

CORPORATE GOVERNANCE REPORT

Maruti Suzuki India Limited

31st December 2015

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			8**	2
2	Mr.	Kenichi Ayukawa	DIN: 02262755 PAN: BIAPA0460R	Executive	1-Apr-13			2	-
3	Mr.	Toshiaki Hasuike	DIN: 01948291 PAN: AKHIPH8908B	Executive	27-Apr-13			-	-
4	Mr.	Shigetoshi Torii	DIN: 06437336 PAN: APQPT3810E	Executive	31-Jul-14			-	-
5	Mr.	Kazuhiko Ayabe	DIN: 02917011 PAN: ARCPA4116E	Executive	28-Apr-15			-	-
6	Mr.	Osamu Suzuki	DIN: 00680073 PAN: N.A.	Non-Executive	24-May-83			-	-
7	Mr.	Toshihiro Suzuki	DIN: 06709846 PAN: N.A.	Non-Executive	28-Oct-13			-	-
8	Mr.	Kimji Saito	DIN: 00049067 PAN: AJVPS2720D	Non-Executive	28-Apr-12			-	-
9	Mr.	Amal Ganguli	DIN: 00013808 PAN: AEBPG3591F	Independent	4-Sep-14	5 consecutive years or 38th AGM of the Company, whichever is earlier	5	8**	3
10	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	7**	1



11	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	
12	Ms.	Pallavi Shroff	DIN: 00013580 PAN: AQPPS7388Q	Independent	4-Sep-14	5 consecutive years or 38th AGM of the Company, whichever is earlier	4	

⁹PAN number of any director would not be displayed on the website of the Stock Exchange

⁵Category 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

II Composition of Committees

S. No.	Name of Committee	Name of Committee Members	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee) ⁵
1	Audit Committee	Mr. Amal Ganguli Mr. Kenichi Ayukawa Mr. Davinder Singh Brar Ms. Pallavi Shroff	Chairperson - Independent Executive Independent Independent
2	Nomination and Remuneration Committee	Mr. Amal Ganguli Mr. R.C. Bhargava Mr. Davinder Singh Brar Mr. Toshihiro Suzuki	Chairperson - Independent Non-Executive Independent Non-Executive
3	Risk Management Committee	Mr. R.C. Bhargava Mr. Kenichi Ayukawa Mr. Toshiaki Hasuike Mr. Ajay Seth Mr. R.S. Kalsi	Chairperson - Non-Executive Executive Executive Chief Financial Officer Executive Officer (Marketing and Sales)
4	Stakeholders Relationship Committee	Mr. R.C. Bhargava Mr. Davinder Singh Brar Mr. Kenichi Ayukawa	Chairperson - Non-Executive Independent Executive

⁶Category 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



Meeting of Board of Directors			Maximum gap between any two consecutive meetings (in number of days)
III	Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	
1	28th July 2015 (A)	1st October 2015 (C)	Time gap between (A) & (B) = 56 days, Time gap between (B) & (C) = 7 days, Time gap between (C) & (D) = 25 days
2	23rd September 2015 (B)	27th October 2015 (D)	
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
1	1st October 2015 (C)	Yes, all 4 directors were present	28th July 2015 (A)
2	27th October 2015 (D)	Yes, all 4 directors were present	23rd September 2015 (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 reviewed by Audit Committee	Yes, wherever applicable	
VI	Affirmations		
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/or 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. The comments of the Board of Directors, if any, shall be submitted in the corporate governance report which shall be furnished to the stock exchanges for the next quarter ending on 31st March 2016.		
For Maruti Suzuki India Limited			
 S. Ravi Ajayar Executive Director (Legal) & Company Secretary			

