

Corporate Governance report to be submitted by a listed entity on quarterly basis

Name of the Listed Entity: **Mohan Meakin Limited**
Quarter Ending: **31st December, 2025**

ANNEXURE- I

Title (Mr./Ms.)	Name of the director	PAN ^{\$} /DIN	Category (Chairperson/ Executive/Non- executive/ Independent/ Nominee) &	Initial Date of Appointment	Date of Re- appointment	Date of cessation	Tenure *	Date of Birth	No. of directors hip in listed entities including this listed entity [In reference to Regulation 17A(1)]	No of Independ ent Directors hips in Listed entities including this listed entity [in reference to proviso to regulatio n 17A(1)]	Number of membershi ps in Audit/ Stakeholde r Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of chairperso n in Audit/ Stakeholde r Committee held in listed entities including this listed entity. (Refer Regulation 26(1) of Listing Regulation s)
Mr.	Hemant Mohan	00197951	Chief Executive Officer and Managing Director – Executive	01-Oct-1993	13-Aug-2024	-	-	11-Jan-1968	1	0	0	0
Mr.	Kalpataru Tripathy	00865794	Independent – Non- Executive	07-Aug-2024	-	-	5 years	28-Apr-1972	5	5	4	1
Mr.	Ramesh Rama Narang	01186500	Independent, Non- Executive	07-Aug-2024	-	-	5 years	20-Mar-1955	1	1	1	0
Mr.	Vinay Mohan	00197994	Non-Independent- Non-Executive	24-Sep-1999	28-Sep-2023	-	-	13-Mar-1971	1	0	2	0
Mrs.	Shalini Mohan	06939483	Non – Independent – Non-Executive	25-Sep-2014	23-Sep-2024	-	-	12-Sep-1973	1	0	0	0

Title (Mr./Ms.)	Name of the director	PAN ^{\$} /DIN	Category (Chairperson/Executive/Non-executive/Independent/Nominee) &	Initial Date of Appointment	Date of Re-appointment	Date of cessation	Tenure *	Date of Birth	No. of directorship in listed entities including this listed entity [In reference to Regulation 17A(1)]	No of Independent Directorships in Listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	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.	N. P. Sahni	00037478	Chairman-Independent – Non-Executive	13-Feb-2021	-	-	5 years	15-Apr-1941	2	2	0	2
Mr.	Sanjeev Arya	02005683	Non – Independent – Non-Executive	14-Aug-2021	23-Sep-2024	-	-	02-May-1969	1	0	1	0
Mr.	Manish Malik	00481557	Non - Independent – Non-Executive	14-Aug-2021	28-Sep-2023	-	-	15-Dec-1973	1	0	0	0
Whether Regular Chairperson appointed: Yes												
Whether Chairperson is related to managing director or CEO: No												
\$PAN of any director would not be displayed on the website of Stock Exchange												
&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.												
*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.												
Note: While calculating directorships in listed entities, only directorships in equity listed companies has been considered.												

II. Composition of Committees					
Name of Committee	Whether regular Chairperson appointed	Name of Committee members	Category (Chairperson/ Executive/Non-Executive/ Independent/ Nominee) &	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Mr. Nand Parkash Sahni	Chairman - Independent, Non-Executive	29-Sep-2024	-
		Mr. Vinay Mohan	Non-Independent – Non-Executive	25-May-2019	-
		Mr Ramesh Rama Narang	Non-Independent – Non-Executive	29-Sep-2024	-
2. Nomination & Remuneration Committee	Yes	Mr. Nand Parkash Sahni	Chairman - Independent, Non-Executive	29-Sep-2024	-
		Mr Ramesh Rama Narang	Independent – Non-Executive	29-Sep-2024	-
		Mrs. Shalini Mohan	Non-Independent – Non-Executive	29-Sep-2024	-
		Mr. Manish Malik	Non-Independent – Non-Executive	11-Feb-2022	-
3.CSR Committee	Yes	Mr. Nand Parkash Sahni	Chairman - Independent, Non-Executive	29-Sep-2024	-
		Mr. Vinay Mohan	Non-Independent – Non-Executive	14-Feb-2018	
		Mr. Manish Malik	Non-Independent – Non-Executive	13-Nov-2021	-
4.Stakeholders' Relationship Committee	Yes	Mr. Nand Parkash Sahni	Chairman - Independent, Non-Executive	29-Sep-2024	-
		Mr. Kalpataru Tripathy	Independent – Non-Executive	29-Sep-2024	-
		Mr. Vinay Mohan	Non-Independent – Non-Executive	25-May-2019	-
		Mr. Sanjeev Arya	Non-Independent – Non-Executive	11-Feb-2022	-
& 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

<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Whether requirement of Quorum Met*</i>	<i>Number of Directors Present*</i>	<i>Number of Independent Directors present*</i>	<i>Maximum gap between any two consecutive meetings(in number of days)</i>
07-Nov-2024	13-Feb-2025	Yes	7	2	97 Days
*Details pertaining to attendance of Directors and Independent Directors are for current quarter Meetings					

IV. Meeting of Committees

F. Meeting of Committees						
Name of the Committees	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum Met (details)*	Number of Directors present*	Number of Independent Directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee	13-Feb-2025	Yes	3	2	07-Nov-2024	97 Days
Nomination & Remuneration Committee	No meeting held	-	-	-	-	-
CSR Committee	No meeting held	-	-	-	-	-
Stakeholders' Relationship Committee	13-Feb-2025	-	-	-	-	-

*This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.

