

1. Name of Listed Entity : Shriram Pistons And Rings Limited

2. Quarter Ending: Dec' 2019

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)	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
Mrs.	Meenakshi Dass	524865	AAJPD9324P	NED		28-Mar-09	9-Jul-19			4-Apr-64	1	NIL	NIL	NIL
Mr.	Pradeep Dinodia	27995	AAFDP2546M	C & NED		16-May-03	9-Jul-19			2-Dec-53	4	2	9	6
Mr.	Hari S. Bhartia	10499	ADRPB6359B	NED		27-Jan-09	10-Jul-18			12-Dec-56	3	NIL	NIL	NIL
Mr.	Inderdeep Singh	173538	ABEPS1563M	ID		25-Mar-08	9-Jul-19		6	18-Aug-60	2	1	3	3
Mr.	Ashok Kumar Taneja	124814	AACPT6162G	ED	CEO-MD	21-Apr-99	1-Apr-19			18-Aug-51	1	NIL	1	NIL
Mr.	R. Srinivasan	124760	AAKPR0862M	ED		1-Feb-01	1-Feb-16			17-Sep-52	1	NIL	NIL	NIL
Mr.	Luv D. Shriram	51065	ABBPS9860J	ED		1-Apr-09	5-May-19			2-Aug-72	1	NIL	NIL	NIL
Mr.	Peter Neu	324469	ZZZZZ9999Z	NED		11-May-06	10-Jul-18			31-Oct-59	1	NIL	NIL	NIL
Mr.	Kiyoto Tone	8154738	ZZZZZ9999Z	ID		22-May-18	9-Jul-19		6	3-Apr-61	1	1	NIL	NIL
Mr.	Alok Ranjan	8254398	ABIPR7744K	ID		30-Mar-19	30-Mar-19		9	9-Mar-56	2	2	1	NIL
Mrs.	Ferida Chopra	8415847	AACPC7048L	ID		30-Mar-19	30-Mar-19		9	30-Apr-56	1	1	2	NIL
Mr.	Yukio Tanemura	8531888	ZZZZZ9999Z	NED		27-Jul-19	27-Jul-19			2-Nov-56	1	NIL	NIL	NIL

Company Remarks

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

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Inderdeep Singh	ID	Chairperson	27-Jun-14	
2	Alok Ranjan	ID	Member	10-May-19	
3	Ferida Chopra	ID	Member	10-May-19	
4	Pradeep Dinodia	C & NED	Member	23-Jun-04	

Company Remarks

Whether Permanent chairperson appointed	Yes
---	-----

b. Stakeholders' Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Inderdeep Singh	ID	Chairperson	23-Mar-09	
2	Ferida Chopra	ID	Member	10-May-19	
3	Pradeep Dinodia	C & NED	Member	23-Mar-09	
4	Ashok Kumar Taneja	ED	Member	1-Apr-19	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Pradeep Dinodia	C & NED	Chairperson	27-Jun-14	
2	Inderdeep Singh	ID	Member	27-Jun-14	
3	Alok Ranjan	ID	Member	10-May-19	
4	Meenakshi Dass	NED	Member	27-Jun-14	
5	Ashok Kumar Taneja	ED	Member	27-Jun-14	
6	Luv D. Shriram	ED	Member	27-Jun-14	
7	R. Srinivasan	ED	Member	27-Jun-14	

Company Remarks	
Whether Permanent chairperson appointed	Yes

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Inderdeep Singh	ID	Member	29-Jan-16	
2	Alok Ranjan	ID	Member	10-May-19	
3	Pradeep Dinodia	C & NED	Member	25-Mar-08	

Company Remarks	
Whether Permanent chairperson appointed	No

Chairperson of the Committee, Shri Ravinder Narain, has resigned from the Board of Directors w.e.f. closing hours of 09.07.2019. Consequently, he ceased to be Chairman of the Committee. Members of the Committee shall appoint a new Chairperson in the first ensuing meeting held thereafter.

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	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
9-Jul-19	1-Nov-19	Yes	9	4
26-Jul-19		Yes		

Company Remarks	
Maximum gap between any two consecutive (in number of days)	98 days

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	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	26-Jul-19	1-Nov-19	Yes	4	3

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	98 days

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	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Nomination & Remuneration Committee	9-Jul-19				

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	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present

Risk Management Committee		31-Oct-19	Yes	6	2

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**

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) - **Yes**
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:

Corporate Governance Report for quarter ended December 2019 shall be placed before Meeting of Board of Directors scheduled to be held on 28.01.2020.

Name: R. Srinivasan
Designation: Company Secretary