

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company: HARITA SEATING SYSTEMS LIMITED, CHENNAI

Quarter ended on: 30th September 2018

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 Directorships in listed entities including this listed entity	Number 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	H Lakshmanan	AATPL4954B 00057973	NE – I	06/08/2014	Five Consecutive Years	2	4	2
Mr	S I Jaffar Ali	ACVPJ6266E 00058955	NE – I			1	3	-
Mr	C N Prasad	AAAPC2881R 01950656	NE – I			1	2	-
Mr	L Bhadri	AAXPL7927N 06829886	NE – I	13/10/2015	Three Consecutive Years	1	5	-
Mr	Martin Grammer	BAVPG9731J 00061786	NE-NI	21/01/2004	---	1	-	-
Ms	Sasikala Varadachari	ALNPS0195E 07132398	NE-I	22/03/2016	Three Consecutive Years	1	2	-

NE-NI : Non- Executive Non Independent

NE-I : Non Executive Independent



II. Composition of Committees:

1. Audit Committee

Name of the Committee Members	Category
H Lakshmanan	Chairman – Non Executive - Independent
S I Jaffar Ali	Non-Executive - Independent
C N Prasad	

2. Nomination & Remuneration Committee

Name of the Committee Members	Category
C N Prasad	Chairman – Non Executive - Independent
H Lakshmanan	Non-Executive - Independent
S I Jaffar Ali	

3. Stakeholders' Relationship Committee

Name of the Committee Members	Category
H Lakshmanan	Chairman – Non Executive - Independent
S I Jaffar Ali	Non-Executive - Independent
C N Prasad	

III. Meeting of Board of Directors:

Date(s) of Meeting (if any) in the previous quarter	Dates(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive meetings (in number of days)
10 th May 2018	13 th August 2018	94 days

IV. Meeting of Committees:

Audit Committee

Date(s) of Meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Dates(s) of Meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
13 th August 2018	Yes Members Present 1. H Lakshmanan 2. C N Prasad 3. S I Jaffar Ali	10 th May 2018	94 days



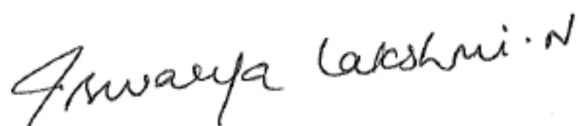
V. Related Party Transactions:

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. 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 - **Yes**
 - a) Audit Committee
 - b) Nomination & Remuneration Committee
 - c) Stakeholders Relationship Committee
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. This report and/or the report submitted in the previous quarter has been placed before the Board of Directors. Any comments/observations/advice of the Board of Directors may be mentioned here – **This report will be placed before the directors at the ensuing board meeting. The report submitted in the previous quarter has been placed before the Board of Directors at their meeting held on 13th August 2018.**

For Harita Seating Systems Limited



**N Iswarya Lakshmi
Company Secretary**

Annexure - II

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

For Harita Seating Systems Limited

N Iswarya Lakshmi

**N Iswarya Lakshmi
Company Secretary**