

# MASK INVESTMENTS LIMITED

CIN No. : L65993GJ1992PLC036653

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09<sup>th</sup> October, 2017

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: 2<sup>nd</sup> Quarter and half year ended on 30<sup>th</sup> September, 2017**

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 30<sup>th</sup> September, 2017.

Thanking You,

Yours faithfully

**FOR MASK INVESTMENTS LIMITED**



**(Shiwani Churiwal)**  
**Company Secretary**

Encl: - As above



# CORPORATE GOVERNANCE REPORT

Annexure-1

1. Name of Listed Entity  
2. Quarter ending

MASK INVESTMENTS LIMITED  
30-Sep-17

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 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	2	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
	Payal Loya	Non Executive- Independent Director
	Madhu Narayan Saboo	Executive Director
2. Nomination & Remuneration Committee	Payal Loya	Non Executive- Independent Director
	Harmil Jatinbhai Shah	Non Executive- Independent Director
	Sachinkumar Pramod Jain	Non Executive- Independent Director
<b>Not Applicable</b>		
3. Risk Management Committee(if applicable)	Payal Loya	Non Executive- Independent Director
4. Stakeholders Relationship Committee	Harmil Jatinbhai Shah	Non Executive- Independent Director
	Madhu Narayan Saboo	Executive Director

\*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 relevant quarter		Maximum gap between any two consecutive (in number of days)	
Date(s) of Meeting (if any) in the previous quarter		29/05/2017		14/08/2017	
Date(s) of Meeting (if any) in the relevant quarter		14/08/2017		76	
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	29/05/2017	Yes	14/08/2017	76	
Nomination & Remuneration Committee	29/05/2017	Yes	14/08/2017	76	
Stake holder Relationship Committee	29/05/2017	Yes	14/08/2017	76	
* 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					
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					
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.					
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.					

For And On Behalf Of Mask Investments Limited

*Madhu Saboo*



Madhu Narayan Saboo  
Managing Director



Date: 09/10/2017  
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>
	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes
	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes
<b>Note</b>			
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.			
<p><b>For And On Behalf Of Mask Investments Limited</b></p> <p align="center"></p> <p><b>Madhu Narayan Saboo</b> Managing Director</p> <p align="right">Date: 09/10/2017 Place: Surat</p> <p align="center"></p>			