



Igarashi Motors India Limited

8th July 2016

By Online Submission

Reg. Off. & Plant - I :

Plot No. B12 to B15 Phase II,
MEPZ - SEZ, Tambaram,
Chennai - 600 045, India.

Phone : +91-44-4229 8199
+91-44-2262 8199

Fax : +91-44-2262 8143

E-mail : igarashi@igarashimotors.co.in

CIN : L29142TN1992PLC021997

National Stock Exchange of India Limited

Exchange Plaza, 5th 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 30th June 2016.

Please acknowledge receipt.

Thanking you

Yours faithfully

For IGARASHI MOTORS INDIA LIMITED

P Dinakara Babu
Company Secretary

Encl : as above



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Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity : Igarashi Motors India Limited

2. Quarter ending 30th June 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. | K K Nohria | AACPN8340G 00060015 | Chairperson/ independent | 23/07/2015 | 3 | 3 | 6 | 1 |
| Mr. | Hemant M Nerurkar | AAGPN0776M 00265887 | Independent | 23/06/2014 | 3 | 4 | 2 | 1 |
| 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 – Additional Director | 28/01/2016 | -- | -- | -- | -- |
| Ms. | Eva Maria Rosa Schork | -- 07159550 | Non Executive – Additional Director | 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) |
|---|---|---|
| 14 th March 2016 | 19 th May 2016 | 66 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 | 19 th May 2016 | 112 |
| Stakeholders Relationship Committee | Yes- all members present | 19 th May 2016 | 112 |

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

IGARASHI MOTORS INDIA LIMITED

Dinakar Babu

**P. DINAKARA BABU
COMPANY SECRETARY**

| V. Related Party Transactions | |
|---|---|
| Subject | Compliance status (Yes/No/NA) <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>Note</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> | |
| <p>VI. Affirmations</p> <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 & 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 19th May 2016. Board took the note on the same.</p> <p style="text-align: right;">IGARASHI MOTORS INDIA LIMITED</p> <p style="text-align: right;"> P. DINAKARA BABU COMPANY SECRETARY</p> | |
| <p>Name & Designation : P. Dinakara Babu Company Secretary / Compliance Officer</p> | |

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.