

# MOHINDRA FASTENERS LIMITED

CIN: L74899DL1995PLC064215

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## Quarterly Compliance Report on Corporate Governance

1. Name of Listed Entity: Mohindra Fasteners Limited
2. Quarter ending : 31<sup>st</sup> December 2015

I. Composition of Board of Directors								
Title (Mr./Ms)	Name of the Director	PAN & DIN	Category (Chairperson/ Executive/ Non-Executive/ independent / Nominee)	Date of Appointment in the current term /cessation	Tenure	No of Directors hip in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulation s)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Deepak Arneja	00006112 AAAPA2057K	Managing Director (Executive)	01/07/2015 to 30/06/2020	5 Yrs	1	2	-
Mr.	Ravinder Mohan Juneja	00006496 AADPJ0159J	Managing Director (Executive)	01/01/2012 to 31/12/2016	5 Yrs	1	1	-
Mr.	Sudhir Arneja	00007589 AAAPA5091R	Whole Time Director (Executive)	1/10/2014 to 30/09/2019	5 Yrs	1	-	-
Mr.	Vinod Kumar	02303504 AHFPK6962M	Non Executive & Independent Director	25/09/2014 to 24/09/2019	5 Yrs	1	-	2
Mr.	Jatinder Pal Singh Narang	00007332 ABKPN9588R	Non Executive Director	Appointed Since 04.08.1995 and then retired by rotation and reappointed as on 25.09.2014		1	-	-
Mrs	Anjali Malik	06875087 ABOPM2126J	Non Executive & Independent Director	25/09/2014 to 24/09/2019	5 Years	1	1	-

## II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)
1.Audit Committee	<ol style="list-style-type: none"> <li>1. Mr. Vinod Kumar</li> <li>2. Mr. Deepak Arneja</li> <li>3. Mrs. Anjali Malik</li> </ol>	<ol style="list-style-type: none"> <li>1. Chairman/Independent</li> <li>2. Executive</li> <li>3. Non-Executive &amp; Independent</li> </ol>
2.Nomination & Remuneration Committee	<ol style="list-style-type: none"> <li>1. Mr. Vinod Kumar</li> <li>2. Mr. Jatinder Pal Singh Narang</li> <li>3. Mrs. Anjali Malik</li> </ol>	<ol style="list-style-type: none"> <li>1. Chairman &amp; Independent</li> <li>2. Non-Executive</li> <li>3. Non-Executive &amp; Independent</li> </ol>
3.Risk Management Committee(if applicable)	N.A.	N.A.
4.Stakeholders Relationship Committee	<ol style="list-style-type: none"> <li>1. Mr. Vinod Kumar</li> <li>2. Mr. Deepak Arneja</li> <li>3. Mr. Ravinder Mohan Juneja</li> </ol>	<ol style="list-style-type: none"> <li>1. Chairman &amp; Independent</li> <li>2. Executive</li> <li>3. Executive</li> </ol>
5 Corporate Social Responsibility Committee	<ol style="list-style-type: none"> <li>1. Mr. Deepak Arneja</li> <li>2. Mr. Vinod Kumar</li> <li>3. Mr. Ravinder Mohan Juneja</li> </ol>	<ol style="list-style-type: none"> <li>1. Chairman &amp; Executive</li> <li>2. Non Executive &amp; Independent</li> <li>3. Executive</li> </ol>

## 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)
1. 31 <sup>ST</sup> July 2015	26 <sup>th</sup> October, 2015	86 days

## IV. 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*

Stakeholders Relationship Committee- 10 <sup>th</sup> October, 2015 20 <sup>th</sup> October, 2015 30 <sup>th</sup> October, 2015 9 <sup>th</sup> November, 2015 20 <sup>th</sup> November, 2015 27 <sup>th</sup> November, 2015 14 <sup>th</sup> December, 2015 31 <sup>st</sup> December 2015	Yes	10th July, 2015 20th July, 2015 30th July, 2015 11th August, 2015 20th August, 2015 31st August, 2015 10th September, 2015 21st September, 2015 30th September, 2015	
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\* 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

#### 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. Corporate Social Responsibility Committee
  - e. 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.
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: No observations were given by Board of Directors, Further, the Report related to relevant quarter will be placed before the Board as required.

For Mohindra Fasteners Limited



(Asha Mittal)  
Company Secretary

Date: 15<sup>th</sup> January 2016