



Igarashi Motors India Limited

11<sup>th</sup> July 2017

By Online Submission

**Reg. Off. & Plant - I :**

Plot No. B12 to B15 Phase II,

MEPZ - SEZ, Tambaram,

Chennai - 600 045, India.

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CIN : L29142TN1992PLC021997

**National Stock Exchange of India Limited**

Exchange Plaza, 5<sup>th</sup> Floor, Plot No.C/1,

G-Block, Bandra Kurla Complex, Bandra (East),

**Mumbai 400 051**

Fax [022-26598237/ 26598238]

Email [cmlist@nse.co.in]

Stock Code : IGARASHI

Dear Sir

**Sub: Submission of Corporate Governance Compliance Report – reg.**

**Ref: Listing Agreement Regulation 27(2)**

Enclosed please find quarterly Compliance Report on Corporate Governance as per Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in the format specified for the quarter ended 30<sup>th</sup> June 2017.

Please acknowledge receipt.

Thanking you

Yours faithfully

For IGARASHI MOTORS INDIA LIMITED

P Dinakara Babu

Company Secretary

Encl : as above

**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity : Igarashi Motors India Limited

2. Quarter ending 30<sup>th</sup> June 2017

**I. Composition of Board of Directors**

Title (Mr. / Ms)	Name of the Director	PANS & 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 Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	K K Nohria	AACP8340G 00060015	Chairperson/ Non Executive independent	23/07/2015	3	3	6	1
Mr.	Hemant M Nerurkar	AAGPN0776M 00265887	Independent	23/06/2014	3	4	6	3
Mr.	S Radhakrishnan	ACLPR9443F 01246033	Independent	23/06/2014	3	1	1	1
Mr.	Keiichi Igarashi	-- 00356779	Non- Executive	17/07/2003	--	1	--	--
Mr.	P Mukund	AAIPM6590R 00007788	Executive	12/07/1999	--	1	1	--
Mr.	Akhil Awasthi	AACPA2678Q 00148350	Non Executive	28/01/2016	--	--	--	--
Ms.	Eva Maria Rosa Schork	-- 07159550	Non Executive	28/01/2016	--	--	--	--

**IGARASHI MOTORS INDIA LIMITED**

  
P. DINAKARA BABU  
COMPANY SECRETARY

\$ 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 (C) /Executive (E) /Non-Executive(NE) /Independent(I) /Nominee) s
1. Audit Committee	Mr. Hemant M Nerurkar Mr. S Radhakrishnan Mr. K K Nohria	C - I - NE I - NE I - NE
2. Nomination & Remuneration Committee	Mr. S Radhakrishnan Mr. Hemant M Nerurkar Mr. K K Nohria	C - I - NE I - NE I - NE
3. Risk Management Committee(if applicable)	Mr. K K Nohria Mr. S Radhakrishnan Mr. P Mukund Mr. Keiichi Igarashi	C - I - NE I - NE E NE
4. Stakeholders Relationship Committee	Mr. S Radhakrishnan Mr. Hemant M Nerurkar Mr. K K Nohria Mr. P Mukund	C - I - NE I - NE I - NE E

&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)
8 <sup>th</sup> February 2017	11 <sup>th</sup> May 2017	91 days
8 <sup>th</sup> February 2017	27 <sup>th</sup> May 2017	107 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*
Audit Committee	Yes- All members present	11 <sup>th</sup> May 2017	91
Audit Committee	Yes - Two members present	27 <sup>th</sup> May 2017	107
Stakeholders Relationship Committee	Yes- all members present	11 <sup>th</sup> May 2017	91

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



<b>V. Related Party Transactions</b>	
<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b> <small>refer note below</small>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes
<p><b>Note</b></p> <p>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.</p> <p>2 If status is "No" details of non-compliance may be given here.</p>	
<b>VI. Affirmations</b>	
<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015</p> <p>a. Audit Committee</p> <p>b. Nomination &amp; remuneration committee</p> <p>c. Stakeholders relationship committee</p> <p>d. Risk management committee (applicable to the top 100 listed entities) – Not applicable</p> <p>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.</p> <p>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.</p> <p>5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: -Previous quarter report was placed before the Board on 11<sup>th</sup> May 2017. Board took the note on the same.</p> <p style="text-align: center;"><b>IGARASHI MOTORS INDIA LIMITED</b></p> <p style="text-align: center;"></p>	
<b>Name &amp; Designation : P. Dinakara Babu Company Secretary / Compliance Officer</b>	<b>P. DINAKARA BABU COMPANY SECRETARY</b>

**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.