In the column No.3, compliance or non-compliance may be indicated by Yes/No/NA. For example, if the Board has been composed in accordance with the Clause 49 1 of the Listing Agreement, "Yes" may be indicated. Similarly, in case the company has no related party transactions, the words "N.A." may be indicated against 49 (VII).
3. In the remarks column, reasons for non-compliance may be indicated, for example, in case of requirement related to circulation of information to the shareholders, which would be done only in the AGM/EGM, it might be indicated in the "Remarks" column as – "will be complied with at the AGM". Similarly, in respect of matters, which can be complied with only where the situation arises, for example, "Report on Corporate Governance" is to be a part of Annual Report only, the words "will be complied in the next Annual Report" may be indicated

For MAFATLAL INDUSTRIES LTD


(Ashish Karanji)
Company Secretary



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October 06, 2015

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

BSE Code: 500264

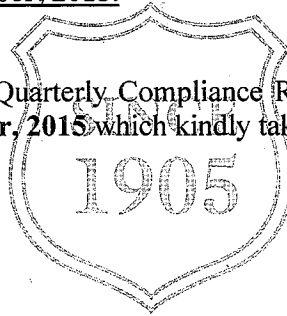
To,
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Kamdheni Complex,
Opp. Sahajanand College, Panjrapole,
Ahmedabad - 380015

ASE Code: 34100

Dear Sir,

Re: Quarterly Compliance Report on Corporate Governance for the quarter ended 30th September, 2015.

We are enclosing herewith the Quarterly Compliance Report on Corporate Governance for the quarter ended 30th September, 2015 which kindly take on record.



Thanking you,

Yours faithfully,

For Mafatlal Industries Limited


(Ashish Karanji)
Company Secretary

Encl.: as above



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QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company: **MAFATLAL INDUSTRIES LIMITED**

Quarter ending on : **30th September, 2015**

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No)	Remarks
II. Board of Directors	49 (II)	Yes	
A) Composition of Board	49 (II A)	Yes	
B) Independent Directors	49(II B)	Yes	
C) Non-executive Directors' compensation & disclosures	49 (II C)	Yes	
D) Other provisions as to Board and Committees	49 (II D)	Yes	
E) Code of Conduct	49 (II E)	Yes	
F) Whistle Blower Policy	49(II F)	Yes	
III. Audit Committee	49 (III)	Yes	
A) Qualified & Independent Audit Committee	49 (III A)	Yes	
B) Meeting of Audit Committee	49 (III B)	Yes	
C) Powers of Audit Committee	49 (III C)	Yes	
D) Role of Audit Committee	49 (III D)	Yes	
E) Review of information by Audit Committee	49 (III E)	Yes	
IV. Nomination and Remuneration Committee	49(IV)	Yes	
V Subsidiary Companies	49 (V)	Yes	
VI. Risk Management	49(VI)	Yes	Though the Clause 49(VI)(C) is not applicable to the Company
VII. Related Party Transactions	49(VII)	Yes	
VIII Disclosures	49 (VIII)	Yes	
A) Related party transactions	49(VIII A)	Yes	No material transactions were entered in to with related parties during the quarter
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C) Remuneration of Directors	49(VIII C)	Yes	Has been complied in Annual Report 2014-15
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I) Proceeds from public issues, rights issue, preferential issues, etc.	49(VIII I)	N.A.	
IX CEO / CFO Certification	49 (IX)	Yes	
X Report on Corporate Governance	49(X)	Yes	Has been complied in Annual Report 2014-15
XI Compliance	49(XI)	Yes	Has been complied in Annual Report 2014-15



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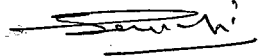
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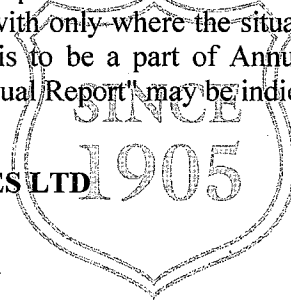
Note:

1. The details under each head shall be provided to incorporate all the information required as per the provisions of the Clause 49 of the Listing Agreement.
2. In the column No.3, compliance or non-compliance may be indicated by Yes/No/NA. For example, if the Board has been composed in accordance with the Clause 49 1 of the Listing Agreement, "Yes" may be indicated. Similarly, in case the company has no related party transactions, the words "N.A." may be indicated against 49 (VII).
3. In the remarks column, reasons for non-compliance may be indicated, for example, in case of requirement related to circulation of information to the shareholders, which would be done only in the AGM/EGM, it might be indicated in the "Remarks" column as – "will be complied with at the AGM". Similarly, in respect of matters, which can be complied with only where the situation arises, for example, "Report on Corporate Governance" is to be a part of Annual Report only, the words "will be complied in the next Annual Report" may be indicated

For MAFATLAL INDUSTRIES LTD



(Ashish Karanji)
Company Secretary



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January 13, 2016

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

BSE Code: 500264

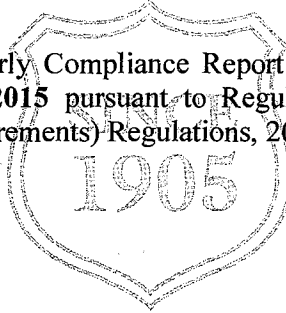
To,
Ahmedabad Stock Exchange Limited
Kamdhenu Complex,
Opp. Sahajanand College, Panjrapole,
Ahmedabad - 380015

