



AM

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MARIS SPINNERS LIMITED

11, Cathedral Road,
Chennai - 600 086.

MSL/007/2019 - 20

April 10, 2019

M/s. The Bombay Stock Exchange Limited
Corporate Relationship Dept.
Floor 25, Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai 400 001

Dear Sir,

Sub : Compliance under regulation 27(2)

We have enclosed herewith the Quarterly Compliance Report on Corporate Governance for the quarter ended 31.03.2019 duly filed in XBRL Format.

This is for your information and records.

Thanking You,

Yours faithfully,
for **MARIS SPINNERS LIMITED**

K.V.S.RAGHAVAN
COMPANY SECRETARY
Encl : a/a.

BSE LTD
ACKNOWLEDGEMENT

Acknowledgement No	: 1004201903320127	Date & Time	: 10/04/2019 03:32:01 PM
Scrip Code	: 531503		
Entity Name	: MARIS SPINNERS LIMITED		
Compliance Type	: Regulation 27(2)- Corporate Governance		
Quarter / Period	: 31/03/2019		
Mode	: E-Filing		



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General information about company	
Scrip code	531503
NSE Symbol	
MSEI Symbol	
ISIN	INE866D01010
Name of the entity	MARIS SPINNERS LIMITED
Date of start of financial year	01-04-2018
Date of end of financial year	31-03-2019
Reporting Quarter	Yearly
Date of Report	31-03-2019
Risk management committee	Not Applicable



J. C. W. [Signature]

Annexure I															
Annexure I to be submitted by listed entity on quarterly basis															
I. Composition of Board of Directors															
Disclosure of notes on composition of board of directors explanatory															
Wether the listed entity has a Regular Chairperson															
												No			
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (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)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	ANANDKUMAR RENGASWAMY	AEDPA9870K	00075375	Executive Director	Not Applicable	MD	01-07-2018		0	1	0	0		
2	Mr	T JAYARAMAN	AAIPJ0605J	01402853	Non-Executive - Non Independent Director	Not Applicable		15-06-1995		0	1	0	0		
3	Mr	T RAGHURAMAN	AAIPR3095C	01722570	Non-Executive - Non Independent Director	Not Applicable		27-07-2007		0	1	0	0		
4	Mrs	T KAMALA	AAOPK6705C	07145031	Non-Executive - Non Independent Director	Not Applicable		31-03-2015		0	1	0	0		

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Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (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)	Notes for not providing PAN	Notes for not providing DIN
5	Mr	A HARIGOVIND	ADHPH2814F	06428975	Non-Executive - Non Independent Director	Not Applicable		01-11-2016		0	1	0	0		
6	Mr	S VENTATARAMANI	ABSPV6497R	00053043	Non-Executive - Independent Director	Chairperson		12-09-2014		60	3	3	0		
7	Mr	S SRIVATSAN	AAWPS2864C	02405108	Non-Executive - Independent Director	Not Applicable		12-09-2014		60	1	1	0		
8	Mr	PREMAL H UDANI	AAAPU1329G	00075391	Non-Executive - Independent Director	Not Applicable		12-09-2014		60	1	1	1		

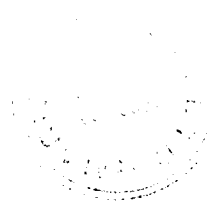


Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00053043	S VENTATARAMANI	Non-Executive - Independent Director	Member	12-09-2014		
2	02405108	S SRIVATSAN	Non-Executive - Independent Director	Member	12-09-2014		
3	00075391	PREMAL H UDANI	Non-Executive - Independent Director	Chairperson	12-09-2014		



Signature

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00053043	S VENTATARAMANI	Non-Executive - Independent Director	Member	12-09-2014		
2	02405108	S SRIVATSAN	Non-Executive - Independent Director	Member	12-09-2014		
3	00075391	PREMAL H UDANI	Non-Executive - Independent Director	Chairperson	12-09-2014		



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Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00053043	S VENTATARAMANI	Non-Executive - Independent Director	Member	12-09-2014		
2	02405108	S SRIVATSAN	Non-Executive - Independent Director	Member	12-09-2014		
3	00075391	PREMAL H UDANI	Non-Executive - Independent Director	Chairperson	12-09-2014		



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Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson						No	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

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Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson						No	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks


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Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks



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Annexure 1				
Annexure 1				
III. Meeting of Board of Directors				
Disclosure of notes on meeting of board of directors explanatory				Notes for not providing Date
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	
1	14-11-2018			
2		04-02-2019	81	



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Annexure 1								
IV. Meeting of Committees								
Disclosure of notes on meeting of committees explanatory								
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee	Reason for not providing date
1	Audit Committee	04-02-2019	Yes	2	14-11-2018	81		
2	Nomination and remuneration committee	04-02-2019	Yes	2	14-11-2018	81		
3	Stakeholders Relationship Committee	04-02-2019	Yes	2	14-11-2018	81		



Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

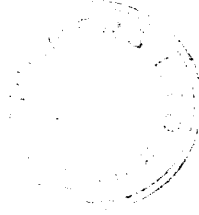


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Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	NA
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes



Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	K V S RAGHAVAN
2	Designation	Company Secretary and Compliance Officer



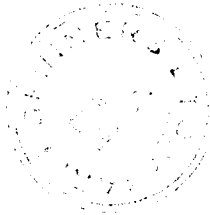
K V S RAGHAVAN

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.maris.co.in
2	Terms and conditions of appointment of independent directors	Yes		www.maris.co.in
3	Composition of various committees of board of directors	Yes		www.maris.co.in
4	Code of conduct of board of directors and senior management personnel	Yes		www.maris.co.in
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.maris.co.in
6	Criteria of making payments to non-executive directors	Yes		www.maris.co.in
7	Policy on dealing with related party transactions	Yes		www.maris.co.in
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		www.maris.co.in



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Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.maris.co.in
11	email address for grievance redressal and other relevant details	Yes		www.maris.co.in
12	Financial results	Yes		www.maris.co.in
13	Shareholding pattern	Yes		www.maris.co.in
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	NA		



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Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	Yes	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	NA	

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Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2),(3), (4)	NA	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5),(6), (7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
20	Approval for material related party transactions	23(4)	Yes	

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Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3), (4),(5) & (6)	NA	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	NA	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			



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Annexure II		
1	Name of signatory	K V S RAGHAVAN
2	Designation	Company Secretary and Compliance Officer



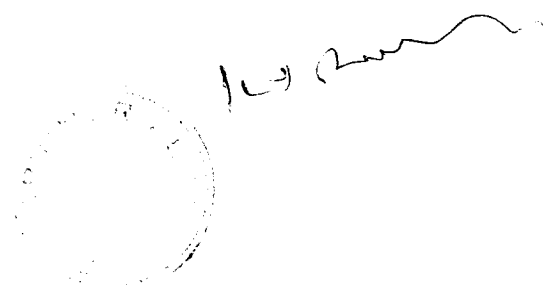
A handwritten signature in black ink, which appears to read 'K V S Raghavan', is written to the right of the circular stamp.

Annexure II		
III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA
	Any other information to be provided	

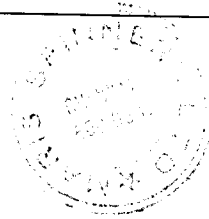


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Annexure II		
1	Name of signatory	K V S RAGHAVAN
2	Designation	Company Secretary and Compliance Officer

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Signatory Details	
Name of signatory	K V S RAGHAVAN
Designation of person	Company Secretary and Compliance Officer
Place	CHENNAI
Date	10-04-2019



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