

October 10, 2018

To, BSE Limited 25 th Floor, P.J. Towers, Dalal Street, Mumbai-400 001	To, The Manager - Corporate Compliance National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (East) Mumbai- 400 051
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Dear Sir/Madam,

Script Code: BSE - 500279, NSE - MIRCELECTR

Sub: Compliance Report on Corporate Governance for the quarter ended on September 30, 2018.

Ref: Regulation 27(2)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Please find enclosed herewith the Quarterly Compliance Report on Corporate Governance for the quarter ended September 30, 2018. You are requested to take the same on record and oblige.

Thanking you,

For MIRC Electronics Limited


Lalit Chendvankar
Head - Corporate Affairs,
Legal & Company Secretary



Encl: A/a

MIRC ELECTRONICS LIMITED

Regd. Office: Onida House, G-1, M.I.D.C., Mahakali Caves Road, Andheri (East), Mumbai - 400 093.

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CIN No.: L32300MH1981PLC023637. Website: www.onida.com

COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1. Name of Listed Entity: MIRC ELECTRONICS LIMITED

2. Quarter ending: September 30, 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 Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	No. 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.	Gulu Lalchand Mirchandani	PAN: AACPM1610N DIN: 00026664	Chairperson - Executive	01.01.1981	-	3 (Three)	2 (Two)	Nil	
Mr.	Vijay Jaikrishin Mansukhani	PAN: AACPM1611P DIN: '01041809	Executive	01.01.1981	-	1 (One)	1 (One)	Nil	
Mr.	Kaval Gulu Mirchandani	PAN: AACPM1609H DIN: 01179978	Executive	26.05.2016	-	1 (One)	Nil	Nil	
Mr.	Shyamsunder Dhoot	PAN: AAAPD1655L DIN: '06502107	Executive	16.02.2013	-	1 (One)	Nil	Nil	
Mr.	Rafique Abdul Malik	PAN: AABPM5599H DIN: '00521563	Independent-Non Executive	28.01.2014	5 (Five)	2 (Two)	3 (Three)	1 (One)	
Mr.	Carlton Felix Pereira	PAN: AACPP6195P DIN: '00106962	Independent-Non Executive	15.05.2014	5 (Five)	2 (Two)	Nil	1 (One)	
Mr.	Arvind Rajkishore Sharma	PAN: AAGPS5691F DIN: '01229072	Independent-Non Executive	14.11.2016	5 (Five)	1 (One)	1 (One)	Nil	
Ms.	Sujata Deshmukh	PAN: ACIPG0077D DIN: '07624836	Independent-Non Executive	14.11.2016	5 (Five)	1 (One)	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.



II COMPOSITION OF COMMITTEES			Category (Chairperson/Executive/Non-Executive/Independent/Nominee) &
Name of Committee	Name of Committee Members		Independent/Nominee) &
1	Audit Committee Mr. Carlton Felix Pereira Mr. Rafique Abdul Malik Mr. Arvind Rajkishore Sharma		Chairperson-Independent-Non-Executive Independent-Non-Executive Independent-Non-Executive
2	Nomination & Remuneration Committee Mr. Rafique Abdul Malik Mr. Carlton Felix Pereira Ms. Sujata Deshmukh		Chairperson-Independent-Non-Executive Independent-Non-Executive Independent-Non-Executive
3	Risk Management Committee Mr. Gulu Lalchand Mirchandani Mr. Vijay Jaikrishin Mansukhani Mr. Shyamsunder Dhoot		Chairperson-Executive Executive Executive
4	Stakeholders Relationship Committee Mr. Rafique Abdul Malik Mr. Gulu Lalchand Mirchandani Mr. Vijay Jaikrishin Mansukhani		Chairperson-Independent-Non-Executive Executive Executive Executive
<p>& 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.</p>			



III MEETING OF BOARD OF DIRECTORS	
Dates(s) of Meeting (if any) in the relevant previous quarter	Dates(s) of Meeting (if any) in the relevant consecutive (in number of days) two previous quarter
17.05.2018	14.08.2018
	88 days

IV MEETING OF COMMITTEES				Maximum gap between any two consecutive meetings in number of days *
1	Date(s) of meeting in the Committee of relevant quarter	Whether requirement of quorum met in the previous quarter	Date(s) of meeting of the committee in the previous quarter	
1	14.08.2018	Yes	17.05.2018	88 days
2	14.08.2018	Yes	-	-
3	14.08.2018	Yes	17.05.2018	-

* 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 (Yes/No/NA) refer below	Status refer note
Whether prior approval of audit committee obtained	Yes	N.A.
Whether shareholder approval obtained for material RPT	N.A.	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	N.A.	N.A.



Note	
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.
2	If status is "No" details of non-compliance may be given here.
VI	AFFIRMATIONS
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
	a. Audit Committee
	b. Nomination & remuneration committee
	c. Stakeholders relationship committee
	d. Risk management 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.
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.
5	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.

Place: Mumbai

Date: 10.10.2018

For MIRC Electronics Limited



(Signature)

Lalit Chendvankar

Head - Corporate Affairs,
Legal & Company Secretary

I Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA) <small>refer note below</small>
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)	No
Whether "Corporate Governance Report" disclosed in Annual Report.	34(3) read with para C of Schedule V	Yes
Note: 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. 2 If status is "No" details of non-compliance may be given here. 3 If the Listed Entity would like to provide any other information the same may be indicated here.		

* Business Responsibility Report is not applicable to the Company, hence it is not displayed on the website of the Company.

For MIRC Electronics Limited

Lalit Chendvankar
Head - Corporate Affairs,
Legal & Company Secretary

Place: Mumbai
 Date: 10.10.2018