



Compliance Report on Corporate Governance under Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

1. Name of the Listed Entity: **Mega Nirman & Industries Limited**
2. Quarter Ending: **June 30, 2017**

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	Date of Cessation	Tenure **	No. of Directorship in listed entities including this entity (Refer Regulation 25(1) of Listing Regulations)	No. of member - ships 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(s) held in listed including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Ajay Raina	06470583	Executive Director	25/04/2017	-	-	1	2	-
Mr.	Monendra Srivastava	07489845	Non-Executive Independent Director	27/08/2016	-	May 04, 2021	2	1	3
Ms.	Reeti Arora	07728394	Non-Executive Director	27/01/2017	-	-	1	-	-
Ms.	Ruma Mukherjee	03437200	Non-Executive Independent Director	21/09/2015	-	Dec 08, 2019	3	1	1
Mr.	Sanjeev Sharma	01364156	Non-Executive Director	27/08/2016	-	-	2	0	0
Mr.	Varun Gaur	07721184	Non-Executive Independent Director	27/01/2017	-	Upto the date of upcoming AGM	1	-	-

* Category of directors means Chairperson/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 the 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)*	Chairperson/Member of Committee
1. Audit Committee	Mr. Ajay Raina	Executive Director	Member
	Ms. Ruma Mukherjee	Non-Executive Independent Director	Member
	Mr. Monendra Srivastava	Non-Executive Independent Director	Chairman

MEGA NIRMAN & INDUSTRIES LIMITED

257, 2nd Floor, Satyam Tower, Commercial Complex, Paschim Vihar, New Delhi 110063

Phone: +91 - 11 - 47075887 | |email: secretarial.mnil@gmail.com

CIN: L70101DL1983PLC015425



2. Nomination & Remuneration Committee	Ms. Ruma Mukherjee	Non-Executive Independent Director	Chairperson
	Mr. Monendra Srivastava	Non-Executive Independent Director	Member
	Mr. Varun Gaur	Non-Executive Independent Director	Member
3. Stakeholders Relationship Committee	Ms. Ruma Mukherjee	Non-Executive Independent Director	Chairperson
	Mr. Monendra Srivastava	Non-Executive Independent Director	Member
	Mr. Ajay Raina	Executive Director	Member
4. Risk Management Committee	Not Applicable		

* Category of directors means Chairperson/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 meeting(in number of days)
27.01.2017 & 15.03.2017	25.04.2017 & 15.06.2017	50

IV. MEETING OF COMMITTEES

Name of 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
Audit Committee	25.04.2017 & 15.06.2017	Yes, both the meetings were held with the requisite quorum	27.01.2017, 15.03.2017	50

*This information has to be mandatorily to be given for Audit Committee, for rest of the committees giving this information is optional.

V. RELATED PARTY TRANSACTIONS

Subject	Compliance Status (Yes/No/N.A) refer note below
Whether prior approval of audit committee obtained	N.A
Whether shareholder approval obtained for material RPT	N.A
Whether details of RPT entered into pursuant to omnibus have been reviewed by Audit Committee	N.A

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. AFFIRMATION

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 (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: **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. a. This report and/or the report submitted in the previous quarter have been placed before Board of Directors: **Yes**

b. Any comments/observation/advice of Board of Directors may be mentioned here: The Report for the quarter ended March 31, 2017 was placed before the Board of Directors at their meeting held on April 25, 2017 and this Report will be placed before the Board of Directors at their forthcoming meeting.


(Abhishek Kamra)

Company Secretary & Compliance Officer

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.