

**Compliance Report on Corporate Governance for Quarter ending June' 2021**

**1. Name of Listed Entity : Shriram Pistons And Rings Limited**  
**2. Quarter Ending: Sep' 2021**

**i. Composition Of Board Of Directors**

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure (No. of Months)	Whether Special Resolutions Passed	Date of passing the Special resolution	Date of Birth	No. of Directorship in listed entities including this listed entity	No of Independent 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	Membership in Committees of Company
Ms.	Meenakshi Dass	524865	AAJPD9324P	NED		28-Mar-09	6-Jul-21			NA	-	4-Apr-64	1	NIL	NIL	NIL	Risk Management Committee
Mr.	Pradeep Dinodia	27995	AAFPD2546M	C & NED		16-May-03	6-Jul-21			NA	-	2-Dec-53	3	1	8	5	Audit Committee, Nomination and Remuneration Committee, Stakeholders' Relationship Committee, Risk Management Committee
Mr.	Hari S. Bhartia	10499	ADRPB6359B	ID		27-Jan-09	31-Mar-20		18	NA	-	12-Dec-56	4	1	2	NIL	-
Mr.	Inderdeep Singh	173538	ABEPS1563M	ID		25-Mar-08	29-Jul-19		86	Yes	9-Jul-19	18-Aug-60	2	1	1	1	Audit Committee, Nomination and Remuneration Committee, Risk Management Committee
Mr.	Krishnakumar Srinivasan	692717	AKJPS0519B	ED	CEO-MD	11-Feb-20	-			NA	-	14-Mar-66	1	NIL	1	NIL	Stakeholders' Relationship Committee, Risk Management Committee
Mr.	Ashok Kumar Taneja	124814	AACPT6162G	ED	MD	21-Apr-99	1-Apr-19			NA	-	18-Aug-51	1	NIL	1	NIL	Stakeholders' Relationship Committee, Risk Management Committee
Mr.	Luv D. Shriram	51065	ABBPS9860J	ED		1-Apr-09	11-Aug-20			NA	-	2-Aug-72	1	NIL	NIL	NIL	Risk Management Committee
Mr.	Alok Ranjan	8254398	ABIPR7744K	ID		30-Mar-19	-		30	NA	-	9-Mar-56	2	2	2	NIL	Audit Committee, Nomination and Remuneration Committee, Risk Management Committee
Ms.	Ferida Chopra	8415847	AACPC7048L	ID		30-Mar-19	-		30	NA	-	30-Apr-56	1	1	2	1	Audit Committee, Nomination and Remuneration Committee, Stakeholders' Relationship Committee
Mr.	Yukio Tanemura	8531888	ZZZZZ9999Z	NED		27-Jul-19	11-Aug-20			NA	-	2-Nov-56	1	NIL	NIL	NIL	-
Mr.	Sascha Putz	8645364	ZZZZZ9999Z	NED		30-Mar-21	6-Jul-21			NA	-	1-Oct-72	1	NIL	NIL	NIL	-
Mr.	Shinichi Unno	9189521	ZZZZZ9999Z	ID		31-May-21	6-Jul-21		4	NA	-	8/24/66	1	1	NIL	NIL	-
Mr.	Kaoru Ito	8505822	ZZZZZ9999Z	NED	Alternate Director	10-Jul-19	-			NA	-	9-Apr-53	1	NIL	NIL	NIL	-

**Company Remarks**

Whether Regular chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

**ii. Composition of Committees**

Name of Committee	Whether Regular Chairperson appointed	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Appointment Date	Cessation Date	Chairperson/Member of the Committee
Audit Committee	Yes	Inderdeep Singh	ID	27-Jun-14		C
		Alok Ranjan	ID	10-May-19		M
		Ferida Chopra	ID	10-May-19		M
		Pradeep Dinodia	C & NED	23-Jun-04		M
Stakeholders' Relationship Committee	Yes	Ferida Chopra	ID	10-May-19		C
		Pradeep Dinodia	C & NED	23-Mar-09		M
		Ashok Kumar Taneja	ED	1-Apr-19		M
		Krishnakumar Srinivasan	ED	1-Jul-20		M
Risk Management Committee	Yes	Pradeep Dinodia	C & NED	27-Jun-14		C
		Inderdeep Singh	ID	27-Jun-14		M
		Alok Ranjan	ID	10-May-19		M
		Kishnakumar Srinivasan	ED	1-Jul-20		M
		Ashok Kumar Taneja	ED	27-Jun-14		M
		Luv D. Shriram	ED	27-Jun-14		M
Nomination and Remuneration Committee	Yes	Meenakshi Dass	NED	27-Jun-14		M
		Alok Ranjan	ID	10-May-19		C
		Inderdeep Singh	ID	29-Jan-16		M
		Ferida Chopra	ID	1-Jul-20		M
		Pradeep Dinodia	C & NED	25-Mar-08		M

**iii. Meeting of Board of Directors**

Date(s) of Meeting (if any) in the previous quarter	Details of Current Quarter		
	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Independent Directors present
5/7/21	7/6/21	Yes	11
	7/30/21	Yes	11
	9/3/21	Yes	10

**Company Remarks**

Maximum gap between any two consecutive meetings (in number of days)	60 days
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**iv. Meeting of Committees**

Name of the Committee	Details of Current Quarter				Date(s) of meeting during of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present		
Audit Committee	30-Jul-21	Yes	4	3	7-May-21	84 days
Nomination & Remuneration Committee	30-Jul-21	Yes	4	3	7-May-21	84 days

**v. Related Party Transactions**

Subject	Compliance status (Yes/No/NA)	Remarks
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
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**

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
- The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
  - Audit Committee - **Yes**
  - Nomination & remuneration committee - **Yes**
  - Stakeholders relationship committee - **Yes**
  - Risk management committee (applicable to the top 1000 listed entities) - **Yes**
- 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**
- 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**
- 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:  
Corporate Governance Report for quarter ended September 2021 shall be placed before Meeting of Board of Directors scheduled to be held in Oct' 2021.

Name: Pankaj Gupta  
 Designation: Company Secretary

<b>Corporate Governance Report for six months ended September 2021</b>				
<b>I Affirmations</b>				
<b>Broad heading</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)refer note below</b>		
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		
Presence of Chairperson of the Stakeholders' Relationship Committee at the annual general meeting	20(3)	Yes		
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes		
<b>Sd/-</b> <b>(Pankaj Gupta)</b> <b>Company Secretary</b>				

	<b>Disclosure (Loans, Guarantees, Comfort Letters, Securities):</b>			
	<b>- Applicability of disclosure - Not applicable</b>			
	<b>- Reason for non-applicability:</b> The Company has not given any loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (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.			
	<b>Affirmations:</b>			
	All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (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.			
	<b>Compliance Status : NA.</b> The Company has not given any loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (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.			
	<b>Sd/-</b>			
	<b>(Prem Prakash Rathi)</b>			
	<b>CFO</b>			
	<b>Date: October 20, 2021</b>			
	<b>Place: New Delhi</b>			