



General information about company

Scrip code	505324
NSE Symbol	MANUGRAPH
MSEI Symbol	N.A.
ISIN	INE867A01022
Name of the entity	MANUGRAPH INDIA LIMITED
Date of start of financial year	1-Apr-22
Date of end of financial year	31-Mar-23
Reporting Quarter	Yearly
Date of Report	31-Mar-23
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 Listed Entities



- 1 Name of Listed Entity : Manugraph India Limited
 2 Quarter ending : March 31, 2023

I. Composition of Board of Directors																				
Disclosure of notes on composition of board of directors explanatory																			-	
Whether the listed entity has a Regular Chairperson																			Yes	
Whether Chairperson is related to MD or CEO																			Yes	
						Disqualification of Directors under section 164 of the Companies Act, 2013														
Title (Mr./ Ms.)	Name of the Director	PAN	DIN	Category (Chairperson / Executive / Non-Executive / independent / Nominee) &	Date of Birth	Whether the director is disqualified ?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of Appointment	Date of Re-Appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(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.	Sanjay S. Shah	AAIPS0615D	00248592	Executive Director, Chairman related to Promoter	31-Jul-59	No				Active	NA	-	11-Aug-89	1-Apr-22	-	N.A.	1	0	1	0
Mr.	Pradeep S. Shah	AAHPS6793D	00248692	Executive Director	13-Dec-60	No				Active	NA	-	11-Aug-89	1-Apr-22	-	N.A.	1	0	0	0
Mr.	Hiten C. Timbadia	AABPT2277P	00210210	Non Executive – Independent	26-Feb-64	No				Active	NA	-	30-Mar-01	3-Mar-20	3-Mar-23	260	2	1	1	1
Mr.	Perses M. Bilimoria	ABYPB8358F	00781535	Non Executive – Independent	4-Nov-59	No				Active	NA	-	13-May-10	3-Mar-20	3-Mar-23	150	1	1	2	1
Mr.	Abhay J. Mehrotra	AAOPM0872C	01673801	Non Executive – Independent	1-Dec-61	No				Active	NA	-	29-Oct-10	3-Mar-20	3-Mar-23	145	1	1	1	0
Mrs.	Basheera J. Indorewala	AAIP18418G	07294515	Non Executive – Independent	15-Feb-84	No				Active	NA	-	7-Feb-18	30-Jul-18	-	58	1	1	1	0
Mr.	Shailesh B. Shirguppi	AJWPS1459A	08770042	Executive	9-Aug-67	No				Active	NA	-	1-Jul-20	22-Sep-20	-	N.A.	1	0	0	0
Mrs.	Madhavi Kilachand	AACPK3750D	00296504	Non Executive – Independent	16-Sep-61	No				Active	NA	-	28-Jun-21	29-Sep-21	-	21	1	1	0	0
Mr.	K N Padmanabhan	AOWPP5754Q	10040838	Non Executive – Independent	9-Jun-57	No				Active	NA	-	2-Mar-23	2-Mar-23	-	1	1	1	2	2

II. Composition of Committees

1 Audit Committee

Whether Audit Committee has a regular Chairperson

Yes

DIN	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
10040838	Mr. K N Padmanabhan	Non Exective - Independent Director	Chairman	2-Mar-23		
00368177	Mr. Nimish Vakil	Non Exective - Independent Director	Member	2-Mar-23		
07294515	Mrs. Basheera Indorewala	Non Exective - Independent Director	Member	26-May-22		
00210210	Mr. Hiten C. Timbadia	Non Exective - Independent Director	Chairman	26-Apr-01	03-03-2023	
00781535	Mr. Perses M. Bilimoria	Non Exective - Independent Director	Member	13-May-10	03-03-2023	
01673801	Mr. Abhay J. Mehrotra	Non Exective - Independent Director	Member	13-May-11	03-03-2023	

2 Nomination & Remuneration Committee

Whether Nomination & Remuneration Committee has a regular Chairperson

Yes

DIN	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
10040838	Mr. K N Padmanabhan	Non Exective - Independent Director	Chairman	2-Mar-23		
00368177	Mr. Nimish Vakil	Non Exective - Independent Director	Member	2-Mar-23		
07294515	Mrs. Basheera Indorewala	Non Exective - Independent Director	Member	26-May-22		
00210210	Mr. Hiten C. Timbadia	Non Exective - Independent Director	Chairman	29-May-03		
00781535	Mr. Perses M. Bilimoria	Non Exective - Independent Director	Member	13-May-10		
01673801	Mr. Abhay J. Mehrotra	Non Exective - Independent Director	Member	13-May-11		

3 Risk Management Committee (if applicable)

Not Applicable

4 Stakeholders Relationship Committee

Whether Stakeholders Relationship Committee has a regular Chairperson

Yes

DIN	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
10040838	Mr. K N Padmanabhan	Non Exective - Independent Director	Chairman	2-Mar-23		
00248592	Mr. Sanjay S. Shah	Executive Director	Member	16-Feb-96		
07294515	Mrs. Basheera J. Indorewala	Non Exective - Independent Director	Member	13-Aug-18		
00781535	Mr. Perses M. Bilimoria	Non Exective - Independent Director	Chairman	13-May-11		

