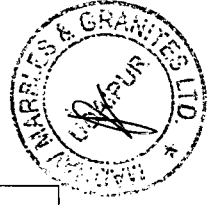
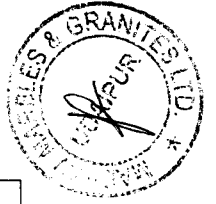


**Annexure I**  
**Format to be submitted by listed entity on quarterly basis**

Name of Listed Entity: **Madhav Marbles and Granites Limited**  
Quarter ending: **March 31, 2017**

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 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.	Ashok Doshi	00648998 AALPD2969A	Executive	May 01, 2015	N.A	2	0	0	
Mr.	Sudhir Doshi	00862707 AALPD2969B	Executive	July 28, 2012	N.A	1	2	0	
Mr.	Ravi Kumar Krishnamurthi	00464622 AAIPK4003B	Non-Executive/ Independent	April 01, 2015	5	2	1	0	
Mr.	Prakash Kumar Verdia	02429305 AAMPV3265A	Non-Executive/ Independent	April 01, 2014	5	1	2	1	
Mr.	Roshan Lal Nagar	02416642 ABGPN7114F	Non-Executive/ Independent	April 01, 2014	5	2	2	1	
Ms.	Swati Yadav	06572438 ADHPY4511C	Non-Executive/ Independent	March 01, 2015	5	1	0	0	





II. Composition of Committees		
Name of Committee	Name of Committee members	Category (Chairperson/Executive/ Non-Executive/Independent/ Nominee)
1. Audit Committee	Mr. Roshan Lal Nagar, Chairman Mr. Prakash Kumar Verdia, Member Mr. Sudhir Doshi, Member	Non-Executive/Independent Non-Executive/Independent Executive
2. Stakeholders Relationship Committee	Mr. Prakash Kumar Verdia, Chairman Mr. Roshan Lal Nagar, Member Mr. Sudhir Doshi, Member	Non-Executive/Independent Non-Executive/Independent Executive
3. Nomination and Remuneration Committee	Mr. Prakash Kumar Verdia, Chairman Mr. Roshan Lal Nagar, Member Mr. Ravi Kumar Krishnamurthi, Member	Non-Executive/Independent Non-Executive/Independent Non-Executive/Independent
<b>III. Meeting of Board of Directors</b>		
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)
November 12, 2016	February 11, 2017	90 days
<b>IV. Meeting of Committees</b>		
<b>1. Audit Committee</b>		
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
February 11, 2017	Yes	November 12, 2016
<b>V. Related Party Transactions</b>		
Subject	Compliance status (Yes/No/NA)	
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	N.A	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
<b>VI. Affirmations</b>		
1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015: <b>YES</b>		
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015: <b>YES</b>		
a. Audit Committee		

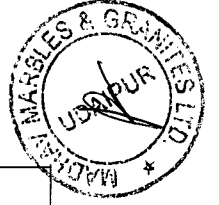
- b. Nomination & remuneration committee  
c. Stakeholders relationship committee  
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. **YES**  
4. The meetings of the board 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. Any comments/observations/advice of Board of Directors may be mentioned here: **N.A.**

## Annexure II

### Annexure II 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

Sr.	Item	Compliance status	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.madhavmarbles.com
2	Terms and conditions of appointment of independent directors	Yes		www.madhavmarbles.com
3	Composition of various committees of board of directors	Yes		www.madhavmarbles.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.madhavmarbles.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.madhavmarbles.com
6	Criteria of making payments to non-executive directors	Yes		www.madhavmarbles.com

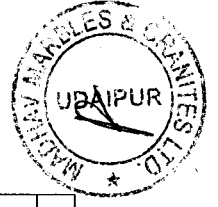


7	Policy on dealing with related party transactions	Yes	www.madhavmarbles.com
8	Policy for determining 'material' subsidiaries	NA	
9	Details of familiarization programmes imparted to independent directors	Yes	www.madhavmarbles.com
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	www.madhavmarbles.com
11	email address for grievance redressal and other relevant details	Yes	www.madhavmarbles.com
12	Financial results	Yes	www.madhavmarbles.com
13	Shareholding pattern	Yes	www.madhavmarbles.com
14	Details of agreements entered into with the media companies and/or their associates	NA	
15	New name and the old name of the listed entity	NA	
16	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]	Yes	www.madhavmarbles.com

## Annexure II

### II. Annual Affirmations

Sr.	Item	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1)	Yes	







3	Meeting of Board of directors	17(2)	Yes
4	Review of Compliance Reports	17(3)	Yes
5	Plans for orderly succession for appointments	17(4)	NA
6	Code of Conduct	17(5)	Yes
7	Fees/compensation	17(6)	Yes
8	Minimum Information	17(7)	Yes
9	Compliance Certificate	17(8)	Yes
10	Risk Assessment & Management	17(9)	Yes
11	Performance Evaluation of Independent Directors	17(10)	Yes
12	Composition of Audit Committee	18(1)	Yes
13	Meeting of Audit Committee	18(2)	Yes
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes
16	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes
17	Vigil Mechanism	22	Yes
18	Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
20	Approval for material related party transactions	23(4)	NA
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA
23	Maximum Directorship & Tenure	25(1) & (2)	Yes
24	Meeting of independent directors	25(3) & (4)	Yes
25	Familiarization of independent directors	25(7)	Yes

26	Memberships in Committees	26(1)	Yes
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes

### Annexure II

III. Affirmations		Compliance (Yes/No/NA)	status
Sr	Particulars		
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA	
  <b>Name &amp; Designation: Priyanka Manawat</b> <b>Company Secretary</b>			
Date: 11/04/2017			

