MOHINDRA FASTENERS LIMITED

CIN: L74899DL1995PLC064215

Regd. Office: 304 Gupta Arcade, Inder Enclave, Delhi - Rohtak Road, New Delhi-110087

Website: www.mohindra.asia Email id: cs@mohindra.asia Phone: +91-11-46200400, 46200401 Fax: +91-11-25282667

Fostening Redefined

To,

The Head Listing & Compliance Metropolitan Stock Exchange of India Ltd. (MSEI) Vibgyor Towers, 4th Floor, Plot No. C-62, G-Block Opp. Trident Hotel, Bandra Kurla Complex, Bandra (E) Mumbai -400098

Sub: Compliance under Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015- Quarterly Report on Corporate Governance

Ref:- Symbol- MFL, Series BE

Dear Sir/Madam,

Pursuant to Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 Please find enclosed herewith Quarterly Report on Corporate Governance for the quarter ended and half year ended as on 30<sup>th</sup> September, 2017. The above are also being uploaded on the Company's website i.e. <a href="https://www.mohindra.asia">www.mohindra.asia</a>.

Kindly acknowledge the same and oblige.

Thanking you

Yours Faithfully

For and on behalf of Mohindra Fasteners Limited

Nidhi Pathak

(Company Secretary)

Rijolhi Pathab

Date: 10/10/2017 Place:- Delhi

#### PA FASTENIERS LIMITED

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## Quarterly Compliance Report on Corporate Governance

1. Name of Listed Entity: Mohindra Fasteners Limited

2. Quarter ending: 30th September, 2017

	tle Name r./ the	of DIN & PAI	Cutchol		*Ten	No of		
M		Allorative world as means excess the line of automate in the line of automate	(Chairpers Executive Non- Executive Independer Nominee).	Appointment in the current term/cessation	ure	No. of Directorshi p 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 Regulations)	Chairson Aud Stake Ide Commitee he in list entiti includ g this listed entity (Refe Regula on 26(1)
Mr.	Deepak	00006112	Chairman					Listing Regula
Canal	Arneja	AAAPA2057K	Chairperson- Executive (Managing Director & CEO)	30/06/2020 (Re-appointed in 20th Annual General Meeting dated			2	ons)
ſr.	Ravinder Mohan Juneja	00006496 AADPJ0159J	Executive (Managing Director)	25/09/2014) 01/01/2012 to 31/12/2016 and Re- appointed in 22 <sup>nd</sup> Annual General	1	1	Executive Executive Mon Executive	
			like 1	Meeting dated 30/09/2016 w.e.f. 01/01/2017 Upto the period till he	A Name		Chairperson XA Estautive Independent	

Ved Prakash	07572208	Non	30/09/2016 to	12	1	-		
	ABUPC4035A	A CONTRACTOR OF THE CONTRACTOR	29/09/2021	-				-
Chaudilry	demonstration on the	Independent Director	(Regularized in 22 <sup>nd</sup> Annual					
			General	1	•	April 1	In the second	
			Meeting dated 30/09/2016)			lisia	panden	
Vinod	02202504	27						
1,000	The state of the s		25/09/2014 to	36	1			2
ramar	ATTITI KO96ZIVI						2	_
			(Regularized in					
Distance of the		Director						
			25/00/2014					
Gagan	00179636	Non			1			
Deep	AOEPS1181G	Executive			1	-		
		Director	A CONTRACTOR OF THE CONTRACTOR				North Co.	
Narang			an Additional				abquitant :	
			Director and					
	AL THE HE WAS AND A STREET		regularized in			Banks Banks	THE STATE OF	
F SOUTH STEEL			22 <sup>nd</sup> AGM on			- Hally hans		
Aniali	06875097	N.T.						
	and the state of t		25/09/2014 to	36	1	1		
	11001 1112120)		24/09/2019					
		Director	(Kegularized in	ing (R		tant III		
		Director				The San		
			25/09/2014)					
	Prakash Chaudhry Vinod Kumar	Prakash Chaudhry  Vinod Vinod Kumar  Gagan Deep Singh Narang  Anjali O6875087 Malik ABOPM2126J	Prakash Chaudhry  ABUPC4035A  Executive-Independent Director  Vinod Kumar  AHFPK6962M  Findependent Director  Non Executive-Independent Director  Non Executive-Independent Director  AOEPS1181G  Anjali  O6875087  Non Non	Prakash Chaudhry  ABUPC4035A  ABUPC4035A  Executive- Independent Director  Director  Director  O2303504  Kumar  AHFPK6962M  Non Executive - Independent Director  Executive - Independent Director  O25/09/2014 to 24/09/2019 (Regularized in 20th Annual General Meeting dated 25/09/2014)  Regularized in 20th Annual General Meeting dated 25/09/2014  Appointed since Director  O6875087 ABOPM2126J  ABOPM2126J  ABOPM2126J  Non Executive Director  Non Executive Director  O6875087 ABOPM2126J  ABOPM2126J  Regularized in 22nd AGM on 30/09/2016  AGM on 30/09/2016  Regularized in 22nd AGM on 30/09/2016  Regularized in 22nd AGM on 30/09/2016  Regularized in 24/09/2019 (Regularized in 22nd AGM on 30/09/2016  Regularized in 22nd AGM on 30/09/2016  Regularized in 24/09/2019 (Regularized in 20th Annual General Meeting dated	Prakash Chaudhry  ABUPC4035A  Chaudhry  ABUPC4035A  Chaudhry  ABUPC4035A  Chaudhry  ABUPC4035A  Chaudhry  ABUPC4035A  Chaudhry  Chaudhry  ABUPC4035A  Chaudhry  Chaudh	Prakash Chaudhry	Prakash Chaudhry	Prakash Chaudhry

