

MSIL: CSL: NSE&BSE: 2019

15<sup>th</sup> January, 2019

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 31<sup>st</sup> December, 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

1	Name of the Listed Entity	Maruti Suzuki India Limited
2	Quarter ending	31st December, 2018

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## Composition of Board of Directors

S. No.	Title (Mr./ Ms)	Name of the Director	PAN <sup>S</sup> & 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		2	3	1
2	Mr.	Kenichi Ayukawa	DIN: 02262755 PAN: BIAPA0460R	Executive	1-Apr-16		2	2	-
3	Mr.	Toshiaki Hasuike	DIN: 01948291 PAN: AKHPPH8908B	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	28-Oct-13		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 Karnad	DIN: 00008064 PAN: AAEPK2992H	Independent	27-Jul-17	5 consecutive years till 26th July, 2022	8***	6	1

<sup>3</sup>PAN number of any director would not be displayed on the website of the Stock Exchange

<sup>4</sup>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 Ergo General Insurance Company Limited has it's debt instruments listed



II			
S. No.	Name of Committee	Name of Committee Members	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)&
1	Audit Committee	Same as previous quarter	
2	Nomination and Remuneration Committee		
3	Stakeholders' Relationship Committee		
4	Risk Management Committee		
5	Corporate Social Responsibility Committee		

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)	
1	26th July 2018 (A)	25th October, 2018 (B)	Time gap between (A) & (B) = 90 days	
IV				
Meeting of Committees (Audit Committee)				
	Date(s) of Meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of Meeting in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
1	05 December, 2018 (C)	Yes, 5 directors were present	26th July 2018 (A)	Time gap between (A) & (B) = 90 days, Time gap between (B) & (C) = 41 days
2	25 October, 2018 (B)			

\*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		
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	Yes, wherever applicable
<b>VI Affirmations</b>		
1	The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	
	The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:	
2	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.	
<p>For Maruti Suzuki India Limited</p>   <p>Sanjeev Grover Chief General Manager &amp; Company Secretary</p>		