

MASK INVESTMENTS LIMITED

CIN No. : L65993GJ1992PLC036653

09th October, 2018

To,

The Manager
Listing Department,
National Stock Exchange of India Limited,
Exchange Plaza, c-1 Block G
Bandra- Kurla Complex, Bandra (E)
Mumbai- 400050

Script Code:- MASKINVEST

Dear Sir,

Sub: - Compliance Report on Corporate Governance

Ref: 2nd Quarter and half year ended on 30th September, 2018

Dear Sir,

Pursuant to Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, please find enclosed herewith the Compliance Report on Corporate Governance Report, in the format Specified (Annexure- I and Annexure- III), for the second quarter and half year ended on 30th September, 2018.

Thanking You,

Yours faithfully

FOR MASK INVESTMENTS LIMITED

(Sanju Patel)

Company Secretary

Encl: - As above



CORPORATE GOVERNANCE REPORT

1. Name of Listed Entity

MASK INVESTMENTS LIMITED

Annexure-I

2. Quarter ending

30-Sep-18

Title (Mr./Ms.)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/ Non- Executive/ in dependent/ Nominee) ^{&}	Date of Appointment in the current term /cessati on	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.	Narayan Sitaram Saboo	00223324	ADEPS9319P	Non- Executive Director	16/01/2006	-	3	2	-
Mr.	Naresh Sitaram Saboo	00223350	ACTPS6382E	Non- Executive Director	16/01/2006	-	3	2	-
Mrs.	Madhu Narayan Saboo	01576068	ADEPS9318N	Executive Director/Chairperson	18/01/2017	5 years	1	2	-
Mr.	Sachinkumar Pramod Jain	01634303	AAXPJ5213F	Non- Executive Independent Director	18/01/2017	5 years	2	2	1
Mr.	Harmil Jatinbhai Shah	06797445	BADPS9997L	Non- Executive Independent Director	18/01/2017	5 years	2	4	1
Ms.	Payal Loya	07482861	AFFPL8315R	Non- Executive Independent Director	18/01/2017	5 years	2	2	1
II. Composition of Committees									
Name of Committee		Name of Committee members				Category (Chairperson/Executive/ Non- Executive/independent/Nominee) ^{&}			
1. Audit Committee		Harmil Jatinbhai Shah				Non Executive- Independent Director		Chairperson	
		Payal Loya				Non Executive- Independent Director		Member	
		Madhu Narayan Saboo				Executive Director		Member	
2. Nomination & Remuneration Committee		Payal Loya				Non Executive- Independent Director		Chairperson	
		Harmil Jatinbhai Shah				Non Executive- Independent Director		Member	
		Sachinkumar Pramod Jain				Non Executive- Independent Director		Member	
3. Risk Management Committee(if applicable)		Not Applicable							
4. Stakeholders Relationship Committee ¹		Payal Loya				Non Executive- Independent Director		Chairperson	
		Harmil Jatinbhai Shah				Non Executive- Independent Director		Member	
		Madhu Narayan Saboo				Executive Director		Member	

[&]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		Maximum gap between any two consecutive (in number of days)
19/05/2018		13/08/2018		11
		25/08/2018		
IV. Meeting of Committees				
Name of Committee	Date(s) of meeting of the committee in the relevant	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*
Audit Committee	13/08/2018	Yes	19/05/2018	85
Nomination & Remuneration Committee	13/08/2018	Yes	19/05/2018	85
Stake holder Relationship Committee	13/08/2018	Yes	19/05/2018	85
* 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)refer note below	
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				
<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015</p> <p>a. Audit Committee</p> <p>b. Nomination & remuneration committee</p> <p>c. Stakeholders relationship committee</p> <p>d. Risk management committee (Not Applicable)</p> <p>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.</p> <p>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.</p> <p>5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors.</p>				

For And On Behalf Of Mask Investments Limited



Madhu Narayan Saboo
Managing Director



Date: 09/10/2018
Place: Surat

ANNEXURE III

Format to be submitted by listed entity at the end of 6 months after end of financial year along-with second quarter report of next financial year

I Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA) <small>refer note below</small>
<i>Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website</i>	46(2)	Yes
<i>Presence of Chairperson of Audit Committee at the Annual General Meeting</i>	18(1)(d)	Yes
<i>Presence of Chairperson of the nomination and remuneration committee at the annual general meeting</i>	19(3)	Yes
<i>Whether "Corporate Governance Report" disclosed in Annual Report</i>	34(3) read with para C of Schedule V	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.		
For And On Behalf Of Mask Investments Limited		
 Madhu Narayan Saboo Managing Director		Date: 09/10/2018 Place: Surat