

General information about company	
Scrip code	539957
Name of the entity	Mahanagar Gas Limited
Date of start of financial year	01-04-2016
Date of end of financial year	31-03-2017
Reporting Quarter	Yearly
Date of Report	31-03-2017
Risk management committee	Not Applicable

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory											Textual Information(1)			
Is there any change in information of board of directors compare to previous quarter											Yes			
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	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)	Notes
1	Mr	Ashutosh Karnatak	AHGPK1919B	03267102	Non-Executive - Non Independent Director	Chairperson		28-05-2015			2	3	0	
2	Mr	Rajeev Kumar Mathur	AAMP0787C	03308185	Executive Director	Not Applicable	MD	29-09-2014			1	1	0	
3	Ms	Susmita Sengupta	FOUPS0008R	06825311	Executive Director	Not Applicable		11-02-2017			1	1	0	Textual Information(2)
4	Mr	Akhil Mehrotra	ADNPM5006E	07197901	Non-Executive - Non Independent Director	Not Applicable		11-03-2016			1	1	0	

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Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	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)	Notes
5	Mr	Apurva Chandra	AAAYPC6041M	02531655	Non-Executive - Non Independent Director	Not Applicable		02-04-2013			1	0	0	
6	Mr	Jainendar Kumar Jain	AAAPJ0648R	00066452	Non-Executive - Independent Director	Not Applicable		05-03-2017		12	2	3	2	Textual Information(3)
7	Mr	Raj Kishore Tewari	AAAPT1329H	07056080	Non-Executive - Independent Director	Not Applicable		05-03-2015		36	1	1	0	
8	Mr	Basudeb Sen	AAGPS7838G	00056861	Non-Executive - Independent Director	Not Applicable		05-03-2015	04-03-2017	24	4	3	1	

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I. Composition of Board of Directors

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	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)	Notes
9	Mr	Santosh Kumar	AAEPK8558P	00239324	Non-Executive - Independent Director	Not Applicable		26-09-2016		36	2	1	0	
10	Mr	Arun Balalrishnan	ABVPB1917F	00130241	Non-Executive - Independent Director	Not Applicable		26-09-2016		36	5	7	4	
11	Ms	Radhika Haribhakti	AAAPH8250M	02409519	Non-Executive - Independent Director	Not Applicable		05-03-2017		36	6	5	0	Textual Information(4)

Text Block	
Textual Information(1)	Note 1 : The number chairmanship is also included in the number of membership of the directors in the Audit and Stake holder relationship committee. Note 2 : In the No. of post of Chairperson in Audit/Stakeholders relationship committee, the public (listed and unlisted) is considered.
Textual Information(2)	The appointment of Ms. Susmita Sengupta is subject to the approval of the Shareholders in the forthcoming General Meeting.
Textual Information(3)	The appointment of Mr. J. K. Jain is subject to the approval of the Shareholders in the forthcoming Annual General Meeting.
Textual Information(4)	The appointment of Ms. Radhika Harbihakti is subject to the approval of the Shareholders in the forthcoming Annual General Meeting.

Annexure 1					
II. Composition of Committees					
Disclosure of notes on composition of committees explanatory					Textual Information(1)
Is there any change in information of committees compare to previous quarter					Yes
Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
1	Audit Committee	Jainendar Kumar Jain	Non-Executive - Independent Director	Chairperson	
2	Audit Committee	Arun Balakrishnan	Non-Executive - Independent Director	Member	
3	Audit Committee	Santosh Kumar	Non-Executive - Independent Director	Member	
4	Audit Committee	Raj Kishore Tewari	Non-Executive - Independent Director	Member	
5	Audit Committee	Ashutosh Karnatak	Non-Executive - Non Independent Director	Member	
6	Audit Committee	Akhil Mehrotra	Non-Executive - Non Independent Director	Member	
7	Nomination and remuneration committee	Arun Balakrishnan	Non-Executive - Independent Director	Chairperson	
8	Nomination and remuneration committee	Santosh Kumar	Non-Executive - Independent Director	Member	
9	Nomination and remuneration committee	Ashutosh Karnatak	Non-Executive - Non Independent Director	Member	
10	Nomination and remuneration committee	Akhil Mehrotra	Non-Executive - Non Independent Director	Member	

