

- 1 Name of Listed Entity
2 Quarter ending

MADHYA BHARAT PAPERS LIMITED
31st March, 2019

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	Number 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	Jaydeep Chitlangia	AEMPC6597A 00094002	Executive	19.08.1989		1	1	-
Mr	Abhas Sen	AKXPS3294D 01450642	Independent	26.09.2014	14 Yrs	1	2	2
Mr	Raghuvash Lal Kapur	AENPK4282M 00002483	Independent	24.09.2015	3 Yrs	1	2	-
Ms	Deepa Maheshwari	ABDPM5051B 00550697	Non-Executive	07.11.2014		1	1	-
Mr	Vinod Kumar Khanna	AFVPK4381E 00123393	Executive	13.08.2018		1	-	-

II. Composition of Committee			
	Name of Committee	Name of Committee members	Category (Chairperson/ Executive/Non-Executive/ Independent/Nominee)
1	Audit Committee	Mr. Abhas Sen Mr. Raghuvansh Lal Kapur Ms. Deepa Maheshwari	Independent Independent Non-Executive
2	Nomination & Remuneration Committee	Mr. Abhas Sen Mr. Raghuvansh Lal Kapur Ms. Deepa Maheshwari	Independent Independent Non-Executive
3	Risk Management Committee	N.A.	N.A.
4	Stakeholders Relationship Committee	Mr. Abhas Sen Mr. Raghuvansh Lal Kapur Mr. Jaydeep Chitlangia	Independent Independent Executive

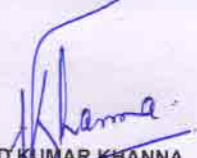
III. Meeting of Board of Directors		
Date of meeting (if any) in the previous quarter	Date of meeting (if any) in the relevant quarter	Maximum gap between any two consecutive meetings (in number of days)
12.11.2018	12.02.2019	92 days

IV. Meeting of Committees			
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
Audit Committee 12.02.2019	Yes - All 3 members attended	12.11.2018	92 days
Nomination & Remuneration Committee 12.02.2019	Yes - All 3 members attended	Nil	-
Stakeholders Relationship Committee 12.02.2019	Yes - All 3 members attended	Nil	-

V. Related Party Transactions	
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

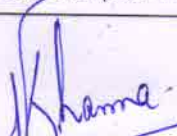
VI. Affirmations

- 1 Composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- 2 The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
 - 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
- 4 The meetings of the board of directors and the above committees have been conducted in the manners as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- 5 This report and/or the report submitted in the previous quarter has been placed before Board of Directors.


VINOD KUMAR KHANNA
COMPANY SECRETARY
(COMPLIANCE OFFICER)

Dated : April 10, 2019

I. Disclosure on website in terms of Listing Regulations		
Item	Compliance status (Yes/No/NA)	
Details of business	Yes	
Terms and conditions of appointment of independent directors	Yes	
Composition of various committees of board of directors	Yes	
Code of conduct of board of directors and senior management personnel	Yes	
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	
Criteria of making payments to non-executive directors	Yes	
Policy on dealing with related party transactions	Yes	
Policy for determining 'material' subsidiaries	Yes	
Details of familiarization programmes imparted to independent directors	Yes	
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	
email address for grievance redressal and other relevant details	Yes	
Financial results	Yes	
Shareholding pattern	Yes	
Details of agreements entered into with the media companies and/or their	NA	
New name and the old name of the listed entity	NA	
II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA)
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
Board composition	17(1)	Yes
Meeting of Board of directors	17(2)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of nomination & remuneration	19(1) & (2)	Yes
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes
Composition and role of risk management committee	21(1),(2),(3),(4)	NA
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party transactions	23(4)	NA
Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior	26(3)	Yes
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
Note		
III Affirmations: The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied- NA		


VINOD KUMAR KHANNA
 COMPANY SECRETARY
 (COMPLIANCE OFFICER)

Dated : April 10, 2019