

ANNEXI

Format of report on Corporate Governance to be submitted by listed entity on quarterly basis

1. Name of Listed Entity : MACPOWER CNC MACHINES LIMITED
2. Quarter ending : September 30, 2021

CORPORATE GOVERNANCE REPORT
(Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

I. Composition of Board of Directors														
Title Mr. / Ms.	Name of the Director	PAN ^s and DIN	Category + sub category (Chairperson on/ Executive / Non- Executive / Independ ent/ Nominee ^{&}	Initial date of appointment	Date of Re- appointment	Date of Ces- sati- on	Tenure (in Months) *	Date of Birth	Whether SR Passed?	No. of Directorship in listed entities including this listed entity in reference to Regulation 17A(1))	No. of Independent Directors hip in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	No. 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)	Membership in Committees of the Company
Mr.	Rupesh Jagdishbhai Mehta	DIN – 01474523 PAN- ACLPM4449E	Chairperson and Executive Director / Managing Director	December 31, 2003	November 17, 2017	NA	—	23/10/1968	NA	One	NA	Two	NA	AC,SC
Mr.	Nikesh Jagdish Mehta	DIN – 01603779 PAN- ACPPM1786J	Executive Director /CEO	December 31, 2003	November 17, 2017	NA	—	27/12/1978	NA	One	NA	One	NA	SC
Ms.	RiyabenRupeshkumar Mehta	DIN – 01603726 PAN-AINPM6500G	Non-Executive Director	April 01, 2004	April 01, 2004	NA	—	25/05/1974	NA	One	NA	NA	NA	NRC
Mr.	Maulik Rambhai Mokariya	DIN – 05310868 PAN- ARJPM4863D	Non-Executive Director / Independent Director	November 17, 2017	November 17, 2017	NA	47 Months	03/11/1988	NA	One	One	NA	NA	-
Mr.	Rajubhai Ranchhodbhai Bhanderi	DIN – 07986563 PAN- ABPPB8155M	Non-Executive Director / Independent Director	November 17, 2017	November 17, 2017	NA	47 Months	09/10/1964	NA	One	One	Two	Two	AC, SC, NRC

Mr.	Deven Jasvantrai Doshi	DIN-07994505 PAN-ABJPD0224F	Non-Executive Director / Independent Director	November 17, 2017	November 17, 2017	NA	47 Months	27/10/1966	NA	One	One	One	NA	AC, NRC
Whether Regular chairperson appointed - Yes														
Whether Chairperson is related to managing director or CEO – Yes														
[§] 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					
Name of 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	Rajubhai Bhanderi - Chairman	Chairperson /Independent Director	01/12/2017	NA
		Deven Doshi - Member	Independent Director	01/12/2017	NA
		Rupesh Mehta - Member	Chairman and Executive Director	01/12/2017	NA
2. Nomination & Remuneration Committee	Yes	Rajubhai Bhanderi - Chairman	Chairperson / Independent Director	01/12/2017	NA
		Deven Doshi - Member	Independent Director	01/12/2017	NA
		Riyaben Mehta - Member	Non -Executive Director	01/12/2017	NA
3. Stakeholders Relationship Committee	Yes	Rajubhai Bhanderi - Chairman	Chairperson Independent Director	22/05/2020	NA
		Nikesh Mehta – Member	Executive Director	01/12/2017	NA
		Rupesh Mehta - Member	Executive and Managing Director	01/12/2017	NA
1. Risk Management Committee		Not Applicable			

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	Meeting Gap between previous quarters	Meeting Gap between relevant Quarters	Whether requirement of quorum is met?	Number of directors present	Number of independent directors present?
25/06/2021	14/08/2021	Auto	Auto	Yes	6	3

- Maximum gap between any two consecutive Auto

IV. Meeting of Committees (Audit Committee)						
Name of the committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present	Meeting gap between previous quarters
Audit Committee	25/06/2021	14/08/2021	Y	3	2	AUTO
SRC	25/06/2021	-	Y	3	1	Auto
NRC	-	13/08/2021	Y	3	2	Auto

V. Related Party Transactions	
Subject	Compliance status (Yes / No / NA) <small>refer note below</small>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Not Applicable
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

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 -**YES**
 - b. Nomination & remuneration committee –**YES**
 - c. Stakeholders relationship committee –**YES**
 - d. Risk management committee (applicable to the top 100 listed entities) –**N.A.**
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: **yes –Quarterly CG Report of previous quarter Was placed before the board and there was no comment/Observation**

For **MACPOWER CNC MACHINES LIMITED**
NIKESH MEHTA
 CEO

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.

