

Corporate Identity Number : L27100WB2010PLC144409

Sec/Coat/167

Date: 06.04.2018

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

Dear Madam/Sir,

Ref:- Scrip Code/ SYMBOL :- 539046/MANAKCOAT

Sub: Corporate Governance Report for the Quarter ended 31st March, 2018 under Regulation 27 (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Please find enclosed Quarterly Compliance Report on Corporate Governance for the Quarter ended on 31st March, 2018.

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

Thanking you,
Yours faithfully

For Manaksia Coated Metals & Industries Limited

Sailja Gupta

Sailja Gupta
(Company Secretary & Compliance Officer)
Membership No.: A50063



Encl: a/a

1		Name of Listed Entity		Manaksia Coated Metals & Industries Limited				
2		Quarter ending		31 st March, 2018				
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	17/11/2014	41 Months	5	5	4
Mr.	Anirudha Agrawal	ACXPA1842M/ 06537905	Executive Director	17/11/2017	-	2	None	None
Dr.	Kali Kumar Chaudhuri	ABVPC9186H/ 00206157	Independent Director	17/11/2014	41 Months	6	10	5
Mr.	Karan Agrawal	ADGPA2890M/ 05348309	Executive Director	17/11/2017	-	1	None	None
Mrs.	Smita Khaitan	AAQPK1671F/ 01116869	Independent Director	17/11/2014	41 Months	5	8	3
Mr.	Sunil Kumar Agrawal	ACSPA0118R/ 00091784	Non-Executive Director	17/11/2014	-	3	4	None
Mr.	Sushil Kumar Agrawal	ACMPA5148B/ 00091793	Executive/Managing Director	23/11/2017	-	1	2	None
Mr.	Mahabir Prasad Agrawal	ACSPA0117A/ 00524341	Non-Executive Director	16/05/2016	-	1	None	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.
@includes membership and chairmanship of both listed and unlisted public companies.

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 Dr. Kali Kumar Chaudhuri Mrs. Smita Khaitan Mr. Sushil Kumar Agrawal	Chairperson-Independent Director Independent Director Independent Director Executive Director
2 Nomination & Remuneration Committee	Dr. Kali Kumar Chaudhuri Mr. Ajay Kumar Chakraborty Mrs. Smita Khaitan Mr. Sunil Kumar Agrawal	Chairperson-Independent Director Independent Director Independent Director Non-Executive Director
3 Risk Management Committee (if applicable)	Not Applicable	Not Applicable
4 Stakeholders Relationship Committee	Dr. Kali Kumar Chaudhuri Mr. Sunil Kumar Agrawal Mr. Sushil Kumar Agrawal	Chairperson- Independent Director Non-Executive Director 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)
22 nd November, 2017	8 th February, 2018	77 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*
8 th February, 2018 (Audit Committee)	Yes (Majority of members were present)	22 nd November, 2017 (Audit Committee)	77 days
8 th February, 2018 (Nomination & Remuneration Committee)	Yes (All members were present)	22 nd November, 2017 (Nomination & Remuneration Committee)	77 days
8 th February, 2018 (Stakeholders Relationship Committee)	Yes (All members were present)	--	--



* 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*
*The Audit Committee has reviewed the Related Party Transaction for the quarter ended 31 st December, 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. 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 31 st December, 2017.

For Manaksia Coated Metals & Industries Limited



Saija Gupta

Saija Gupta
Company Secretary & Compliance Officer
Membership No.: A50063

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.

ANNEXURE II

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations		Compliance status (Yes/No/NA) refer note below
Item		
Details of business		Yes
Terms and conditions of appointment of independent directors		Yes
Composition of various committees of board of directors		Yes
Code of conduct of board of directors and senior management personnel		Yes
Details of establishment of vigil mechanism/ Whistle Blower policy		Yes
Criteria of making payments to non-executive directors		Not Applicable
Policy on dealing with related party transactions		Yes
Policy for determining 'material' subsidiaries		Yes
Details of familiarization programmes imparted to independent directors		Yes
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances		Yes
Email address for grievance redressal and other relevant details		Yes
Financial results		Yes
Shareholding pattern		Yes
Details of agreements entered into with the media companies and/or their associates		Not Applicable
New name and the old name of the listed entity		Not Applicable
II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA) refer note below
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes
<i>Board composition</i>	17(1)	Yes
<i>Meeting of Board of directors</i>	17(2)	Yes
<i>Review of Compliance Reports</i>	17(3)	Yes



Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of Nomination & Remuneration Committee	19(1) & (2)	Yes
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes
Composition and role of Risk Management Committee	21(1),(2),(3), (4)	Not Applicable
Vigil Mechanism	22	Yes
Policy for Related Party Transaction	23(1),(5),(6), (7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party transactions	23(4)	Not Applicable
Composition of Board of Directors of Unlisted Material Subsidiary	24(1)	Not Applicable
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4), (5) & (6)	Yes
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of Independent Directors	25(3) & (4)	Yes
Familiarization of Independent Directors	25(7)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of Shareholding by Non- Executive Directors	26(4)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	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.

III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied: **Yes**

For Manaksia Coated Metals & Industries Limited

Saija Gupta

Saija Gupta

Company Secretary & Compliance Officer

Membership No.: A50063

