



The Indian Hume Pipe Co. Ltd.

Registered Office : Construction House, 5, Walchand Hirachand Road, Ballard Estate, Mumbai - 400 001. INDIA
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CIN : L51500MH1926PLC001255

HP/SEC/ **2383**

5th October, 2018

1. BSE Limited
Corporate Relationship Department
1st Floor, New Trading Ring,
Round Bldg., Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai – 400001
2. National Stock Exchange of India Ltd.
Exchange Plaza,
5th Floor, Plot No. C/1, G-Block,
Bandra Kurla Complex,
Bandra (East), Mumbai - 400051

Dear Sirs,

Sub: Compliance with Regulation 27(2) of SEBI Listing Regulation, 2015

Pursuant to Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 we are enclosing compliance report on Corporate Governance of the Company for the quarter and half year ended 30th September, 2018.

Kindly take the same on your record.

Thanking you,

Yours faithfully,
For The Indian Hume Pipe Company Limited,



Encl: As above.

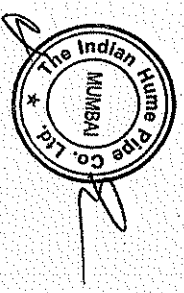

S. M. Mandke
Company Secretary

The Indian Hume Pipe Company Limited
Corporate Governance Report for the quarter and half year ended 30th September 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 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)
Mr.	Rajas R. Doshi	AAAGPD1299L 00050594	Chairperson - Executive	01-07-2018	---	2	3	1
Mr.	Ajit Gulabchand	AAVPG4880D 00010827	Independent	## 30-09-2018	50 months	1	2	Nil
Ms.	Jyoti R. Doshi	AAEPD8402F 00095732	Non-Executive	20-07-2018	--	1	Nil	Nil
Mr.	Rajendra M. Gandhi	AAXP4776A 00095753	Independent	25-07-2014	50 months	1	Nil	1
Mr.	Rameshwar D. Sarda	AFFPS9346K 00095766	Independent	25-07-2014	50 months	1	1	Nil
Mr.	N. Balakrishnan	AAGPB9701K 00095804	Independent	16-03-2015	42 months	1	1	Nil
Ms.	Anima B. Kapadia	AEZPK6241A 00095831	Non-Executive	10-07-2017	--	1	1	1
Mr.	Vijay Kumar Jatia	AACFJ2614H 00096977	Independent	25-07-2014	50 months	2	2	Nil
Mr.	P. D. Kelkar	AAAPK7702J 00255935	Independent	04-08-2015	37 months	1	2	Nil
Mr.	Mayur R. Doshi	AAJPD2774M 00250358	Executive	01-04-2016	---	1	1	Nil

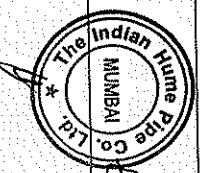
\$PAN number of any director would not be displayed on the website of Stock Exchange
 &Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen
 * to be filled only for Independent Director. 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.
 ## Resigned with effect from 30-09-2018




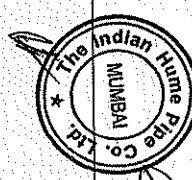
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II. Composition of Committees		
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) s
1. Audit Committee	Mr. Rajendra M. Gandhi Mr. Rameshwar D. Sarda Mr. Vijay Kumar Jatia Mr. P. D. Kelkar	Independent – Chairman of the Committee Independent Independent Independent
2. Nomination & Remuneration Committee	Mr. N. Balakrishnan Ms. Anima B. Kapadia Mr. Vijay Kumar Jatia Mr. Rajendra M. Gandhi Mr. Rajas R. Doshi Mr. Rajas R. Doshi	Independent – Chairman of the Committee Non-Executive – Non-Independent Independent Independent Executive – Non-Independent
3. Risk Management Committee (if applicable)	Mr. Rajas R. Doshi Mr. Mayur R. Doshi Mr. P. D. Kelkar Mr. P. R. Bhat Mr. M. S. Rajadhyaksha	Executive - Non-Independent - Chairman of the Committee Executive - Non-Independent Independent Non-Board Member – Vice President Non-Board Member – CFO Non-Executive – Non-Independent - Chairman of Committee
4. Stakeholders Relationship Committee	Ms. Anima B. Kapadia Mr. Rajas R. Doshi Mr. Ajit Gulabchand # Mr. N. Balakrishnan Mr. P. D. Kelkar	Non-Executive - Non-Independent Executive - Non-Independent Independent Independent Independent
5. Corporate Social Responsibility (CSR) Committee	Mr. Rajas R. Doshi Ms. Jyoti R. Doshi Mr. Rameshwar D. Sarda	Executive – Non-Independent- Chairman of the Committee Non-Executive – Non-Independent Independent
*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 # resigned with effect from 30-09-2018		
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	Maximum gap between any two consecutive (in number of days)
23 rd May, 2018 2 nd June, 2018	8 th August, 2018	66 days (between 02-06-2018 to 08-08-2018)

Although applicable to Top-100 listed entities, the Company has constituted Risk Management Committee



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Corporate Governance Report for the quarter and half year ended 30th September 2018


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*
8 th August, 2018	Yes - 1. Audit Committee - Three members were present in the meeting	25 th April, 2018 23 rd May, 2018 2 nd June, 2018	66 days (between 02-06-2018 to 08-08-2018)
* 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			
Whether prior approval of audit committee obtained		Compliance status (Yes/No/NA) refer note below	
Whether shareholder approval obtained for material RPT		Yes	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		NA	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		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.			
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 - Yes			
b. Nomination & remuneration committee - Yes			
c. Stakeholders relationship committee - Yes			
d. Risk management committee (applicable to the top 100 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. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - Yes			
b. Any comments/observations/advice of Board of Directors may be mentioned here:			
For The Indian Hume Pipe Company Limited			
 S. M. Mandke Company Secretary			
			

The Indian Hume Pipe Company Limited
Corporate Governance Report for the quarter and half year ended 30th September 2018

Annexure III

Sr	Broad heading	Regulation Number	Compliance status (Yes/No/NA)
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	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

For The Indian Hume Pipe Company Limited


S. M. Mandke
 Company Secretary

