

Compliance Report on Corporate Governance for Quarter ending September' 2018

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

2. Quarter Ending: September' 2018

I. Composition of Board of Directors

Title	Name of the Director	PAN & DIN	Category (Chairperson/Executive/Non- Executive/Independent/Nominee)	Date of Appointment in the current term/cessation	Tenure of Independent Director	Number of Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	Number of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mrs.	Meenakshi Dass	AAJPD9324P/00524865	Non Executive Director	25.06.2016	NA	1	NIL	NIL
Mr.	Pradeep Dinodia	AAFPD2546M/00027995	Chairperson - Non Executive Director	07.07.2017	NA	5	3	4
Mr.	Hari S. Bhartia	ADRPB6359B/00010499	Non Executive Director	10.07.2018	NA	4	NIL	NIL
Mr.	Ravinder Narain	AABPN8379C/00059197	Independent Director	29.07.2014	4 Years 3 months	2	2	NIL
Dr.	Peter Neu	NA/00324469	Non Executive Director	10.07.2018	NA	1	NIL	NIL
Mr.	C.Y. Pal	AAAPP6306L/00106536	Independent Director	29.07.2014	4 Years 3 months	2	1	1
Mr.	M. Sekimoto	NA/00452082	Non Executive Director	07.07.2017	NA	1	NIL	NIL
Mr.	Inderdeep Singh	ABEPS1563M/00173538	Independent Director	29.07.2014	4 Years 3 months	2	NIL	3
Mr.	Kiyoto Tone	NA/08154738	Independent Director	22.05.2018	5 Months	1	NIL	NIL
Mr.	A. K. Taneja	AACPT6162G/00124814	Executive Director	01.04.2014	NA	1	1	NIL
Mr.	R. Srinivasan	AAKPR0862M/00124760	Executive Director	01.02.2016	NA	1	NIL	NIL
Mr.	Luv D. Shriram	ABBPS9860J/00051065	Executive Director	10.07.2018	NA	1	NIL	NIL

II. Composition of Committees

Name of Committee	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)
1. Audit Committee	Mr. Inderdeep Singh	Chairman - Independent Director
	Mr. Ravinder Narain	Independent Director
	Mr. C.Y. Pal	Independent Director
	Mr. Pradeep Dinodia	Non Executive Director
2. Nomination & Remuneration Committee	Mr. Ravinder Narain	Chairman - Independent Director
	Mr. Inderdeep Singh	Independent Director
	Mr. C.Y. Pal	Independent Director
	Mr. Pradeep Dinodia	Non Executive Director
3. Risk Management Committee (Although formation of this committee is not applicable on our company, yet we have formed this committee)	Mr. Pradeep Dinodia	Chairman - Non-Executive Director
	Mr. C.Y. Pal	Independent Director
	Mr. Inderdeep Singh	Independent Director
	Mr. A.K. Taneja	Executive Director
	Mr. R. Srinivasan	Executive Director
	Mr. Luv D. Shriram	Executive Director
4. Stakeholders' Relationship Committee	Mr. Inderdeep Singh	Chairman - Independent Director
	Mr. Pradeep Dinodia	Non Executive Director

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)
22nd May, 2018	10th July, 2018 and 4th August, 2018	48 days and 24 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
Audit Committee: 4th August, 2018	Yes. All members of the Committee attended the meeting held on 04.08.2018	22nd May, 2018	73 days

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	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

VI. We hereby confirm as under:

- The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
 - Audit Committee
 - Nomination & Remuneration Committee
 - Stakeholders' Relationship Committee
 - Risk Management Committee
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- 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.
- This report shall be placed before Board of Directors in their meeting scheduled to be held on 3rd November, 2018.

Sd/-
(R. Srinivasan)
Company Secretary

Corporate Governance Report for six months ended September 2018

I Affirmations

Broad heading	Regulation Number	Compliance status (Yes/No/NA)refer note below
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

**Sd/-
(R. Srinivasan)
Company Secretary**