

COURIER MAL/SECTT/BSE/

Dated: 13.10.2015

Ms. Neha Gada/ Ms. Arpita Joshi DCS - CRD Bombay Stock Exchange Limited Phiroze Jee Jee Bhoy Tower, 5th Floor, Dalal Street, Mumbai

SUB: <u>COMPLIANCE REPORT ON CORPORATE GOVERNANCE FOR THE QUARTER ENDED</u> 30.09.2015

Dear Madam,

Pursuant to clause 49 of the Listing Agreement, we are enclosing herewith Compliance Report on Corporate Governance for the Quarter ended 30.09.2015 of our Company.

Thanking you,

Yours faithfully For Majestic Auto Limited

(Rajesh Saini) Company Secretary

Encl. As Above

CIN No. L35911PB1973PLC003264

C-48, Focal Point,
Ludhiana: 141 010, Punjab, India,
Tel: +91 161 2670233-37, Fax: +91 161 2672790,
E-mail: info@heromajestic.com, www.heromajestic.com
An ISO/TS 16949: 2002, ISO 9001/ 2000 & ISO 14001 Company

Annexure - XI to the Listing Agreement,				
Format of Quarterly Compliance Report on Corporate Governance MAJESTIC AUTO LIMITED				
Quarter End:		30-Sep-2015		
	Clause of	Compliance		
	Listing	Status		
Particulars	agreement	Yes/No/NA	Remarks	
II. Board of Directors	49 (II)	Yes		
(A) Composition of Board	49 (IIA)	Yes		
(B) Independent Directors	49 (IIB)	Yes		
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes		
(D) Other provisions as to Board and Committees	49 (IID)	Yes		
(E) Code of Conduct	49 (IIE)	Yes		
(F) Whistle Blower Policy	49 (IIF)	Yes		
III. Audit Committee	49 (III)	Yes		
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes		
(B) Meeting of Audit Committee	49 (IIIB)	Yes		
(C) Powers of Audit Committee	49 (IIIC)	Yes		
(D) Role of Audit Committee	49 (IIID)	Yes		
(E) Review of Information by Audit Committee	49 (IIIE)	Yes		
IV. Nomination and Remuneration Committee	49 (IV)	Yes		
V. Subsidiary Companies	49 (V)	Yes		
VI. Risk Management	49 (VI)	Yes		
VII. Related Party Transactions	49 (VII)	Yes		
VIII. Disclosures	49 (VIII)	Yes		
(A) Related party transactions	49 (VIII A)	Yes		
(B) Disclosure of Accounting Treatment	49 (VIII B)	NA		
(C) Remuneration of Directors	49 (VIII C)	Yes		
(D) Management	49 (VIII D)	Yes		
(E) Shareholders	49 (VIII E)	Yes		
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII F)	NA		
()	40 (00)		will be complied in next	
IX. CEO/CFO Certification	49 (IX)	NA	Annual Report	
X. Report on Corporate Governance	49 (X)	Yes	will be complied in next	
XI. Compliance	49 (XI)	NA	Annual Report	