

Alum/03/2021-22

Date: 07.04.2021

The Secretary
BSE Limited
New Trading Wing,
Rotunda Building,
PJ Tower, Dalal Street,
Mumbai- 400001
Scrip Code: 539045

The Manager
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block "G"
5th floor, Bandra Kurla Complex,
Bandra East,
Mumbai- 400051
Scrip Code: MANAKALUCO

Madam/Sir,

Sub: Corporate Governance Report for quarter ended 31st March, 2021 under Regulation 27 (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Please find enclosed Quarterly Compliance Report on Corporate Governance for the Quarter ended 31st March, 2021.

This is in compliance with Regulation 27 (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking you,
Yours faithfully
For Manaksia Aluminium Company Limited

Vivek Jain

(Vivek Jain)
Company Secretary and Compliance Officer

Encl: a/a



ANNEXURE I

| 1 | Name of Listed Entity | Manaksia Aluminium Company Limited | | | | | | | | | | |
|---|-------------------------|------------------------------------|---|-----------------------------|----------------------------|-------------------|-------------|---------------|--|--|--|--|
| 2 | Quarter ending | 31 st March, 2021 | | | | | | | | | | |
| I. Composition of Board of Directors | | | | | | | | | | | | |
| Titl e (Mr. / Ms) | Name of the Director | \$ PAN & DIN | # Category (Chairperson / Executive/ Non- Executive/ Independent / Nominee) | Initial date of Appointment | Date of Re- appointment | Date of Cessation | Tenure* | Date of Birth | No of Directorship in listed entities including this listed entity [in reference to Regulation 17A(1)] | No of Independent Directorship in listed entities including this listed entity [in reference to Regulation 17A(1)] | No of membership s 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. | Ajay Kumar Chakraborty | AAAPC0207F00133604 | Chairperson-Independent Director | 17/11/2014 | 24/09/2019 | | 77 Months** | 07/04/1945 @@ | 3 | 3 | 2 | 2 |
| Mr. | Anirudha Agrawal | ACXPA1842M06537905 | Non-Executive Director | 17/11/2014 | 17/11/2017 | | - | 17/10/1989 | 2 | - | 1 | None |
| Ms. | Supriya Biswas | AECPB7074H08671365 | Independent Director | 21/01/2020 | | | 14 Months | 07/07/1957 | 1 | 1 | 1 | None |
| Mr. | Shuvendu Sekhar Mohanty | AEZPM5821J03523039 | Independent Director | 01/10/2020 | | | 6 Months | 28/02/1953 | 1 | 1 | None | None |
| Mr. | Chandan Ambaly | ACTPA6402B08456058 | Independent Director | 29/05/2019 | | | 22 Months | 29/07/1955 | 1 | 1 | 2 | 1 |
| Mr. | Sunil Kumar Agrawal | ACSPA0118R00091784 | Executive Director | 17/11/2014 | 23/11/2020 | | - | 11/12/1961 | 3 | - | 4 | None |
| Mr. | Vineet Agrawal | ACXPA1871E00441223 | Non-Executive Director | 21/07/2016 | | | | 14/03/1976 | 2 | 0 | 2 | 0 |
| Mr. | Dipak Bhattacharjee | AHVPB4639G08665337 | Executive Director | 21/01/2020 | | | - | 10/02/1961 | 1 | - | - | None |

\$ 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.*

@includes membership and chairmanship of both listed and unlisted public companies.

*** Re-appointed as Non-Executive Independent Director as approved by the Shareholders in the Annual General Meeting held on 24/09/2019.*

@@ Mr. Ajay Kumar Chakraborty will complete 75 years in his second tenure for which Special Resolution is passed by the Shareholders in the Annual General Meeting held on 24/09/2019.

II. Composition of Committees

| Name of Committee | Whether Regular Chairperson appointed | Name of Committee members | Category (Chairperson/Executive/Non-Executive/Independent/Nominee) \$ | Date of appointment | Date of cessation |
|--|---------------------------------------|--|--|--|-------------------|
| 1. Audit Committee | Yes | Mr. Ajay Kumar Chakraborty Mr. Chandan Ambaly Mr. Sunil Kumar Agrawal Mr Suprity Biswas | Chairperson-Independent Director Independent Director Executive Director Independent Director | 23/11/2014 29/05/2019 23/11/2014 21/01/2020 | |
| 2. Nomination & Remuneration Committee | Yes | Mr. Chandan Ambaly Mr. Ajay Kumar Chakraborty Mr. Anirudha Agrawal Ms. Suprity Biswas | Chairperson-Independent Director Independent Director Non-Executive Director Independent Director | 29/05/2019 23/11/2014 23/11/2014 21/01/2020 | |
| 3. Risk Management Committee (if applicable) | Not Applicable | Not Applicable | Not Applicable | Not Applicable | Not Applicable |
| 4. Stakeholders Relationship Committee | Yes | Mr. Chandan Ambaly Mr. Anirudha Agrawal Mr. Vineet Agrawal | Chairperson- Independent Director Non-Executive Director Non-Executive Director | 29/05/2019 29/05/2019 23/11/2014 | |
| 5. Corporate Social Responsibility Committee | Yes | Mr. Chandan Ambaly Ms. Suprity Biswas Mr. Sunil Kumar Agrawal Mr. Anirudha Agrawal | Chairperson- Independent Director Independent Director Executive Director Non-Executive Director | 14/08/2020 14/08/2020 14/08/2020 14/08/2020 | |

