



**Jamna Auto Industries Ltd.**

October 12, 2021

To,  
BSE Limited  
Phiroze Jeejeebhoy Towers, Dalal  
Street, Mumbai- 400001 Maharashtra

**BSE Code: 520051**

To,  
National Stock Exchange of India Limited  
Exchange Plaza, Plot no. C/1, G Block,  
Bandra-Kurla Complex, Bandra (E)  
Mumbai - 400 051, Maharashtra  
**NSE Code: JAMNAAUTO**

**Subject–Compliance Report on Corporate Governance for the quarter and half year ended September 30, 2021 pursuant to Regulation 27(2) of SEBI (LODR) Regulations, 2015**

Dear Sir / Madam,

Pursuant to the requirement of Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Regulation”), we are enclosing herewith the Compliance Report on Corporate Governance of the Company for the quarter and half year ended September 30, 2021 in Annexure-I.

Kindly take the above information on records.

Thanking you,  
Yours faithfully,  
**For Jamna Auto Industries Limited**

**Praveen Lakhera**  
**Company Secretary & Head-Legal**

**Encl.: As Above**

**Corporate Office:** 2, Park Lane, Kishangarh, Vasant Kunj, New Delhi-110070

Tele: +91-11-26893331 | Fax: +91-11-26896960 | [www.jaispring.com](http://www.jaispring.com) | CIN: L35911HR1965PLC004485

**Regd Office:** Jai Spring Road, Yamuna Nagar (Haryana)-135 001, India | Tel: +91-1732-251810 | Fax: +91-1732-251820  
YAMUNA NAGAR | MALANPUR | CHENNAI | JAMSHEDPUR | PANTNAGAR | HOSUR | PUNE

## Compliance Report on Corporate Governance

1. Name of the Listed Entity - JAMNA AUTO INDUSTRIES LIMITED  
2. Quarter ended- September 30, 2021

I. Composition of Board of Directors														
Title (Mr./Ms)	Name of the Director	PAN <sup>5</sup> & DIN	Category (Chairperson/ Executive/Non-Executive/ Independent/ Nominee) <sup>&amp;</sup>	Initial Date of appointment	Date of Re-appointment	Date of Cessation	Tenure <sup>*</sup>	Date of Birth	Whether special resolution passed [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	No. of Directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	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.	Bhupinder Singh Jauhar	AAUPJ2376E00944380	Chairman- Non-Executive- Non Independent Director	November 5, 1985	July 30, 2019	July 31, 2021	-	February 13, 1933	Yes	September 29, 2018	1	0	0	0
Mr.	Randeep Singh Jauhar	AEZPJ5241F00746186	Chairman and Executive Director	April 1, 1988	January 1, 2020	-	-	January 25, 1961	NA		1	0	1	0
Mr.	Pradeep Singh Jauhar	ABNPJ6435G00744518	Executive Director, MD and CEO	March 11, 2008	August 01, 2021	-	-	August 23, 1964	NA		1	0	0	0
Mr.	Surinder Pal Singh Kohli	ADJPK8390H01643796	Executive Director	February 13, 2018	February 13, 2021	-	-	February 10, 1948	NA		1	0	1	0
Mr.	Shashi Bhushan Bansal	AAUPB8853A01118864	Non-Executive - Independent Director	April 1, 2014	April 1, 2019	-	90 months	August 21, 1946	NA	July 30, 2019	1	1	1	1
Mr.	Rakesh Kalra	AHVPK6066E00780354	Non-Executive - Independent Director	February 3, 2015	February 3, 2020	-	80 months	September 11, 1949	NA		4	4	5	0
Mr.	Uma Kant Singhal	ACSPS5252L01472482	Non-Executive - Independent Director	April 1, 2014	April 1, 2019	-	90 months	June 20, 1942	Yes	July 30, 2019	1	1	2	1
Ms.	Taru Bahl	AEEP9982J06737344	Non-Executive - Independent Director	January 31, 2020	January 31, 2020	-	20 months	November 8, 1965	NA		1	1	1	0
Mr.	Gautam Mukherjee	ADEFPM5515Q02590120	Non-Executive - Independent Director	May 31, 2021	May 31, 2021	-	4 month	March 23, 1957	NA		2	2	3	2

Whether Regular chairperson appointed	Yes
Whether Chairperson is related to Managing Director or CEO	Yes

SPAN 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.

