

MCCIL/L&S/2018/7255

July 13, 2018

Shri Sanjay Purao
General Manager,
Market Regulation Department
Securities and Exchange Board of India
SEBI Bhavan, Bandra-Kurla Complex,
Bandra (East), Mumbai - 400 051



Sub: Submission of compliance report on Corporate Governance for the quarter ended June 30, 2018

Dear Sir,

With reference to SEBI circular no. CIR/CFD/CMD/5/2015 dated September 24, 2015 and regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 which specifies submission of quarterly compliance report on corporate governance within fifteen days from close of the quarter, kindly find enclosed herewith the compliance report on corporate governance for the quarter ended June 30, 2018.

We request you to the same on record.

Thanking You,
Yours truly,

For Metropolitan Clearing Corporation of India Limited

Avni
Avni Patel
Company Secretary
Membership No: A23918



Encl: as above

Annexure I

Compliance Report on Corporate Governance

Format to be submitted by entity on Quarterly basis:

1.	Name of the entity	Metropolitan Clearing Corporation of India Limited
2.	Quarter ending	June 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 Directors hip in listed entities (Refer Regulation 25(1) of Listing Regulations)	Number 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.	Alok Mittal	00008577	Independent Director	27/10/2016	1Year, 8 months	Nil	Nil	Nil
Mr.	Udai Kumar	06750460	Shareholder Director	10/05/2016	-	Nil	Nil	Nil
Mr.	Balu Nair	07027100	Managing Director	20/06/2016	-	Nil	Nil	Nil
<p>Note:</p> <p># Mr. Vijay Bhaskar Pedamallu vacated his office as Chairman and Independent Director on May 04, 2018 due to death</p> <p>* to be filled only for independent Director. Tenure would mean total period from which independent director is serving on Board of directors of the entity in continuity without any cooling off period.</p> <p>** PAN number of any director would not be displayed on the website of Stock Exchange</p> <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> <p>**** MCCIL is not listed. The Independent Director is Public Interest Director under regulation-23 of SEBI (Stock Exchanges and Clearing Corporations) Regulation,. 2012</p>								



II. Composition of Committees			
Name of Committee	Name of Committee Members	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee) ⁵	
1. Audit Committee	Mr. Alok Mittal Mr. Udai Kumar	Chairman - Independent Director Member - Shareholder Director	
2. Nomination & Remuneration Committee	Mr. Alok Mittal Mr. Udai Kumar	Chairman - Independent Director Member - Shareholder Director	
3. Risk Management Committee	Mr. Alok Mittal Dr. Abhay Pethe	Chairman - Independent Director Member - External Expert	
4. Stakeholders Relationship Committee	Mr. Alok Mittal Mr. Balu Nair	Chairman - Independent Director Member- Managing Director	
⁵ 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 (January 2018 to February 2018)	Date(s) of Meeting (if any) in the relevant quarter (April 2018 to June 2018 2018)	Maximum gap between any two consecutive (in number of days)	
64 th Meeting held on February 03, 2018		-	
	65 th Meeting held on May 04, 2018	89 days	
IV. Meeting of Committees			
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*
-	Yes	38 th Meeting held on February 03, 2018	-
39 th Meeting held on May 04, 2018	Yes	-	89 days
* 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		Yes	
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.

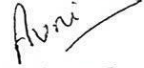
2 If status is "No" details of non-compliance may be given here.

VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. **Yes**
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee **Kindly refer note blow**
 - b. Nomination & remuneration committee **Kindly refer note below**
 - c. Stakeholders relationship committee **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) **NA**
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. **Yes**
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. **Yes**
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. The compliance report on Corporate Governance for the quarter ended March 31, 2018 was placed before the Board of Directors of the Company. The compliance report on Corporate Governance for the quarter ended June 30, 2018 will be placed before the Board of Directors in the ensuing Board Meeting.

Note: Mr. Vijay Bhaskar Pedamallu, Chairman & Public Interest Director vacated his office on account of death on May 04, 2018. On account of his sad demise, the position of Public Interest Director is vacant and shall be filled post necessary approval from regulatory authorities.

For Metropolitan Clearing Corporation of India Limited


Avni Patel
Company Secretary
Membership no. A23918