\$ 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 | Whether requirement of Quorum met* (Yes/No) | Number of directors present* | Number of Independent directors present* | Maximum gap between any two consecutive (in number of days) |
|---|---|---|------------------------------|--|---|
| 11 th November, 2020 | 13 th February, 2021 | Yes | 7 | 4 | 93 days |

**to be filled in only for the current quarter meetings*

IV. Meeting of Committees

| Date(s) of Meeting (if any) in the relevant quarter | Whether requirement of Quorum met* (Yes/No) | Number of directors present* | Number of Independent directors present* | Date(s) of Meeting (if any) in the previous quarter | Maximum gap between any two consecutive (in number of days)* |
|--|---|------------------------------|--|--|--|
| 13 th February, 2021 (Audit Committee) | Yes | 4 | 3 | 11 th November, 2020 (Audit Committee) | 93 days |
| 13 th February, 2021 (Corporate Social Responsibility Committee) | Yes | 4 | 2 | 11 th November, 2020 (Corporate Social Responsibility Committee) | 93 days |
| 13 th February, 2021 (Stakeholders Relationship Committee) | Yes | 2 | 1 | - | - |

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

*** to be filled in only for the current quarter meetings*

V. Related Party Transactions

| Subject | Compliance status (Yes/No/NA)refer note below |
|--|---|
| Whether prior approval of audit committee obtained | Yes |
| Whether shareholder approval obtained for material RPT | Not Applicable |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | Yes* |

**The Audit Committee has reviewed the Related Party Transaction for the quarter ended 31st December, 2020*

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. Yes |
| 2. | The composition of the following committees is in terms of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 |
| a. | Audit Committee. Yes |
| b. | Nomination & remuneration committee. Yes |
| c. | Stakeholders relationship committee. Yes |
| d. | Risk management committee (Not Applicable) |
| 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. There are no comments/observations/advice of Board of Directors in the Report submitted and placed before the Board of Directors for the quarter ended 31st December, 2020. |

For Manaksia Aluminium Company Limited

Vivek Jain

Vivek Jain
Company Secretary & Compliance Officer

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.



ANNEXURE II

Format 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

| <i>Item</i> | <i>Compliance status (Yes/No/NA) refer note below</i> | <i>If yes provide link to website. If No/NA provide reasons</i> |
|---|---|---|
| As per Regulation 46(2) of LODR: | | |
| a) Details of business | Yes | www.manaksiaaluminium.com |
| b) Terms and conditions of appointment of independent directors | Yes | www.manaksiaaluminium.com |
| c) Composition of various committees of board of directors | Yes | www.manaksiaaluminium.com |
| d) Code of conduct of board of directors and senior management personnel | Yes | www.manaksiaaluminium.com |
| e) Details of establishment of vigil mechanism/ Whistle Blower policy | Yes | www.manaksiaaluminium.com |
| f) Criteria of making payments to non-executive directors | Not Applicable | - |
| g) Policy on dealing with related party transactions | Yes | www.manaksiaaluminium.com |
| h) Policy for determining 'material' subsidiaries | Not Applicable | - |
| i) Details of familiarization programmes imparted to independent directors | Yes | www.manaksiaaluminium.com |
| j) Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances | Yes | www.manaksiaaluminium.com |
| k) Email address for grievance redressal and other relevant details | Yes | www.manaksiaaluminium.com |
| l) Financial results | Yes | www.manaksiaaluminium.com |
| m) Shareholding pattern | Yes | www.manaksiaaluminium.com |
| n) Details of agreements entered into with the media companies and/or their associates | Not Applicable | - |
| o) Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange | Not Applicable | - |
| p) New name and the old name of the listed entity | Not Applicable | - |
| q) Advertisement as per Regulation 47(1) | Yes | www.manaksiaaluminium.com |
| r) Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments | Yes | www.manaksiaaluminium.com |
| s) Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year. | Yes | www.manaksiaaluminium.com |
| As per other regulations of the LODR: | | |
| a) Whether company has provided information under separate section on its website as per Regulation 46(2) | Yes | www.manaksiaaluminium.com |
| b) Materiality Policy as per Regulation 30 | Yes | www.manaksiaaluminium.com |
| c) Dividend Distribution Policy as per Regulation 43A (as applicable) | NA | |
| It is certified that these contents on the website of the listed entity - Yes | | |