Annexure 1

II. Composition of Committees

Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
11	Stakeholders Relationship Committee	Jainendar Kumar Jain	Non-Executive - Independent Director	Chairperson	
12	Stakeholders Relationship Committee	Rajeev Kumar Mathur	Executive Director	Member	
13	Stakeholders Relationship Committee	Susmita Sengupta	Executive Director	Member	
14	Corporate Social Responsibility Committee	Radhika Haribhakti	Non-Executive - Independent Director	Chairperson	
15	Corporate Social Responsibility Committee	Rajeev Kumar Mathur	Executive Director	Member	
16	Corporate Social Responsibility Committee	Susmita Sengupta	Executive Director	Member	

Text Block	
Textual Information(1)	<p>Note 1: Dr. Basudeb Sen who ceased to be Director w.e.f March 05, 2017 was member of Nomination and Remuneration Committee and Chairman of Stakeholders Relationship Committee.</p> <p>Note 2: The Board in its meeting held on March 21, 2017, re-constituted the Nomination and Remuneration Committee, Stakeholder Relationship Committee and Corporate Social Responsibility Committee.</p>

Annexure 1			
Annexure 1			
III. Meeting of Board of Directors			
Disclosure of notes on meeting of board of directors explanatory			
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)
1	28-11-2016		
2		11-02-2017	74
3		21-03-2017	37

Annexure 1							
IV. Meeting of Committees							
Disclosure of notes on meeting of committees explanatory							
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	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)	Name of other committee
1	Audit Committee	11-02-2017	Yes	6 out of 6	28-11-2016	74	
2	Audit Committee	21-03-2017	Yes	5 out of 6			
3	Nomination and remuneration committee	11-02-2017	Yes	4 out of 4	28-11-2016	74	
4	Nomination and remuneration committee	21-03-2017	Yes	3 out of 3			

Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Annexure 1		
VI. Affirmations		
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 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	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

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 (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		https://www.mahanagargas.com/corporate/about-mgl.aspx
2	Terms and conditions of appointment of independent directors	Yes		https://www.mahanagargas.com/UploadedFiles/_Terms_and_Conditions_Independent_Directors_e98972d154.pdf
3	Composition of various committees of board of directors	Yes		https://www.mahanagargas.com/investors/corporate-governance.aspx
4	Code of conduct of board of directors and senior management personnel	Yes		https://www.mahanagargas.com/UploadedFiles/_MGL-Code_of_Conduct_27fc7b77f1.pdf
5	Details of establishment of vigil mechanism/	Yes		https://www.mahanagargas.com/UploadedFiles/_70_MGL-Whistleblower_Policy_14b8cc6959.pdf

	Whistle Blower policy			
6	Criteria of making payments to non-executive directors	Yes		https://www.mahanagargas.com/UploadedFiles/_71_MGL-Nomination_and_Remuneration_Policy_53d94e8a2b.pdf
7	Policy on dealing with related party transactions	Yes		https://www.mahanagargas.com/UploadedFiles/_MGL_Policy_on_Related_Party_Transactions_7e65246e63.pdf
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		https://www.mahanagargas.com/UploadedFiles/_Familiarisation_Program_8edfa8520b.pdf

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 (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://www.mahanagargas.com/investors/investor-guide.aspx
11	email address for grievance redressal and other relevant details	Yes		https://www.mahanagargas.com/investors/investor-guide.aspx
12	Financial results	Yes		https://www.mahanagargas.com/investors/quarterly-results.aspx
13	Shareholding pattern	Yes		https://www.mahanagargas.com/investors/shareholders-information/shareholding-pattern.aspx
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		

Annexure II				
II. Annual Affirmations				
Sr	Particulars	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)	Yes	
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	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
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)	NA	
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)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
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	
	Any other information to be provided - Add Notes			

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	NA
	Any other information to be provided	

Signatory Details	
Name of signatory	Alok Mishra
Designation of person	Company Secretary
Place	Mumbai
Date	10-04-2017

