

MSIL: CSL: NSE&BSE: 2018

14th July, 2018

Vice President
National Stock Exchange of India Limited
"Exchange Plaza", Bandra – Kurla Complex
Bandra (E)
Mumbai – 400 051

General Manager
Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai – 400 001

Sub: Quarterly Compliance Report on Corporate Governance

Dear Sir,

Please find enclosed herewith quarterly compliance report on corporate governance for the quarter ended on 30th June, 2018, prepared pursuant to Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly take the same on record.

Thanking you,

Yours truly,

For **Maruti Suzuki India Limited**



Sanjeev Grover

Chief General Manager &
Company Secretary

Encl.: As above

MARUTI SUZUKI INDIA LIMITED

CIN: L34103DL1981PLC011375

Registered & Head Office
Maruti Suzuki India Limited,
1 Nelson Mandela Road, Vasant Kunj,
New Delhi 110070, India.
Tel: 011-46781000, Fax: 011-46150275/46150276
www.marutisuzuki.com

Gurgaon Plant:
Maruti Suzuki India Limited,
Old Palam Gurgaon Road,
Gurgaon 122015, Haryana, India.
Tel. 0124-2346721, Fax: 0124-2341304

Manesar Plant:
Maruti Suzuki India Limited,
Plot No.1, Phase 3A, IMT Manesar,
Gurgaon 122051, Haryana, India.
Tel: 0124-4884000, Fax: 0124-4884199

CORPORATE GOVERNANCE REPORT

Maruti Suzuki India Limited

30th June 2018

1 Name of the Listed Entity

2 Quarter ending

Composition of Board of Directors

S. No.	Title (Mr./Ms)	Name of the Director	PAN ^s & 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)	No. 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)
1	Mr.	R.C. Bhargava	DIN: 00007620 PAN: AAAPB0832F	Chairperson-Non Executive	7-Jul-03		3	4	2
2	Mr.	Kenichi Ayukawa	DIN: 02262755 PAN: BIAPA0460R	Executive	1-Apr-16		2	2	-
3	Mr.	Toshiaki Hasuike	DIN: 01948291 PAN: AKHPH8908B	Non-Executive	27-Apr-16		1	-	-
4	Mr.	Kazunari Yamaguchi	DIN: 07961388 PAN: ASCPY9874A	Executive	26-Jan-18		2	-	-
5	Mr.	Kazuhiko Ayabe	DIN: 02917011 PAN: ARCPA4116E	Non-Executive	28-Apr-15		1	-	-
6	Mr.	Osamu Suzuki	DIN: 00680073 PAN: N.A.	Non-Executive	24-May-83		1	-	-
7	Mr.	Toshihiro Suzuki	DIN: 06709846 PAN: N.A.	Non-Executive	5-Sep-17		1	-	-
8	Mr.	Kinji Saito	DIN: 00049067 PAN: AJVPS2720D	Non-Executive	28-Apr-12		1	-	-
9	Mr.	Davinder Singh Brar	DIN: 00068502 PAN: AAGPB0665A	Independent	4-Sep-14	5 consecutive years or 38th AGM of the Company, whichever is earlier	3	6	2



10	Mr.	R.P. Singh	DIN: 02943155 PAN: ACUPP6767D	Independent	4-Sep-14	5 consecutive years or 38th AGM of the Company, whichever is earlier	2	4	-
11	Ms.	Pallavi Shroff	DIN: 00013580 PAN: AQPPS7388Q	Independent	4-Sep-14	5 consecutive years or 38th AGM of the Company, whichever is earlier	3	1	-
12	Ms.	Renu Sud Kamad	DIN: 00008064 PAN: AAEPK2992H	Independent	27-Jul-17	5 consecutive years till 26th July, 2022.	9**	8	2

*PAN number of any director would not be displayed on the website of the Stock Exchange.

**Category of directors means executive/non-executive/ independent/ Nominee. If a director fits into more than one category write all the 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 chairpersonship of all public companies.

*** HDFC Asset Management Company Limited has its Mutual Fund Units listed and HDFC Ergo General Insurance Company Limited has its debt instruments listed.

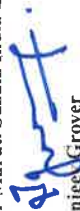
Composition of Committees

S. No.	Name of Committee	Name of Committee Members	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)&
1	Audit Committee	Mr. Davinder Singh Brar	Chairperson - Independent
		Mr. Kenichi Ayukawa	Executive
		Mr. R. P. Singh	Independent
		Ms. Pallavi Shroff	Independent
		Ms. Renu Sud Kamad	Independent
2	Nomination and Remuneration Committee	Mr. Davinder Singh Brar	Chairperson - Independent
		Mr. R. C. Bhargava	Non- Executive
		Mr. Toshihiro Suzuki	Non- Executive
		Ms. Renu Sud Kamad	Independent
3	Stakeholders' Relationship Committee	Mr. R. C. Bhargava	Chairperson - Non- Executive
		Mr. Kenichi Ayukawa	Executive
		Mr. Davinder Singh Brar	Independent
		Mr. R. C. Bhargava	Chairperson - Non- Executive
4	Risk Management Committee	Mr. Kenichi Ayukawa	Executive
		Mr. Kazunari Yamaguchi	Executive
		Mr. Ajay Seth	Executive
		Mr. R. S. Kalsi	Chief Financial Officer
5	Corporate Social Responsibility Committee	Mr. R. C. Bhargava	Senior Executive Officer (Marketing and Sales)
		Mr. Kenichi Ayukawa	Chairperson - Non- Executive
		Mr. R. P. Singh	Executive
			Independent



Meeting of Board of Directors		Maximum gap between any two consecutive meetings (in number of days)
Date(s) of Meeting (if any) in the previous quarter		
1	25th January 2018 (A)	Time gap between (A) & (B) = 54 days, Time gap between (B) & (C) = 36 days
2	21st March 2018 (B)	
Date(s) of Meeting (if any) in the relevant quarter		
	27th April 2018 (C)	
Meeting of Committees (Audit Committee)		
Date(s) of Meeting of the committee in the relevant quarter		Maximum gap between any two consecutive meetings in number of days*
Whether requirement of Quorum met (details)		
1	27th April 2018 (C)	Time gap between (A) & (B) = 54 days, Time gap between (B) & (C) = 36 days, Time gap between (C) & (D) = 41 days
2	8th June 2018 (D)	
*This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.		
Related Party Transactions		
S. No.	Subject	Compliance Status (Yes/No/NA)
1	Whether prior approval of audit committee obtained	Yes
2	Whether shareholder approval obtained for material RPT	N.A.
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes, wherever applicable
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 and Remuneration Committee c. Stakeholders Relationship Committee d. Risk Management 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 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. There were no comments by the board of directors on the corporate governance report of the previous quarter.	

For Maruti Suzuki India Limited


Sanjeev Grover

Chief General Manager &
Company Secretary

