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## Marvel Vinyls Limited

G-73, CONNAUGHT CIRCUS, NEW DELHI - 110 001, INDIA

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Web - [www.marvelvinyls.com](http://www.marvelvinyls.com) E-Mail - [enquiry@marvelvinyls.com](mailto:enquiry@marvelvinyls.com)

CIN NO.L74899DL1985PLC021085

**Offices:** New Delhi, Mumbai, Gwalior, Gurgaon **Plants:** Unit I & Unit II Sahibabad (U.P.), UNIT I, II & III MALANPUR (M.P.)

**REF:MVL/2015-16/STEX**

**08<sup>th</sup> July, 2015**

To,  
**The Manager,**  
Corporate Service Department  
Bombay Stock Exchange Limited  
25<sup>th</sup> Floor, Phiroze Jeejeebhoy Towers, Dalal Street,  
MUMBAI- 400 001 (MAHARASHTRA)

**SUB: CORPORATE GOVERNANCE REPORT FOR THE QUARTER ENDED 30<sup>TH</sup> JUNE, 2015**

**Dear Sir/ Madam,**

Please find enclosed herewith Corporate Governance Report for the quarter ended 30<sup>th</sup> June, 2015.

Please take the same on your record and oblige.

Thanking You,

For **MARVEL VINYLs LIMITED**

  
**PAVAN CHAWLA**  
Managing Director  
DIN: 00101197

**Copy to:**

1. Ahmedabad Stock Exchange Limited
2. Delhi Stock Exchange Association Limited
3. Calcutta Stock Exchange Association Limited
4. Madras Stock Exchange Limited
5. Jaipur Stock Exchange Limited

**Enclosed:**

1. Corporate Governance Report

**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

**Name of the Company** : Marvel Vinyls Limited  
**Quarter ending on** : 30<sup>th</sup> June, 2015  
**Dated** : 08<sup>th</sup> July, 2015

Particulars	Clause of Listing Agreement	Compliance Status Yes/ No/ N.A	Remarks
<b>II. Board of Directors</b>	49 (II)		Total Six Directors are in Board.
(A) Composition of Board	49 (IIA)	Yes	Out of Six Directors, Company has Executive Chairman, Two Executive Directors and three Directors are Independent.
(B) Independent Directors	49 (IIB)	Yes	Out of Six Directors, Company has three Directors are Independent.
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	No Compensation has been paid to the Non- Executive Directors.
(D) Other provisions as to Board and Committees	49 (IID)	Yes	No other provisions are made for Board of Directors.
(E) Code of Conduct	49 (IIE)	Yes	Company has been complied with the requirement of Code of Conduct.
(F) Whistle Blower Policy	49 (IIF)	Yes	Company has been complied with the requirement of Whistle Blower Policy.
<b>III. Audit Committee</b>	49 (III)	Yes	Company has an Audit Committee comprising of three Directors out of which two are Independent and Non-Executive. Chairman of the Committee is Independent Director.
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	The members of the Audit Committee are qualified and financially literate.
(B) Meeting of Audit Committee	49 (IIIB)	Yes	There was one Audit Committee meeting held during the quarter.
(C) Powers of Audit Committee	49 (IIIC)	Yes	The powers of Audit Committee are complied with the Listing Agreement.
(D) Role of Audit Committee	49 (IIID)	Yes	The role of Audit Committee is complied with the Listing Agreement.
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	The review of information of Audit Committee is complied with the Listing Agreement.
<b>IV. Nomination and Remuneration Committee</b>	49 (IV)	Yes	Company has a Nomination & Remuneration Committee comprising of three Non-Executive Directors and all directors are Independent and Non- Executive. Chairman of the Committee is Independent Director.

**REGISTERED & CORPORATE OFFICE:**

G-73, CONNAUGHT CIRCUS,

NEW DELHI - 110 001, INDIA

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<b>V. Subsidiary Companies</b>	49 (V)	N.A.	Company does not have any Subsidiary Company.
<b>VI. Risk Management</b>	49 (VI)	Yes	Company has been complied with the requirement of Risk Management.
<b>VII. Related Party Transactions</b>	49 (VII)	Yes	Company has been complied with the requirement of Related Party Transactions.
<b>VIII. Disclosures</b>	49 (VIII)	Yes	
(A) Related party transactions	49 (VIII A)	Yes	Will be complied in the next Annual Report.
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	Will be complied in the next Annual Report.
(C) Remuneration of Directors	49 (VIII C)	Yes	Company is complying with the provisions for payment of Remuneration to the Executive Directors.
(D) Management	49 (VIII D)	Yes	Will be complied in the next Annual Report.
(E) Shareholders	49 (VIII E)	Yes	To be made in the AGM.
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII F)	Yes	No issues were made there during the quarter.
<b>IX. CEO/CFO Certification</b>	49 (IX)	Yes	Company is complying with the provision regarding certification.
<b>X. Report on Corporate Governance</b>	49 (X)	Yes	Will be complied in the next Annual Report.
<b>XI. Compliance</b>	49 (XI)	Yes	Will be complied in the next Annual Report.

**Note:**

- The details under each head shall be provided to incorporate all the information required as per the provisions of the Clause 49 of the Listing Agreement.
- In the column No. 3, compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the Clause 49 I of the Listing Agreement, "Yes" may be indicated. Similarly, in case the company has no related party transactions, the words "N.A." may be indicated against 49(VII).
- In the remarks column, reasons for non-compliance may be indicated, for example, in case of requirement related to circulation of information to the shareholders, which would be done only in the AGM/EGM, it might be indicated in the "Remarks" column as - "will be complied with at the AGM". Similarly, in respect of matters which can be complied with only where the situation arises, for example, "Report on Corporate Governance" is to be a part of Annual Report only, the words "will be complied in the next Annual Report" may be indicated.

For **MARVEL VINYL LIMITED**



**MANAGING DIRECTOR**

Date: 08.07.2015

Place: New Delhi

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