

Corporate Governance Report for the quarter ended September 30, 2018

1. Name of Listed Entity - Mahanagar Gas Limited
2. Quarter ending - 30-Sep-2018

I. Composition of Board of Directors									
Title (Mr./ Ms)	Name of the Director	DIN	Category (Chairperson /Executive/Non - Executive/ Independent/ Nominee)	Date of Appointment	Date of cessation	Tenure	No of Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr.	Akhil Mehrotra	07197901	C,NED	11-Mar-2016			1	1	0
Mr.	Virendra Nath Datt	07823778	NED	28-May-2017			1	1	0
Mr.	Sunil Porwal	03500367	NED	26-May-2017	31-Jul-2018		2	1	0
Mr.	Sanjib Datta	07008785	ED	30-May-2018			1	1	0
Mr.	Goutam Ghosh	07529446	ED	20-Nov-2017			1	1	0
Mr.	Raj Kishore Tewari	07056080	ID	05-Mar-2018		43	2	3	3
Mr.	Santosh Kumar Bajpai	00239324	ID	26-Sep-2016		48	2	1	0
Mr.	Arun Balakrishnan	00130241	ID	26-Sep-2016		48	3	6	3
Mrs.	Radhika Vijay Haribhakti	02409519	ID	05-Mar-2017		19	6	7	0
Mr.	Premesh Kumar Jain	02145534	ID	09-Apr-2018		6	1	1	0
Mr.	Satish Gavai	01559484	NED	31-Jul-2018			2	0	0

Note 1 - The number of chairmanship is also included in the number of membership of the Directors in the Audit and Stakeholders Relationship Committee.

Note 2 - In the No. of post of Chairman in Audit /Stakeholders Relationship Committee, the Public Companies (Listed and unlisted) considered.



II. Composition of Committees

Audit Committee			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	Premesh Kumar Jain	ID	Member
2	Radhika Vijay Haribhakti	ID	Member
3	Arun Balakrishnan	ID	Member
4	Santosh Kumar Bajpai	ID	Member
5	Raj Kishore Tewari	ID	Chairperson
6	Virendra Nath Datt	NED	Member
7	Akhil Mehrotra	C,NED	Member

Note 1- Mr. Premesh Kumar Jain was inducted as the member of the Audit Committee w.e.f. July 31, 2018.

Stakeholders Relationship Committee			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	Raj Kishore Tewari	ID	Chairperson
2	Goutam Ghosh	ED	Member
3	Sanjib Datta	ED	Member

Risk Management Committee			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>

Nomination and Remuneration Committee			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	Arun Balakrishnan	ID	Chairperson
2	Santosh Kumar Bajpai	ID	Member
3	Virendra Nath Datt	NED	Member
4	Akhil Mehrotra	C,NED	Member

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>Maximum gap between any two consecutive (in number of days)</i>
21-May-2018	06-Jul-2018	47
	31-Jul-2018	
	17-Sep-2018	



IV. Meeting of Committees				
Name of the committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive (in number of days)
Audit Committee	31-Jul-2018	6	21-May-2018	70
Audit Committee	17-Sep-2018	7		
Nomination & Remuneration Committee	30-Jul-2018	4	21-May-2018	69
Stakeholders Relationship Committee	30-Jul-2018	3		

V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA)
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

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 100 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. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
b. Any comments/observations/advice of Board of Directors may be mentioned here:


Name : Mr. Alok Mishra
Designation : Company Secretary & Compliance Officer



ANNEXURE III

Affirmations

Broad Heading	Regulation Number	Compliance Status
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	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 words "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.


Name : Mr. Alok Mishra
Designation : Company Secretary & Compliance Officer

Date : October 11, 2018
Place : Mumbai