SPAN 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					
Name of the committee	Whether Regular chairperson appointed	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)§	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	1. Mr. Shashi Bhushan Bansal	Chairperson - Non-Executive - Independent Director	May 20, 2017	-
		2. Ms. Taru Bahl	Non-Executive - Independent Director	September 24, 2020	-
		3. Mr. Uma Kant Singhal	Non-Executive - Independent Director	May 29, 2014	-
2. Nomination & Remuneration Committee	Yes	1. Mr. Shashi Bhushan Bansal	Chairperson - Non-Executive - Independent Director	February 11, 2017	-
		2. Ms. Taru Bahl	Non-Executive - Independent Director	September 24, 2020	-
		3. Mr. Uma Kant Singhal	Non-Executive - Independent Director	May 29, 2014	-
3. Risk Management Committee	Yes	1. Mr. Uma Kant Singhal	Chairperson - Non-Executive - Independent Director	November 11, 2014	-
		2. Mr. Shashi Bhushan Bansal	Non-Executive - Independent Director	November 11, 2014	-
		3. Mr. Pradeep Singh Jauhar	Executive Director	November 11, 2014	-
		4. Mr. Bhupesh Mehta	Member	November 11, 2014	-
4. Stakeholders Relationship Committee	Yes	1. Mr. Uma Kant Singhal	Chairperson - Non-Executive - Independent Director	May 29, 2014	-
		2. Mr. Randeep Singh Jauhar	Executive Director	May 29, 2014	-
		3. Mr. Surinder Pal Singh Kohli	Executive Director	February 13, 2018	-
5. Corporate Social Responsibility Committee	Yes	1. Mr. Shashi Bhushan Bansal	Chairperson - Non-Executive - Independent Director	May 29, 2014	-
		2. Mr. Randeep Singh Jauhar	Executive Director	May 29, 2014	-
		3. Mr. Surinder Pal Singh Kohli	Executive Director	February 13, 2018	-

§ 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				
Dates of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Whether requirement of quorum met*	Number of Directors present*	Number of independent directors present*
31-05-2021	-	Yes	7	4
14-08-2021	74	Yes	8	5

\* The details has provided only for the Board Meeting held in the current quarter.

IV. Meeting of Committees*					
Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
Audit Committee	31-05-2021		Yes	3	3
Audit Committee	14-08-2021	74	Yes	3	3
Stakeholders Relationship Committee	30-09-2021		Yes	2	1
Risk Management Committee	29-09-2021		Yes	3	2

\* The information has been given only for meeting of Audit Committee.

\*\* The details has provided only for the Meetings held in the current quarter.

<b>V. Related Party Transactions</b>	
<b>Subject</b>	<b>Compliance Status (YES/NO/NA)</b>
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	Yes

<b>VI. Affirmations</b>	
<b>Subject</b>	<b>Compliance Status (YES/NO/NA)</b>
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 b. Nomination & remuneration committee c. Stakeholders relationship committee d. Risk management committee (applicable to the top 500 listed entities)	Yes
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 will be placed before the board at the ensuing Board Meeting.	Yes

<b>Half Yearly Affirmations</b>		
<b>Particulars</b>	<b>Regulation No.</b>	<b>Compliance status (Yes/No/NA)</b>
1. Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
2. Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
3. Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes
4. Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes
5. Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

**For Jamna Auto Industries Limited**

**Praveen Lakhera**  
**Company Secretary & Head-Legal**

**Additional Half yearly Disclosure: Not Applicable, The Company has not given any loans/ guarantees/comfort letters/ security , directly or indirectly to promoter/ promoter group/ Directors/ KMPs or any other entity controlled by them. Therefore, these disclosures are not applicalbe on the Compnay.**

**I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below**

**(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to**

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them		
Promoter Group or any other entity controlled by them		
Directors (including relatives) or any other entity controlled by them		
KMPs or any other entity controlled by them		

**(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By**

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			

**(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by**

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			

**(D) Additional Information**

**II. Affirmations**

Affirmation	Compliance Status (Yes/ No)
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.	Not Applicable
Name	Praveen Lakhera
Designation	Company Secretary & Head Legal
Place	New Delhi
Date	12/10/2021

**For Jamna Auto Industries Limited**

**Praveen Lakhera  
Company Secretary & Head-Legal**