\$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 (Above Period is shown in months and calculated approx. as on end of quarter date)

### II. Composition of Committees

Name of Committee	Name of Committee members	Category	
	Quarter	(Chairperson/Executive/Non- Executive/independent/Nominee)&	
1. Audit Committee	1. Mr. Vinod Kumar		
	1. Mr. Vinod Kumar	Chairperson-Non     Executive-	
Stakeholdens Relationable Commentes Vi	2. Mr. Deepak Arneja	Independent	
26% August 2017	3. Mrs. Anjali Malik	2. Executive	
Nomination & Dawn		3. Non Executive- Independent	
2. Nomination & Remuneration Committee	1. Mr. Vinod Kumar		
his alloyana on has to be standstorily be		Executive-	
	2. Mr. Gagan Deep Singh Narang	Independent	
Related Party Transactions	3. Mrs. Anjali Malik	2. Non Executive	
al-control of the second		3. Non Executive-	
. Risk Management Committee(if	N.A.	Independent N.A.	

11.11.				
applicable)	ittee brainst			
A Ctalcaball D. L	The missister			
4. Stakeholders Relationship Committee	e 1. N	Ir. Vinod Kuma	r 1.	1
	and the second			Executive-
	2. N	Ir. Deepak Arne	eja	Independent
			2.	Executive
	3. M	3. Mr. Ravinder Mohan Juneja		
	ance will the re		3.	Executive
	to related that the	ransactions the		
5. Corporate Social Responsibility Committee	1. M	1. Mr. Deepak Arneja 1.		
				Executive
	2. M	Ir. Vinod Kuma	r	
			2.	Non Executive-
	2 M	- D 1 16	ing Octions and dischou	Independent
2. The compation of the following		r. Ravinder Mo	0	Г
Category of directors means executive	e/non-executive	/independent/	Nominee. if a director fits in	Executive
ategory write all categories separating t	them with hyphe	en.		no more than one
II. Meeting of Board of Directors	English touris	Itas Yes		
d. It's north coment of				
Pate(s) of Meeting (if any) in the previou	ıs quarter	Date(s) of Me	eting (if any) in the relevant	Maximum gap
		quarter	between any two	
	c of their por	consecutive (in		
4. The mestings of the board of di-		Regulations, 2		number of days)
1. 27 <sup>th</sup> May, 2017	disclosure regan	1. 21st Ju	ly, 2017	54 days gap
	2. 28th Ju	between the		
		meeting held on		
	he Heard of I	27th May, 2017 to		
				21st July, 2017.
V. Meeting of Committees				
ate(s) of meeting of the committee in	Whether requi	rement of	Data(s) of masting of 11	126
e relevant quarter	Quorum met (details)		Date(s) of meeting of the committee in the previous	Maximum gap between any two
			quarter	consecutive
				meetings in
				number of days*
udit Committee-	Yes All the members of th		26th May, 2017	61 days
th July, 2017	committee were present			or days
akeholders Relationship Committee-	Voc All #-	amahan - C 11	00% 4 17	
th July, 2017	Yes All the members of the committee were present		29th April, 2017	27 days
th August, 2017	John Merce Were	c present	26 <sup>th</sup> May, 2017 24 <sup>th</sup> June, 2017	Maximum gap
rd September, 2017			- June, 2017	between 26 <sup>th</sup> August, 2017 to
				23rd September,
				2045
nis information has to be mandatorily b	op given for an I	it committee C		2017
his information has to be mandatorily b	oe given for aud	it committee, fo	or rest of the committees give	ving this information
nis information has to be mandatorily b tional.	oe given for aud	it committee, fo	or rest of the committees given	ring this information
nis information has to be mandatorily bitional.  Related Party Transactions	e given for aud	it committee, fo	or rest of the committees gives	ring this information
•	pe given for aud	it committee, fo	or rest of the committees give	ring this information

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. Yes
- 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
  - e. 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

No comments/observations/advice was given by the Board of Directors. Further, the Report related to relevant quarter will be placed before the Board as required.

For Mohindra Fasteners Limited

(Nidhi Pathak) Company Secretary

Date: 10.10.2017

# 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

I Affirmations	serof locks (a&.aMSEI)			
. Broad heading	Regulation Number	Compliance status (Yes/No/NA)		
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 as applicable, except business responsibility report as according to Regulation 34(2)(f) it is applicable on top 100 listed entities based on market capitalization.		
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		
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	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.
- 3. If the Listed Entity would like to provide any other information the same may be indicated here.

For Mohindra Fasteners Limited

(Nidhi Pathak) Company Secretary Date: 10.10.2017