

**Mukand Engineers Limited**

Kalwe Works - Thane-Belapur Road,  
Post Office: Kalwe, Thane, Maharashtra  
India 400 605.

Tel: 91 22 2172 7500 / 7700 F: 91 22 2541 0291  
E: mel@mukand.com

Regd Office: Bajaj Bhavan, Jarnalal Bajaj Marg,  
226 Nariman Point, Mumbai, India 400 021.

www.mukandengineers.com

CIN L45200MH1987PLC042378

11<sup>th</sup> January, 2017.

1	<b>Bombay Stock Exchange Ltd.</b> Department of Corporate Services Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400021  BSE Scrip Code: 532097  Kind Attn: Mr. Sanjeev Kapur, General Manager, Department of Corporate Relations.	2	<b>National Stock Exchange of India Ltd,</b> Exchange Plaza, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra East, Mumbai- 400051  NSE Scrip Name: MUKANDENGG  Kind Attn: Shri Hari K., Vice- President
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Dear Sir,

**Sub: Compliance Report on Corporate Governance- Regulation 27(2) of SEBI (LODR) Regulations, 2015**

With reference to the above, we are enclosing quarterly Compliance Report for the Quarter ended 31/12/2017 as per the Annexure I of the Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with details of all material related party transactions with related parties as required under 27(2) (b) of the aforesaid Regulations, for your information and records.

Kindly acknowledge the receipt.

Yours Faithfully,

For MUKAND ENGINEERS LIMITED

*D. J. Vora*

Dhawal J. Vora  
Company Secretary  
Encl: A/a



**MUKAND  
ENGINEERS**

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity : Mukand Engineers Limited
2. Quarter ending : 31<sup>st</sup> December, 2017

I. Composition of Board of Directors									
Title (Mr. / Ms)	Name of the Director	Permanent Account No. (PAN) <sup>5</sup>	Director Identification No. (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.	Rajesh V. Shah	AADPS3254M	00033371	Chairperson_ Non- Executive Director	08/08/2016	N.A.	2	3	Nil
Mr.	Niraj Bajaj	ACJPB6302K	00028261	Non-Executive Director	12/08/2015	N.A.	3	1	1
Mr.	Prakash V. Mehta	AABPM7583M	00001366	Non-Executive Independent Director	13/08/2014	5 Yrs#	6	8	3
Mr.	Narayana Ramanathan	ABCPR3861P	01566914	Non-Executive Independent Director	13/08/2014	5 Yrs#	1	3	Nil
Mr.	R. Sankaran	AABPS5290H	00381139	Non-Executive Independent Director	13/08/2014	5 Yrs#	1	5	2
Ms.	Anna Usha Abraham	ADSPA7701R	07072268	Non-Executive Director	24/07/2017	N.A.	1	Nil	Nil

\* Independent Directors were appointed for a period of 5 consecutive years on 13<sup>th</sup> August, 2014.

*W. Jivara*



II. Composition of Committees			
	Name of Committee	Name of Committee members	Category (Chairperson/ Executive/ Non-Executive/ independent/ Nominee) <sup>5</sup>
1	Audit Committee	1. Mr. Prakash V. Mehta	Chairperson_Non-Executive_Independent Director
		2. Mr. Rajesh V. Shah	Non-Executive Director
		3. Mr. N. Ramanathan	Non-Executive Independent Director
		4. Mr. R. Sankaran	Non-Executive Independent Director
2	Nomination & Remuneration Committee	1. Mr. R. Sankaran	Chairperson_Non-Executive_Independent Director
		2. Mr. Rajesh V. Shah	Non-Executive Director
		3. Mr. N. Ramanathan	Non-Executive Independent Director
3	Risk Management Committee(if applicable)	N.A.	N.A.
4	Stakeholders Relationship Committee'	1. Mr. R. Sankaran	Chairperson_Non-Executive_Independent Director
		2. Mr. Rajesh V. Shah	Non-Executive_Director
		3. Mr. N. Ramanathan	Non-Executive Independent Director

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)
22 <sup>th</sup> August , 2017	16 <sup>th</sup> November , 2017	85 days

IV. Meeting of Committees			
• Audit Committee:			
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*
16 <sup>th</sup> November , 2017	Yes.	22 <sup>th</sup> August , 2017	85 days
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional			

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	Yes

*D. J. Dora*



reviewed by Audit Committee

**Note**

- 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.
- 2 If status is "No" details of non-compliance may be given here.

**VI. Affirmations**

1. The 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 manner 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. Any comments/observations/advice of Board of Directors may be mentioned here:

For **MUKAND ENGINEERS LIMITED**

*D. J. Vora*

**Dhawal J. Vora**  
Company Secretary



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**Annexure- I-A**

(Refer Regulation 27(2)(b) of SEBI (LODR)

**MUKAND ENGINEERS LIMITED**

**DETAILS OF MATERIAL TRANSACTIONS WITH RELATED PARTIES QUARTER ENDED 31st  
DECEMBER, 2017**

Sl. No	Information required to be disclosed	Particulars
a.	<b>Name of the Related Party</b>	MUKAND LIMITED
b.	<b>Name of the Director or Key Managerial Personnel who is related, if any:</b>	Shri. Rajesh V. Shah, Chairman Shri Niraj Bajaj, Director Shri Prakash V. Mehta, Independent Director
c.	<b>Nature of Relationship</b>	Group Company
d.	<b>Nature, value, material terms and particulars of the contract or arrangement;</b>	
	<b>Nature of Transaction</b>	Value (Rs. in lacs) *
	<b>A. Operational Income by Company from Mukand Limited</b>	
	1. Contract Execution - Design, Erection, Commissioning & Transportation etc.	42.64
	2. Contract Execution - Interest on delayed payments	0
	3. Maintenance Service - Maintenance of EDP System	144.00
	4. Import of Coke & Low Ash and Reimbursement of LC Charges	1514.76
	<b>Total Income</b>	
	<b>B. Operational Expenses incurred by Company from Mukand Limited</b>	
	1. Rent	6.83
	2. Electricity Charges	7.26
	3. Bus Service for staff	0.00
	4. IT Infrastructure	1.50
	5. Commission Charged on Corporate Guarantee @1%	28.75
	6. Commission Charged on Bank Guarantee given by Mukand Ltd to NTPC Projects	44.88
	7. Capital Expenditure	0.10
	<b>Total Expenses</b>	
	<b>C. Management Fees with Mukand Global Finance Ltd (Subsidiary of Mukand Limited)</b>	
	1. Management Fees - Fixed Deposit System Management	0.60
	*figures are subject to limited review for the quarter ended 31 <sup>st</sup> December, 2017	
e.	<b>Other relevant or important information:</b>	The transactions are in the ordinary course of business and at Arm's Length basis.

J. Vora