5 Corporate Social Responsibility Committee

Not Applicable

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 meetings (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
11-Nov-22				Yes	8	8	5
	7-Feb-23	87		Yes	8	7	4
	2-Mar-23	22		Yes	10	10	7

IV. Meeting of Committees

Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)
Audit Committee	11-Nov-22					Yes	4	4
Audit Committee		7-Feb-23	87			Yes	4	3
Audit Committee		2-Mar-23	22			Yes	4	4
Stakeholders Relationship Committee	11-Nov-22					Yes	3	3
Stakeholders Relationship Committee		7-Feb-23	87			Yes	3	2
Nomination & Remuneration Committee	2-Mar-23					Yes	3	3



Annexure I

V. Related Party Transactions

<i>Subject</i>	<i>Compliance status (Yes/No/NA) refer note below</i>
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.	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 (applicable to the top 500 listed entities)	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.	Yes

Annexure I

Subject	Compliance Status
Name of the Signatory	Mihir V Mehta
Designation	Company Secretary & Compliance Officer



Annexure II 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

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non- compliance may be given here.	Web address
1	Details of business	Yes		http://manugraph.com/our_product.html
2	Terms and conditions of appointment of independent directors	Yes		http://manugraph.com/Files/MIL Terms of Appointment Independent Directors.pdf
3	Composition of various committees of board of directors	Yes		http://www.manugraph.com/Files/MIL Board Committees_02032023.pdf
4	Code of conduct of board of directors and senior management personnel	Yes		http://manugraph.com/MIL Code of Conduct.pdf
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		http://manugraph.com/Files/MIL Vigil Mechanism Policy_2021_F.pdf
6	Criteria of making payments to non-executive directors	Yes		http://manugraph.com/Files/Policy on Appointment & Evaluation Final.pdf
7	Policy on dealing with related party transactions	Yes		http://manugraph.com/Files/Related Party Transactions Policy_2019_F.pdf
8	Policy for determining 'material' subsidiaries	Yes		http://manugraph.com/Files/MIL Policy for determination of materiality_F.pdf
9	Details of familiarization programmes imparted to independent directors	Yes		http://manugraph.com/Files/MIL Familiarisation Program_ID_F.pdf
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		http://manugraph.com/investor_relations.html
11	email address for grievance redressal and other relevant details	Yes		http://manugraph.com/investor_relations.html#:~:text=INVESTOR%20GRIEVANCE%20REDRESSAL,mehta%40manugraph.com
12	Financial results	Yes		http://www.manugraph.com/FinancialResult/MIL Outcome_UFR_31122022_S.pdf
13	Shareholding pattern	Yes		http://www.manugraph.com/Files/MIL_SHP_31032023.pdf
14	Details of agreements entered into with the media companies and/or their associates	N.A.		
15	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	N.A.		
16	New name and the old name of the listed entity	N.A.		
17	Advertisements as per regulation 47 (1)	Yes		http://www.manugraph.com/Files/MIL NP_08022023_with_CL.pdf
18	Credit rating or revision in credit rating obtained	N.A.		



19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes	http://manugraph.com/Files/MAI_Accounts_2021-22_INR.pdf
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes	http://www.manugraph.com/investor_relations.html
21	Materiality Policy as per Regulation 30	Yes	http://manugraph.com/Files/Details_KMP_Determination_Materiality.pdf
22	Dividend Distribution policy as per Regulation 43A (as applicable)	N.A.	
23	It is certified that these contents on the website of the listed entity are correct	Yes	Confirm

II Annual Confirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
23	Meeting of Risk Management Committee	21(3A)	NA	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	NA	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	Yes	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	

Annexure II

Name of the Signatory Mihir Mehta
Designation Company Secretary & Compliance Officer

Annexure II

III Affirmations
Sr. No. Particulars

Compliance status
(Yes/No/NA)
NA

- 1 The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied

Annexure II

Name of the Signatory Mihir Mehta
Designation Company Secretary & Compliance Officer

Additional Half yearly Disclosure

Applicability of disclosure Applicable
Reason for Non Applicability Textual Information(1)

I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below
(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0
Promoter Group or any other entity controlled by them	0	0
Directors (including relatives) or any other entity controlled by them	0	0
KMPs or any other entity controlled by them	0	0

(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0

(D) Additional Information

Affirmations

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.

Compliance Status
Yes

Company Remarks



Name of the Signatory	Mihir Mehta
Designation of person	CFO
Place	Mumbai
Date	20-Apr-23

Signatory Details

Name of the Signatory	Mihir Mehta
Designation of person	Company Secretary & Compliance Officer
Place	Mumbai
Date	20-Apr-23