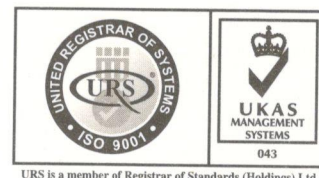


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## Marvel Vinyls Limited

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

Tel : +91-(11)-45306666 ; Fax :+91-(11)-45306677

Web - www.marvelvinyls.com E-Mail - 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.)

To,  
**BSE Ltd.**

**15<sup>th</sup> January, 2016**

Asst. General Manager- Dept of Corp. Services,  
P.J. Towers,  
Dalal Street, Fort,  
Mumbai: 400001.

**Sub: Quarterly Compliance Report on Corporate Governance as on 31<sup>st</sup> December, 2015**

Dear Sir/Madam,

Please find enclosed herewith Compliance Report on Corporate Governance pursuant to Regulation 27 (2) (a) of the Listing Agreement for **Marvel Vinyls Limited** for the quarter ended **31<sup>st</sup> December, 2015**.

This is for your information and records.

Thanking you,

Yours Faithfully,

**For Marvel Vinyls Limited**

  
**Jatin Makkar**  
(Company Secretary)



**Copy to**

1.The Calcutta Stock Exchange, Kolkata. 2. Madras Stock Exchange Limited, Chennai 3.Delhi Stock Exchange Association Limited 4. Ahemdabad Stock Exchange Limited 5. Jaipur Stock Exchange Limited

Encl: As above

**Corporate Governance Report For quarter Ended 31<sup>st</sup> December 2015**

**Date: 14/01/2016**

**1. Name of Listed Entity : MARVEL VINYL LIMITED**  
**2. Quarter ending : 31<sup>st</sup> December, 2015**

**I. COMPOSITION OF BOARD OF DIRECTORS**

<b>Title (Mr / Ms)</b>	<b>Name of the Director</b>	<b>PAN* &amp; DIN</b>	<b>Category (Chairperson/Executive/Non-Executive/Independent/Nominee) **</b>	<b>Date of Appointment in the current term /cessation</b>	<b>Tenure***</b>	<b>No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)</b>	<b>Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)</b>	<b>No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)</b>
Mr.	Pavan Kumar Chawla	00101197 AAMHP6684H	Executive/ Managing Director	29/07/2015	---	1	0	0
Mr.	Pankaj Chawla	00104666 AAAHP1962N	Executive/ WTD	29/07/2015	---	1	2	0
Mr.	Ankit Chawla	03091709 AHXPC6243P	Executive/ WTD	29/09/2015	---	1	0	0
Mr.	Pradeep Singh	00222620 AFCPS4141K	Independent Director	30/09/2014	A non executive director since 10/10/2005 & Re-appointed as Independent Director for 5 years in AGM held on 30/09/2014	1	0	0
Mr.	Pramod	00367315	Independent	30/09/2014	A non executive	1	2	2





	Kumar Bhardwaj	AAFPB4981J	t Director		director since 11/07/2005 & Re-aappointed as Independent Director for 5 years in AGM held on 30/09/2014			
Mrs .	Kirti Bhardwaj	00367196 AGIPB2710J	Independen t Director	30/09/2014	A non executive director since 11/07 /2005 & Re-aappointed as Independent Director for 5 years in AGM held on 30/09/2014	1	2	0

\* 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**

### **1. Audit Committee**

S. No.	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)*
1.	Mr. P.K.Bhadwaj	Independent – Non-Executive, Chairman
2.	Mr. Pankaj Chawla	Executive
3.	Mrs. Kirti Bhardwaj	Independent – Non-Executive

### **2. Nomination & Remuneration Committee**

S. No.	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)*
1.	Mr. P.K.Bhadwaj	Independent – Non-Executive, Chairman
2.	Mrs. Kirti Bhardwaj	Independent – Non-Executive
3.	Mr. Pradeep Singh	Independent – Non-Executive

### **3. Stakeholders Relationship Committee**

S. No.	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)*
1.	Mr. P.K.Bhadwaj	Independent – Non-Executive, Chairman
2.	Mrs. Kirti Bhardwaj	Independent – Non-Executive
3.	Mr. Pankaj Chawla	Executive





#### 4. Risk Management Committee

S. No.	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)*
1.	Mr. P.K.Bhadwaj	Independent – Non-Executive, Chairman
2.	Mrs. Kirti Bhardwaj	Independent – Non-Executive
3.	Mr. Pankaj Chawla	Executive

\* 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

#### III. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
13 <sup>th</sup> August, 2015	09 <sup>th</sup> November, 2015 & 14 <sup>th</sup> December 2015	Not more than 120 days/87 Days maximum gap

#### IV. Meeting of Audit Committee

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*
09 <sup>th</sup> November, 2015	Yes	13 <sup>th</sup> August, 2015	Not more than 120 days/ 87 Days Maximum Gap

\* 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 status (Yes/No/NA)refer note below
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	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.



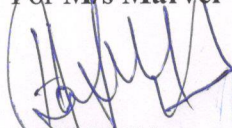


2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
  - a. Audit Committee
  - b. Nomination & Remuneration Committee
  - c. Stakeholders Relationship Committee
  - d. Risk Management Committee (applicable to the top 100 listed entities)
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. Any comments/observations/advice of Board of Directors may be mentioned here:

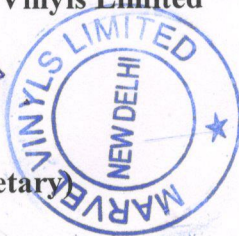
Kindly take the above on record.

Thanking You,  
Yours truly,

For M/s Marvel Vinyls Limited



**Jatin Makkar**  
(Company Secretary)



**Note:**

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.