**Manaksia Limited**

**Registered Office**
8/1 Lalbazar Street Kolkata 700 001 India
Phone : +91-33-2231 0050 / 51 / 52 / 2243 5054 / 6055
Fax : +91-33-2230 0336
E-mail : info@manaksia.com, Website : www.manaksia.com
Corporate Identity Number : L74950WB1984PLC038336

Date: 09.01.2017

Sec/Share/104

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"
5th floor, Bandra Kurla Complex,
Bandra East,
Mumbai- 400051

Sir

Corporate Governance
Quarterly Compliance Report

Please find enclosed Quarterly Compliance Report on Corporate Governance for the Quarter ended 31st December, 2016.

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

Thanking you,
Yours faithfully,
For MANAKSIA LIMITED

Raj K Banthia

Raj Kumar Banthia
(Company Secretary & Compliance Officer)
Membership No. A17190
38A/1, Sultan Alam Road
Kolkata - 700 033

MANAKSIA LTD. KOLKATA

Encl: a/a

ANNEXURE I

| | | |
|---|---|---|
| 1 | Name of Listed Entity | Manaksia Limited |
| 2 | Quarter ending | 31st December, 2016 |

### 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 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 | AAAPC0207F/ 00133604 | Chairperson-Independent Director | 26/09/2014 | 27 Months | 5 | 5 | 4 |
| Dr. | Kali Kumar Chaudhuri | ABVPC9186H/ 00206157 | Independent Director | 26/09/2014 | 27 Months | 6 | 9 | 4 |
| Mrs. | Smita Khaitan | AAQPK1671F/ 01116869 | Independent Director | 26/09/2014 | 27 Months | 5 | 7 | 2 |
| Mr. | Sunil Kumar Agrawal | ACSPA0118R/ 00091784 | Non-Executive Director | 23/11/2014 | - | 3 | 4 | None |
| Mr. | Suresh Kumar Agrawal | ACSPA0116B/ 00520769 | Executive/Managing Director | 23/11/2014 | - | 2 | 3 | None |
| Mr. | Vineet Agrawal | ACXPA1871E/ 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

### II. Composition of Committees

| | Name of Committee | Name of Committee members | Category (Chairperson/Executive/Non-Executive/independent/Nominee) $ |
|---|---|---|---|
| 1 | Audit Committee | Mr Ajay Kumar Chakraborty<br>Dr Kali Kumar Chaudhuri<br>Mrs Smita Khaitan<br>Mr Sunil Kumar Agrawal | Chairperson-Independent Director<br>Independent Director<br>Independent Director<br>Non-Executive Director |

| | | | |
|---|---|---|---|
| 2 | Nomination & Remuneration Committee | Dr Kali Kumar Chaudhuri<br>Mr Ajay Kumar Chakraborty<br>Mrs Smita Khaitan<br>Mr Sunil Kumar Agrawal | Chairperson-Independent Director<br>Independent Director<br>Independent Director<br>Non-Executive Director |
| 3 | Risk Management Committee(if applicable) | Not Applicable | Not Applicable |
| 4 | Stakeholders Relationship Committee' | Mrs Smita Khaitan<br>Mr Suresh Kumar Agrawal<br>Mr Vineet Agrawal | Chairperson- Independent Director<br>Executive Director<br>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) |
|---|---|---|
| 20th July, 2016<br>12th August, 2016 | 14th November, 2016 | 93 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* |
|---|---|---|---|
| 14th November, 2016 (Audit Committee) | Yes (All the members were present) | 20th July, 2016<br>12th August, 2016 | 93 days |
| 14th November, 2016 (Nomination & Remuneration Committee) | Yes (All the members were present) | 20th July, 2016 | - |
| Corporate Social Responsibility Committee<br>- | - | 12th August, 2016 | |

* 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 | Not Applicable |
| 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** | |
| 2 | 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 (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. **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. 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 30th September, 2016. | |

**For MANAKSIA LIMITED**

Raj Kumar Banthia

Company Secretary & Compliance Officer

ACS 17190

**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.