ASE Code: 34100

Dear Sir,

Sub: Submission of Quarterly Compliance Report on Corporate Governance for the quarter ended 31st December, 2015 pursuant to Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

We enclose herewith the Quarterly Compliance Report on Corporate Governance for the quarter ended **31st December, 2015** 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



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COMPLIANCE REPORT ON CORPORATE GOVERNANCE ON QUARTERLY BASIS

1. Name of the Entity: **MAFATLAL INDUSTRIES LIMITED**
2. Quarter ending : **31st December, 2015**

I. Composition of Board of Directors								
Title (Mr./ Ms.)	Name of the Director	PAN & DIN	Category (Chair-Person/ Executive/ Independent/ Nominee)	Date of Appointment in the current term/ cessation	Tenure	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. Mafatlal	<u>AIXPM4401C</u> <u>00009872</u>	Promoter Non-Executive Chairperson	5.08.2014/ Nil	-	03 (Three)	Audit Committee-NIL Stakeholder Committee -02	Nil
Mr.	P. R. Amin	<u>ABTPA0194F</u> <u>00171677</u>	Independent Director	5.08.2014/ 4.08.2019	05 years	01 (one)	Audit Committee-01 # Stakeholder Committee – NIL	01 Chair-person of Audit Committee
Mr.	A.K.Srivastava	<u>ARLPS2072C</u> <u>00046776</u>	Non-Executive Director	12.08.2015 / Nil	-	02 (Two)	Audit – Nil Stakeholders Committee-02	Nil
Mr.	V. P. Mafatlal	<u>AABPM3170G</u> <u>00011350</u>	Promoter Executive Vice-Chairman	28.05.2013 / 27.06.2018	05 years	03 (Three)	Audit – Nil Stakeholder Committee-02	Nil
Mr.	V. R. Gupte	<u>AAFPG7245J</u> <u>11330</u>	Independent Director	5.08.2015 4.08.2019	05 years	02 (two)	Audit Committee -02 Stakeholder Committee-NIL	Nil
Mr.	P. N. Kapadia	<u>AAEPK2147G</u> <u>00078673</u>	Independent Director	5.08.2014/ 4.08.2019	05 years	03 (Three)	Audit Committee -03 # Stakeholder Committee-NIL	02 Chair-person of Stakeholders Committee
Ms.	Latika P. Pradhan	<u>AGAPP0900C</u> <u>7118801</u>	Independent Woman Director	12.08.2015 11.08.2020	05 years	01 (One)	Audit Committee – 01 Stakeholder Committee-NIL	Nil
Mr.	Gautam G. Chakravarti	<u>ABHPC2468G</u> <u>00004399</u>	Independent Director	12.08.2015 11.08.2020	05 years	01 (One)	Nil	Nil
Mr.	Sujal A. Shah	<u>AAIPS9182P</u> <u>00058019</u>	Independent Director	12.08.2015 11.08.2020	05 years	04 (Four)	Audit Committee-03 # Stakeholder Committee-NIL	02 Chair-person of Audit Committee
Mr.	Aniruddha P. Deshmukh	<u>AAGPD3374C</u> <u>01389267</u>	Managing Director & Chief Executive Officer	13.08.2015 12.08.2020	5 years	01 (One)	Nil	Nil

\$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 cooling off period.
Total membership of committees also includes chairmanship mentioned in next column.



II. Composition of Committees			
Name of Committee	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/Independent/Nominees)&	
1. Audit Committee	1. Shri P.R. Amin 2. Shri V. R. Gupte 3. Shri Sujal Shah 4. Smt. Latika P. Pradhan	Chairperson – Independent Director Independent Director Independent Director Independent Woman Director	
2. Nomination & Remuneration Committee	1. Shri V. R. Gupte 2. Shri P. R. Amin 3. Shri P. N. Kapadia 4. Shri Gautam G. Chakravarti	Chairperson – Independent Director Independent Director Independent Director Independent Director	
3. Risk Management Committee (If applicable)	N.A.	N.A.	
4. Stakeholders Relationship Committee	1. Shri P. N. Kapadia 2. Shri H. A. Mafatlal 3. Shri V. P. Mafatlal 4. Shri A. K. Srivastava	Chairperson – Independent Director Promoter – Non-executive Promoter – Executive Independent Director	
&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			
III. Meeting of Board of Directors			
Date(s) of Meeting (in the previous quarter)	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)	
08/07/2015	28/10/2015	48	
11/08/2015	22/12/2015	56	
11/09/2015			
IV. Meeting of Audit 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 meetings in number of days*
11/08/2015	Yes. All members present	28/10/2015	29
11/09/2015	Yes. All members present		

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



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	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes
Note	
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.	
VI. Affirmations	
1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015	
a. Audit Committee	
b. Nomination & remuneration committee	
c. Stakeholders relationship committee	
d. Risk management committee (applicable to the top 100 listed entities)	
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.	
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.	
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: This Report as well as previous Report will be placed before the ensuing Board Meeting.	

For MAFATLAL INDUSTRIES LTD



(Ashish A. Karanji)
Company Secretary