

**Registered Office**

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Corporate Identity Number : L74950WB1984PLC038336

Sec/Share/182

Date: 02.01.2018

The Secretary  
BSE Limited  
New Trading Wing,  
Rotunda Building,  
PJ Tower, Dalal Street,  
Mumbai- 400001

The Manager  
National Stock Exchange of India Limited  
Exchange Plaza, C-1, Block "G"  
5<sup>th</sup> floor, Bandra Kurla Complex,  
Bandra East,  
Mumbai- 400051

**Dear Sir/Madam,**

**Sub: Corporate Governance Report for quarter ended 31<sup>st</sup> December, 2017**

Please find enclosed quarterly compliance report on Corporate Governance for the quarter ended 31st December, 2017.

This is in compliance with Regulation 27 (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking you,  
Yours faithfully

**For Manaksia Limited**



**(Aditi Jhunjunwala)**

Company Secretary and Compliance Officer  
Membership No.: A26988  
219, Chittaranjan Avenue  
Kolkata- 700 006



*Encl: a/a*

1	Name of Listed Entity	Manaksia Limited
2	Quarter ending	31 <sup>st</sup> December, 2017

## I. Composition of Board of Directors

Title (Mr./Ms)	Name of the Director	SPAN & DIN	#Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)	Date of Appointment in the current term /cessation	Tenure*	No. of Directorship 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)	@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.	Ajay Kumar Chakraborty	AAAPCC0207F/00133604	Chairperson-Independent Director	26/09/2014	39 Months	5	5	4
Dr.	Kali Kumar Chaudhuri	ABVPPC9186H/ 00206157	Independent Director	26/09/2014	39 Months	6	10	5
Mrs.	Smita Khaitan	AAQPK1671E/01116869	Independent Director	26/09/2014	39 Months	5	8	3
Mr.	Sunil Kumar Agrawal	ACSPA0118R/00091784	Non-Executive Director	23/11/2014	-	3	4	None
Mr.	Suresh Kumar Agrawal	ACSPA0116B/00520769	Executive/Managing Director	23/11/2017%	-	2	3	None
Mr.	Vincent Agrawal	ACXPAI871E/00441223	Non-Executive Director	23/11/2014	-	3	2	None

\$ 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.

% MD has been reappointed wef 23/11/2017 at the AGM held on 22/09/2017

@Includes membership and chairmanship of both listed and unlisted public companies.

## II. Composition of Committees

Name of Committee	Name of Committee members	Category
1	Audit Committee	Chairperson/Executive/Non Executive/Independent/Nominee) \$ Mr. Ajay Kumar Chakraborty Chairperson-Independent Director



*(Signature)*

2	Nomination & Remuneration Committee	Dr. Kati Kumar Chaudhuri Mrs. Smita Khaitan Mr. Sunil Kumar Agrawal	Independent Director Independent Director Non-Executive Director
3	Risk Management Committee (if applicable)	Dr. Kati Kumar Chaudhuri Mr. Ajay Kumar Chakraborty Mrs. Smita Khaitan Mr. Sunil Kumar Agrawal	Chairperson-Independent Director Independent Director Independent Director Non-Executive Director
4	Stakeholders Relationship Committee	Not Applicable	Not Applicable
5	Corporate Social Responsibility Committee	Mrs. Smita Khaitan Mr. Suresh Kumar Agrawal Mr. Vineet Agrawal Mr. Suresh Kumar Agrawal Mr. Ajay Kumar Chakraborty Mrs. Smita Khaitan Mr. Sunil Kumar Agrawal	Chairperson- Independent Director Executive Director Non-Executive Director Chairperson- Executive Director Independent Director Independent Director Non-Executive 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 (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)
17 <sup>th</sup> July, 2017		126 days
31 <sup>st</sup> August, 2017	21 <sup>st</sup> November, 2017	81 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*
21st November, 2017 (Audit Committee)	Yes (All the members were present)	17th July, 2017 (Audit Committee)	126 days
21st November, 2017 (Nomination & Remuneration Committee)	Yes (All the members were present)	17th July, 2017 (Nomination & Remuneration Committee)	126 days
	Yes (All the members were present)	31 <sup>st</sup> August, 2017 (Audit Committee)	81 days
	Yes (All the members were present)	31 <sup>st</sup> August, 2017 (Nomination & Remuneration Committee)-	81 days

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

*Ashish Singhpurwal*



### 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	Not Applicable
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes*

\*The Audit Committee has reviewed the Related Party Transaction(s) for the quarter ended 30<sup>th</sup> September, 2017.


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 - <b>Yes</b>
2	The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
	a. Audit Committee - <b>Yes</b>
	b. Nomination & remuneration committee - <b>Yes</b>
	c. Stakeholders relationship committee - <b>Yes</b>
	d. Risk management committee - <b>Not Applicable</b>
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 - <b>Yes</b>
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 - <b>Yes</b>
5	The report <del>and/or</del> the report submitted in the previous quarter have been placed before Board of Directors. There are no comments/ observations/advice of Board of Directors in the Report submitted and placed before the Board of Directors for the quarter ended 30 <sup>th</sup> September, 2017.

For Manaksia Limited

  
 Aditi Jhunjhunwala  
 Company Secretary & Compliance Officer  
 Membership No.: A26988



Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.