**to be filled in only for the current quarter meetings

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	Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes.
Note: 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 transaction, the words "N.A." may be indicated. 2 If status is "No" details of non-compliance may be given here	
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 (applicable to the top 500 listed entities) 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. YES Any comments/ observations/ advice of Board of Directors may be mentioned here: NIL	
For Mohan Meakin Limited	
<div style="text-align: right;"> Minas Kumar Company Secretary </div>	

ANNEXURE - II

I. Disclosure on website in terms of Listing Regulations			
Sr. No.	Item	Compliance Status	If Yes Provide link to website. If No / NA provide reasons
As per regulation 46(2) of the LODR:			
1	Details of business	Yes	https://mohanmeakin.com/
2	Terms and conditions of appointment of independent directors	Yes	https://mohanmeakin.com/wp-content/uploads/2019/10/Addendum-to-Code-of-conduct.pdf
3	Composition of various committees of board of directors	Yes	https://mohanmeakin.com/wp-content/uploads/2023/05/Composition-of-Committee.pdf
4	Code of conduct of Board of directors and senior management personnel	Yes	https://mohanmeakin.com/wp-content/uploads/2019/04/Code-of-Conduct_.pdf
5	Details of establishment of vigil mechanism/Whistle blower policy	Yes	https://mohanmeakin.com/wp-content/uploads/2019/04/Vigil-Mechanism-Whistle-Blower-Policy_.pdf
6	Criteria of making payments to non-executive directors	Yes	https://mohanmeakin.com/wp-content/uploads/2023/09/MML_Annual_Report_FY_2022-23.pdf
7	Policy on dealing with related party transactions	Yes	https://mohanmeakin.com/wp-content/uploads/2019/04/Policy-On-Related-Party-Transactions.pdf
8	Policy for determining "material subsidiaries"	Yes	https://mohanmeakin.com/wp-content/uploads/2019/04/Policy-For-Determining-%E2%80%98Material%E2%80%99-Subsidiaries.pdf
9	Details of familiarization programmes imparted to independent directors	Yes	https://mohanmeakin.com/wp-content/uploads/2023/02/FAMILIARISATION-PROGRAMME - FOR - INDEPENDENT- DIRECTORS.pdf
10	Email address for grievance redressal and other relevant details	Yes	https://mohanmeakin.com/contact/
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	https://mohanmeakin.com/wp-content/uploads/2019/04/Contact-Detail-Of-Designated-Officials.pdf
12	Financial results	Yes	https://mohanmeakin.com/financial-results/
13	Shareholding pattern	Yes	https://mohanmeakin.com/share-holding-pattern/
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	https://mohanmeakin.com/board-meeting-notice/
18	Credit rating or revision in credit rating obtained by the entity for all its	N.A.	

	outstanding instruments		
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	N.A.	
As per other regulations of the LODR:			

1	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes	https://mohanmeakin.com/board-meeting-notice/
2	Materiality Policy as per Regulation 30	Yes	https://mohanmeakin.com/wp-content/uploads/2019/05/Policy_On_Determination_Of_Materiality.pdf
3	Dividend Distribution policy as per Regulation 43A (as applicable)	N. A	
<i>It is certified that these contents on the website of the listed entity are correct</i>		Yes	https://mohanmeakin.com/

II. Annual Affirmations

Sr. No.	Particulars	Regulation Number	Compliance status (Yes/No/NA) refer note below
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
	Composition of Audit Committee	18(1)	Yes

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16	Meeting of Audit Committee	18(2)	Yes
17	Composition of Nomination & Remuneration Committee	19(1) & (2)	Yes
18	Quorum of Nomination & Remuneration Committee meeting	19(2A)	Yes
19	Meeting of Nomination & Remuneration Committee	19(3A)	Yes
20	Composition of Stakeholder Relationship Committee	20(1), (2) & (2A)	Yes
21	Meeting of Stakeholder Relationship Committee	20 (3A)	Yes
22	Composition and role of Risk Management Committee	21(1), (2), (3), (4)	N.A.
23	Meeting of Risk Management Committee	21(3A)	N.A.
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)	Yes
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)	NA
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	Directors and Officers insurance	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

Note

- 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 word “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.

III. Affirmations:

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

For Mohan Meakin Limited

Minas Kumar
Company Secretary

ANNEX IV

Format to be submitted twice a year, on a half yearly basis by the listed entity at the end of every 6 months of the financial year

Half year ending 31.03.2025

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	NIL	NIL
Promoter Group or any other entity controlled by them	NIL	NIL
Directors (including relatives) or any other entity controlled by them	NIL	NIL
KMPs or any other entity controlled by them	NIL	NIL

(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	NIL	NIL	NIL
Promoter Group or any other entity controlled by them	NIL	NIL	NIL
Directors (including relatives) or any other entity controlled by them KMPs or any other entity controlled by them	NIL	NIL	NIL
KMPs or any other entity controlled by them	NIL	NIL	NIL

(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	NIL	NIL	NIL
Promoter Group or any other entity controlled by them	NIL	NIL	NIL
Directors (including relatives) or any other entity controlled by them	NIL	NIL	NIL
KMPs or any other entity controlled by them	NIL	NIL	NIL

II. Affirmations:

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any (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.

For Mohan Meakin Limited

Rajesh Kedia
Chief Financial officer

Note

- These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;
 - by a government company to/ for the Government or government company
 - by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.
 - by a banking company or an insurance company ; and
 - by the listed entity to its employees or directors as a part of the service conditions
- If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table..