

Compliance Report on Corporate Governance under Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

1. Name of Listed Entity : MOTOR SALES LIMITED

2. Quarter & half year Ended : 30.09.2016

I. Composition of Board of Directors

Title (Mr. / Ms)	Name of the Director	PAN\$ & 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)	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.	Akshat Gupta	AICPG6168P & 00728481	Executive, Non Independent	16-08-2006	NA	1	1	Nil
Mr.	Ajay Gupta	AEGPG7457M & 00759028	Executive, Non Independent	19-10-1979	NA	1	1	Nil
Mr.	Vivek Agarwal	ADLPA3781G & 01476315	Non-Executive, Independent	31-03-2015	31-03-2020	1	2	2
Mr.	Sudarshan Kumar Jain	ACYPJ9863E & 02011574	Non-Executive, Independent	31-03-2015	31-03-2020	1	2	Nil
Ms.	Shivi Gupta	AGQPG0205P & 02813952	Non Executive, Non Independent	09-12-2014	NA	1	Nil	Nil
Mrs.	Neelu gupta	ACBPG3202D & 02818758	Executive, Non Independent	01-02-2010	NA	1	Nil	Nil

\$ PAN number 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. (The Independent Directors have been appointed under the provisions of the Companies Act, 2013 and their tenure is considered from the date of appointment under the Companies Act 2013)

II. Composition of Committees

Name of Committee	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) \$
1. Audit Committee	1. Mr. Vivek Agarwal	Non-Executive, Independent
	2. Mr. Sudarshan Kumar Jain	Non-Executive, Independent
	3. Mr. Ajay Gupta	Executive, Non Independent
2. Nomination & Remuneration Committee	1. Ms. Shivi Gupta	Non Executive, Non Independent
	2. Mr. Sudarshan Kumar Jain	Non-Executive, Independent
	3. Mr. Vivek Agarwal	Non-Executive, Independent
3. Risk Management Committee(if applicable)	NA	NA
4. Stakeholders Relationship Committee	1. Mr. Sudarshan Kumar Jain	Non-Executive, Independent
	2. Mr. Vivek Agarwal	Non-Executive, Independent
	3. Mr. Akshat Gupta	Non Executive, Non Independent

Note: &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

Date(s) of Meeting (if any) in the previous quarter	Date(s) of the Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive meetings (in number of days)
01-04-2016	11-07-2016	
10-05-2016	20-08-2016	
28-05-2016	30-09-2016	41 Days

IV. Meeting of Committees

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 meetings in number of days*
11-07-2016- Audit Committee	Yes	25-04-2016- Audit Committee	76 Days

* 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	
Subject	Compliance status (Yes/No/NA)refer note below
Whether prior approval of audit committee obtained	NA
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA
<p>Note</p> <p>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.</p> <p>2. If status is "No" details of non-compliance may be given here.</p>	
VI. Affirmations	
<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015</p> <p>a. Audit Committee</p> <p>b. Nomination & remuneration committee</p> <p>c. Stakeholders relationship committee</p> <p>d. Risk management committee (applicable to the top 100 listed entities)</p> <p>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.</p> <p>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.</p> <p>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:NA</p>	
<p>For Motor Sales Limited</p> <p> Company Secretary Membership No.-39103 Company Secretary</p> <p>October 1, 2016</p>	
<p>Note:</p> <p>Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.</p>	

Affirmations		
Heading	Regulation Number	Compliance Staus(Yes/No/NA)
Copy of annual report including balancesheet, profit & loss account, directors report, corporate governance 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 Nomination & 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

For Motor Sales Limited
For Motor Sales Limited


 Company Secretary
 Membership No.-39103
 October 1, 2016