

# Corporate Governance Report

## ANNEXURE I

1. Name of Listed Entity - Man Industries (India) Limited  
 2. Quarter/ Year ending - 31-March-2020

### I. Composition of Board of Directors

Title (Mr./ Ms.)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/Non- Executive/ Independent/ Nominee)	Date of Appointment	Date of cessation	Tenure	No of Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr.	R.C. Mansukhani	00012033	AACPM2146H	C & ED	26-Sep-2018		NA	1	0	0
Mr.	Nikhil Mansukhani	02257522	AACPM2145E	ED	03-Oct-2018		NA	1	2	0
Mrs.	Heena Vinay Kalantri	00149407	AACPM2144F	NED	30-Mar-2015		NA	1	0	0
Mr.	Kirit Navnitlal Damania	01435190	AABPD1843R	NED, ID	30-Mar-2018		5 Years	1	1	1
Mr.	Pramod Kumar Tandon	00364652	AAAPT4690B	NED, ID	01-April-2019		5 Years	1	1	1
Mrs.	Renu Purshottam Jalan	08076758	AEHPJ3028G	NED, ID	08-Mar-2018		5 Years	1	2	0

### II. Composition of Committees

Audit Committee			
Sr. No.	Name of the Director	Category	Chairperson/Membership
1	Mr. Kirit Navnitlal Damania	NED, ID	Chairperson
2	Mr. Nikhil Mansukhani	ED	Member
3	Mr. Pramod Kumar Tandon	NED, ID	Member
4	Mrs. Renu Purshottam Jalan	NED, ID	Member

Stakeholders Relationship Committee			
Sr. No.	Name of the Director	Category	Chairperson/Membership
1	Mr. Pramod Kumar Tandon	NED, ID	Chairperson
2	Mr. Nikhil Mansukhani	ED	Member
3	Mr. Kirit Navnitlal Damania	NED, ID	Member
4	Mrs. Renu Purshottam Jalan	NED, ID	Member

<b>Nomination and Remuneration Committee</b>			
<b>Sr. No.</b>	<b>Name of the Director</b>	<b>Category</b>	<b>Chairperson/Membership</b>
1	Mr. Kirit Navnitlal Damania	NED,ID	Chairperson
2	Ms. Heena Vinay Kalantri	NED	Member
3	Mr. Pramod Kumar Tandon	NED,ID	Member
4	Mrs. Renu Purshottam Jalan	NED,ID	Member

<b>Corporate Social Responsibility Committee</b>			
<b>Sr. No.</b>	<b>Name of the Director</b>	<b>Category</b>	<b>Chairperson/Membership</b>
1	Mr. Rameshchandra Mansukhani	ED	Chairperson
2	Mr. Nikhil Mansukhani	ED	Member
3	Mr. Pramod Kumar Tandon	NED	Member

### III. Meeting of Board of Directors

<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
12-Nov-2019	01-Feb-2020	80
	11-Feb-2020	9
	12-Mar-2020	29

### IV. Meeting of Audit Committee

<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
11-Feb-2020	Yes	12-Nov-2019	90

### V. Annexure I Related Party Transaction

<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b>
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

## Annexure II Disclosure on website in terms of Listing Regulations

**(To be submitted by listed entity at the end of the financial year (for the whole of financial year))**

Sr.	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		<a href="http://www.mangroup.com/">http://www.mangroup.com/</a>
2	Terms and conditions of appointment of independent directors	Yes		<a href="http://www.mangroup.com/">http://www.mangroup.com/</a>
3	Composition of various committees of board of directors	Yes		<a href="http://www.mangroup.com/">http://www.mangroup.com/</a>
4	Code of conduct of board of directors and senior management personnel	Yes		<a href="http://www.mangroup.com/">http://www.mangroup.com/</a>
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		<a href="http://www.mangroup.com/">http://www.mangroup.com/</a>
6	Criteria of making payments to non-executive directors	Yes		<a href="http://www.mangroup.com/">http://www.mangroup.com/</a>
7	Policy on dealing with related party transactions	Yes		<a href="http://www.mangroup.com/">http://www.mangroup.com/</a>
8	Policy for determining 'material' subsidiaries	Yes		<a href="http://www.mangroup.com/">http://www.mangroup.com/</a>
9	Details of familiarization programmes imparted to independent directors	Yes		<a href="http://www.mangroup.com/">http://www.mangroup.com/</a>
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		<a href="http://www.mangroup.com/">http://www.mangroup.com/</a>
11	email address for grievance redressal and other relevant details	Yes		<a href="http://www.mangroup.com/">http://www.mangroup.com/</a>
12	Financial results	Yes		<a href="http://www.mangroup.com/">http://www.mangroup.com/</a>
13	Shareholding pattern	Yes		<a href="http://www.mangroup.com/">http://www.mangroup.com/</a>
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		<a href="http://www.mangroup.com/">http://www.mangroup.com/</a>
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		<a href="http://www.mangroup.com/">http://www.mangroup.com/</a>
18	Credit rating or revision in credit rating obtained	Yes		<a href="http://www.mangroup.com/">http://www.mangroup.com/</a>
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	No	The Company has three wholly owned subsidiaries. Out of which, Financial Statements of two subsidiaries have been consolidated with the Company's Financial Statements and are uploaded on the	

			Company's website, whereas the Financial Statements of the other wholly owned subsidiary 'Merino Shelters Private Limited' have not been consolidated with the Company's Financial Statement due to the pendency of implementation of the Scheme of Demerger. Hence the same has not been kept on the Company's website.	
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		<a href="http://www.mangroup.com/">http://www.mangroup.com/</a>
21	Materiality Policy as per Regulation 30	Yes		<a href="http://www.mangroup.com/">http://www.mangroup.com/</a>
22	Dividend Distribution policy as per Regulation 43A (as applicable)	NA		
23	It is certified that these contents on the website of the listed entity are correct	Yes		<a href="http://www.mangroup.com/">http://www.mangroup.com/</a>

## VI.

### Affirmations

Annexure 1		
Sr.	Subject	Compliance status (Yes/No)
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 <b>a. Audit Committee</b>	Yes
3	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. <b>b. Nomination &amp; remuneration committee</b>	Yes
4	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. <b>c. Stakeholders relationship committee</b>	Yes
5	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. <b>d. Risk management committee (applicable to the top 500 listed entities)</b>	NA
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure II		
III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes

  

Annexure II		
1	Name of signatory	Shashank Belkhede
2	Designation	Company Secretary and Compliance Officer

Place: Mumbai  
Date: 15.04.2020

Name : Shashank Belkhede  
Designation : Company Secretary & Compliance Officer