Format 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		
<i>Item</i>	<i>Compliance status (Yes/No/NA) refer note below</i>	<i>If Yes provide link to website. If No / NA provide reasons</i>
As per regulation 46(2) of the LODR:		
a. Details of business	Yes	https://www.macpowercnc.com/
b. Terms and conditions of appointment of independent directors	Yes	https://www.macpowercnc.com/investor/policies/
c. Composition of various committees of board of directors	Yes	https://www.macpowercnc.com/investor/committee-details/
d. Code of conduct of board of directors and senior management personnel	Yes	https://www.macpowercnc.com/investor/policies/
e. Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	https://www.macpowercnc.com/investor/policies/
f. Criteria of making payments to non-executive directors	Yes	https://www.macpowercnc.com/investor/policies/
g. Policy on dealing with related party transactions	Yes	https://www.macpowercnc.com/investor/policies/
h. Policy for determining 'material' subsidiaries	NA	NA
i. Details of familiarization programme imparted to independent directors	YES	https://www.macpowercnc.com/investor/policies/
j. Email address for grievance redressal and other relevant details	Yes	https://www.macpowercnc.com/investor/investor-contact/
k. Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	https://www.macpowercnc.com/investor/investor-contact/#
l. Financial results	Yes	https://www.macpowercnc.com/investor/financial/
m. Shareholding pattern	Yes	https://www.macpowercnc.com/investor/shareholding-pattern/
n. Details of agreements entered into with the media companies and/or their associates	NA	NA
o. Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes	https://www.macpowercnc.com/investor/investor-presentation/

p. New name and the old name of the listed entity	NA	NA
q. Advertisements as per regulation 47 (1)	YES	https://www.macpowercnc.com/investor/intimation-to-exchange/
r. Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments	NA	NA
s. Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA	NA
As per other regulations of the LODR:		
a) Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes	https://www.macpowercnc.com/investor/annual-report/
b) Materiality Policy as per Regulation 30	Yes	https://www.macpowercnc.com/investor/policies/
c) Dividend Distribution policy as per Regulation 43A (as	NA	NA
It is certified that these contents on the website of the listed entity are correct.		

II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA) refer note below
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	YES
<i>Board composition</i>	17(1), 17(1A) & 17(1B)	YES
<i>Meeting of board of directors</i>	17(2)	YES
<i>Quorum of board meeting</i>	17(2A)	YES
<i>Review of Compliance Reports</i>	17(3)	YES
<i>Plans for orderly succession for appointments</i>	17(4)	YES
<i>Code of Conduct</i>	17(5)	YES
<i>Fees/compensation</i>	17(6)	YES
<i>Minimum Information</i>	17(7)	YES
<i>Compliance Certificate</i>	17(8)	YES
<i>Risk Assessment & Management</i>	17(9)	YES
<i>Performance Evaluation of Independent Directors</i>	17(10)	YES
<i>Recommendation of board</i>	17(11)	YES
<i>Maximum number of directorship</i>	17A	YES
<i>Composition of Audit Committee</i>	18(1)	YES
<i>Meeting of Audit Committee</i>	18(2)	YES
<i>Composition of Nomination & Remuneration Committee</i>	19(1) & (2)	YES
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	YES
<i>Meeting of Nomination & Remuneration Committee</i>	19(3A)	YES
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	YES

Meeting of Stakeholder Relationship Committee	20(3A)	YES
Composition and role of Risk Management Committee	21(1),(2),(3),(4)	NA
Meeting of Risk Management Committee	21(3A)	NA
Vigil Mechanism	22	YES
Policy for related party Transaction	23(1),(1A),(5),(6),(7)&(8)	YES
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2),(3)	YES
Approval for material related party transactions	23(4)	YES
Disclosure of related party transactions on consolidated basis	23(9)	YES
Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5)&(6)	NA
Annual Secretarial Compliance Report	24(A)	YES
Alternate Director to Independent Director	25(1)	NA
Maximum Tenure	25(2)	YES
Meeting of independent directors	25(3)&(4)	YES
Familiarization of independent directors	25(7)	YES
Declaration from Independent Director	25(8)&(9)	YES
Directors and Officers insurance	25(10)	NA
Memberships in Committees	26(1)	YES
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	YES
Disclosure of Shareholding by Non-Executive Directors	26(4)	NA
Policy with respect to Obligation of directors and senior management	26(2)&26(5)	YES

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.
- 3 If the Listed Entity would like to provide any other information the same may be indicated here.

III Affirmations:

The Listed Entity has approved the Material Subsidiary Policy and the Corporate Governance requirements with respect to the subsidiary of Listed Entity have been complied. : NA

For **MACPOWER CNC MACHINES LIMITED**

NIKESH MEHTA
CEO

Format to be submitted by listed entity at the end of 6 months after end of financial year along-with the second quarter's report of next financial year

Broadheading	Regulation Number	Compliance status (Yes/No/NA) refer note below
<i>Copy of the annual report including balancesheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website</i>	46(2)	# Yes
<i>Presence of Chairperson of Audit Committee at the Annual General Meeting</i>	18(1)(d)	*NO
<i>Presence of Chairperson of the nomination and remuneration committee at the annual general meeting</i>	19(3)	*NO
<i>Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting</i>	20(3)	*NO
<i>Whether "Corporate Governance Report" disclosed in Annual Report</i>	34(3) read with para C of Schedule V	YES
<p>Note</p> <p>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.</p> <p>2 If status is "No" details of non-compliance may be given here.</p> <p>3 If the Listed Entity would like to provide any other information the same may be indicated here.</p> <p>#Note: Business responsibility reporting is not applicable to the company</p> <p>* Due to poor health conditions, Mr. Rajubhai Bhanderi chairman of Audit Committee, Nomination and remuneration Committee and Stakeholder and relations committee could not attend the 18th AGM of the company. please take note of the same.</p>		
<p>For MACPOWER CNC MACHINES LIMITED</p> <p>NIKESH MEHTA CEO</p>		