

Corporate Governance Report for the quarter ended December 31, 2018

1. Name of Listed Entity - Mahanagar Gas Limited
2. Quarter ending - 31-Dec-2018

i. Composition Of Board Of Director

Title (Mr./Ms)	Name of the Director	DIN	Category (Chairpers on /Executive/ Non-Executive/ Independent / Nominee)	Sub Category	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	NED		11-Mar-2016			1	1	0
Mr.	Virendra Nath Datt	07823778	NED		28-May-2017	25-Oct-2018		1	1	0
Mr.	Sanjib Datta	07008785	ED	MD	30-May-2018			1	2	0
Mr.	Goutam Ghosh	07529446	ED		20-Nov-2017	28-Nov-2018		1	1	0
Mr.	Raj Kishore Tewari	07056080	ID		05-Mar-2018		46	2	3	3
Mr.	Santosh Kumar Bajpai	00239324	ID		26-Sep-2016		51	1	1	0
Mr.	Arun Balakrishnan	00130241	ID		26-Sep-2016		51	3	6	3
Mrs.	Radhika Vijay Haribhakti	02409519	ID		05-Mar-2017		22	6	7	0



Mr.	Premesh Kumar Jain	02145534	ID		09-Apr-2018		9	1	2	0
Mr.	Satish Gavai	01559484	NED		31-Jul-2018			2	0	0
Mr.	Bhuwan Chandra Tripathi	01657366	C,NED		29-Nov-2018			3	0	0
Mr.	Ashu Shinghal	08268176	NED		02-Nov-2018	28-Nov-2018		1	1	0

Company Remarks	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) are considered.
Whether Permanent chairperson appointed	Yes

ii. **Composition of Committees**

a. **Audit Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Ashu Shinghal	NED	Member	02-Nov-2018	28-Nov-2018
2	Sanjib Datta	ED	Member	29-Nov-2018	
3	Akhil Mehrotra	NED	Member	11-Mar-2016	
4	Virendra Nath Datt	NED	Member	20-Jul-2017	25-Oct-2018
5	Raj Kishore Tewari	ID	Chairperson	22-Sep-2015	
6	Santosh Kumar Bajpai	ID	Member	26-Aug-2011	
7	Arun Balakrishnan	ID	Member	26-Aug-2011	
8	Radhika Vijay Haribhakti	ID	Member	20-Jul-2017	
9	Premesh Kumar Jain	ID	Member	02-Nov-2018	



Company Remarks	Note 1: Mr.Virendra Nath Datt ceased to be member of Audit Committee consequent to his cessation as a Director of the Company w.e.f. 25/10/2018. Note 2: Mr.Ashu Shinghal ceased to be member of Audit Committee consequent to his cessation as a Director of the Company w.e.f. 28/11/2018.
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Premesh Kumar Jain	ID	Member	29-Nov-2018	
2	Sanjib Datta	ED	Member	30-May-2018	
3	Goutam Ghosh	ED	Member	20-Nov-2017	28-Nov-2018
4	Raj Kishore Tewari	ID	Chairperson	20-Jul-2017	

Company Remarks	Note 1: Mr. Goutam Ghosh ceased to be member of Stakeholders Relationship Committee consequent to his cessation as a Whole Time Director designated as Technical Director of the Company w.e.f. 28/11/2018.
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
Company Remarks					
Whether Permanent chairperson appointed					



d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Arun Balakrishnan	ID	Chairperson	26-Mar-2015	
2	Santosh Kumar Bajpai	ID	Member	21-Mar-2017	
3	Ashu Shinghal	NED	Member	02-Nov-2018	28-Nov-2018
4	Bhuwan Chandra Tripathi	C,NED	Member	29-Nov-2018	
5	Akhil Mehrotra	NED	Member	11-Mar-2016	
6	Virendra Nath Datt	NED	Member	20-Jul-2017	25-Oct-2018

Company Remarks	Note 1: Mr. Virendra Nath Datt ceased to be member of Nomination and Remuneration Committee consequent to his cessation as a Director of the Company w.e.f. 25/10/2018. Note 2: Mr. Ashu Shinghal ceased to be member of Nomination and Remuneration Committee consequent to his cessation as a Director of the Company w.e.f. 28/11/2018.
Whether Permanent chairperson appointed	Yes

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
06-Jul-2018	13-Nov-2018
31-Jul-2018	28-Nov-2018
17-Sep-2018	

Company Remarks	
Maximum gap between any two consecutive (in number of days)	56



iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Requirement of Quorum met (details)	Whether requirement of Quorum met (Yes/No)
Audit Committee	31-Jul-2018			Yes
Audit Committee	17-Sep-2018	13-Nov-2018	6	Yes
Nomination & Remuneration Committee	30-Jul-2018	12-Nov-2018	4	Yes
Nomination & Remuneration Committee		28-Nov-2018	4	Yes
Stakeholders Relationship Committee	30-Jul-2018			Yes

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	56

v. Related Party Transactions

Subject	Compliance status (Yes/No/NA)	Remark
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	
Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions		



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 : Alok Mishra
Designation : Company Secretary & Compliance Officer