| II. Annual Affirmations | | |
|--|--|---|
| <i>Particulars</i> | <i>Regulation Number</i> | <i>Compliance status (Yes/No/NA) refer note below</i> |
| <i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i> | <i>16(1)(b) & 25(6)</i> | Yes |
| <i>Board composition</i> | <i>17(1), 17(1A) & 17(1B)</i> | Yes |
| <i>Meeting of Board of directors</i> | <i>17(2)</i> | Yes |
| <i>Quorum of board meeting</i> | <i>17(2A)</i> | Yes |
| <i>Review of Compliance Reports</i> | <i>17(3)</i> | Yes |
| <i>Plans for orderly succession for appointments</i> | <i>17(4)</i> | Yes |
| <i>Code of Conduct</i> | <i>17(5)</i> | Yes |
| <i>Fees/compensation</i> | <i>17(6)</i> | Yes |
| <i>Minimum Information</i> | <i>17(7)</i> | Yes |
| <i>Compliance Certificate</i> | <i>17(8)</i> | Yes |
| <i>Risk Assessment & Management</i> | <i>17(9)</i> | Yes |
| <i>Performance Evaluation of Independent Directors</i> | <i>17(10)</i> | Yes |
| <i>Recommendation of Board</i> | <i>17(11)</i> | Yes |
| <i>Maximum number of directorship</i> | <i>17A</i> | Yes |
| <i>Composition of Audit Committee</i> | <i>18(1)</i> | Yes |
| <i>Meeting of Audit Committee</i> | <i>18(2)</i> | Yes |
| <i>Composition of Nomination & Remuneration Committee</i> | <i>19(1) & (2)</i> | Yes |
| <i>Quorum of Nomination & Remuneration Committee</i> | <i>19(2A)</i> | Yes |
| <i>Meeting of Nomination & Remuneration Committee</i> | <i>19(3A)</i> | Yes |
| <i>Composition of Stakeholder Relationship Committee</i> | <i>20(1), 20(2) and 20(2A)</i> | Yes |
| <i>Meeting of Stakeholder Relationship Committee</i> | <i>20(3A)</i> | Yes |
| <i>Composition and role of Risk Management Committee</i> | <i>21(1),(2),(3),(4)</i> | Not Applicable |
| <i>Meeting of Risk Management Committee</i> | <i>21(3A)</i> | Not Applicable |
| <i>Vigil Mechanism</i> | <i>22</i> | Yes |
| <i>Policy for Related Party Transaction</i> | <i>23(1),(1A), (5),(6),(7) & (8)</i> | Yes |
| <i>Prior or Omnibus approval of Audit Committee for all related party transactions</i> | <i>23(2), (3)</i> | Yes |
| <i>Approval for material related party transactions</i> | <i>23(4)</i> | Yes |
| <i>Disclosure of related party transactions on consolidated basis</i> | <i>23(9)</i> | Yes |
| <i>Composition of Board of Directors of Unlisted Material Subsidiary</i> | <i>24(1)</i> | Not Applicable |
| <i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i> | <i>24(2),(3),(4),(5) & (6)</i> | Not Applicable |
| <i>Annual Secretarial Compliance Report</i> | <i>24(A)</i> | Yes |
| <i>Alternate Director to Independent Director</i> | <i>25(1)</i> | Not Applicable |
| <i>Maximum Tenure</i> | <i>25 (2)</i> | Yes |
| <i>Meeting of Independent Directors</i> | <i>25(3) & (4)</i> | Yes |

| | | |
|--|--------------------------|----------------|
| <i>Familiarization of Independent Directors</i> | <i>25(7)</i> | Yes |
| <i>Declaration from Independent Director</i> | <i>25(8) & (9)</i> | Yes |
| <i>Directors and Officers insurance</i> | <i>25(10)</i> | Not Applicable |
| <i>Memberships in Committees</i> | <i>26(1)</i> | Yes |
| <i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i> | <i>26(3)</i> | Yes |
| <i>Disclosure of Shareholding by Non- Executive Directors</i> | <i>26(4)</i> | Yes |
| <i>Policy with respect to Obligations of directors and senior management</i> | <i>26(2) & 26(5)</i> | Yes |

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.
3. If the Listed Entity would like to provide any other information the same may be indicated here.

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: **Not Applicable**

For Manaksia Aluminium Company Limited

Vivek Jain

Vivek Jain

Company Secretary & Compliance Officer

