

Corporate Governance

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| martin-burn-ltd | |
| Scrip Code :523566 | Quarter Ending : Mar-2017 |

Annexure 1

Composition Of Committee

| | | | |
|----------------------------------|---|----------------------------|--------------------------|
| Audit Committee | | | |
| Name of Committee members | Category | Date Of Appointment | Date of Cessation |
| MAHESH KUMAR TIBREWAL | Non-Executive - Independent Director,Member | - | - |

| | | | |
|----------------------------------|--|----------------------------|--------------------------|
| Name of Committee members | Category | Date Of Appointment | Date of Cessation |
| MAHESH KUMAR TIBREWAL | Non-Executive - Independent Director,Chairperson | - | - |

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Annexure 1

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 meeting (in number of days) |
|---|---|---|
| 26 Nov 2016 | - | 0 |
| - | 13 Jan 2017 | 47 |
| - | 02 Feb 2017 | 19 |

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Annexure 1

Meeting Of Committees

| Name of 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) |
|-------------------------------------|---|---|---|--|
| Audit Committee | 02 Feb 2017 | Yes,IN THE PRESENT OF NON-EXECUTIVE DIRECTOR,AUDIT COMMITTEE MEMEBR AND MANAGING DIRECTOR | 09 Nov 2016 | 84 |
| Other Committee | 28 Mar 2017 | Yes,IN THE MEETING OF INDEPENDENT DIRECTOR OF THE COMPANAY YEARLY MEETING | - | 0 |
| Stakeholders Relationship Committee | 07 Jan 2017 | No, | 05 Dec 2016 | 32 |
| Stakeholders Relationship Committee | 19 Jan 2017 | No, | - | 12 |
| Stakeholders Relationship Committee | 06 Feb 2017 | No, | - | 18 |
| Stakeholders Relationship Committee | 28 Feb 2017 | Yes,IN THE PRESENT OF INDEPEND DIRECTOR AND ONE OF EXEUCTIVE DIRECTOR | - | 22 |
| Stakeholders Relationship Committee | 10 Mar 2017 | No, | - | 10 |
| Stakeholders Relationship Committee | 23 Mar 2017 | No, | - | 23 |
| Stakeholders Relationship Committee | 28 Mar 2017 | No, | - | 5 |

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Annexure 1

Related Party Transactions

| Subject | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance |
|--|----------------------------------|---|
| Whether prior approval of audit committee obtained | Yes | - |
| Whether shareholder approval obtained for material RPT | NA | - |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by audit committee | NA | - |

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Annexure 1

Affirmations

| Subject | Compliance status (Yes/No) |
|---|-------------------------------|
| The composition of board of directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 | Yes |
| The composition of audit committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 | Yes |
| The composition of the nomination and remuneration committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 | No |
| The composition of the stakeholders relationship committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 | Yes |
| The composition of the risk management committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 | NA |
| The committee members have been made aware of their powers, role and responsibilities as specified in of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 | Yes |
| The meetings of the board of directors and the above committees have been conducted in the manner as specified SEBI (Listing obligations and disclosure requirements) Regulations, 2015 | Yes |

Signatory Details

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|-----------------------|-----------------------|
| Name of signatory | KEDAR NATH FATEHPURIA |
| Designation of person | Managing Director |