



REPORT ON CORPORATE GOVERNANCE

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Corporate Governance is the application of best management practices, compliances of law and adherence to ethical standards to achieve the Company's objective of enhancing shareholder value and discharge of social responsibilities. Adopting high standards gives comfort to all existing and potential stakeholders including government and regulatory authorities, customers, suppliers, bankers, employees and shareholders. Corporate Governance signifies acceptance by management of the inalienable rights of shareholders as true owners of the organization and of their own role as trustees on behalf of the shareholders.

At Mayur Leather, Corporate Governance is all about maintaining a valuable relationship and trust with all the stakeholders. At Mayur Leather, we consider our stakeholders as our partners in our success and we remain committed to maximizing stakeholder value, be it shareholders, employees, suppliers, customers, investors, communities or policy makers. This emanates from our strong belief that a sound governance system based on relationship and trust is integral to creating value on an overall basis. We have a defined policy framework for ethical conduct of businesses.

Your Company remains resolute in its commitment to conduct business in accordance with the highest ethical standards and sound Corporate Governance practices. The Company strongly believes that sound and unambiguous system of Corporate Governance practices go a long way in enhancing shareholder value and retaining investor trust and preserving the interest of all stakeholders in a context where ethics and values are under siege.

Your Company has always believed that an independent and diversified Board following best practices, transparent disclosures and empowerment of shareholders are as necessary as solid financial results for creating and sustaining shareholder's value. The Company fully recognizes the rights of its shareholders to information on the performance of the Company and considers itself a trustee of its shareholders. The Company strives for the fullest possible disclosure standards. It provides detailed information on various issues concerning the Company's business and financial performance to its shareholders. The Board of the Company acts with autonomy and independence in exercising strategic supervision, discharging its fiduciary responsibilities and in ensuring that the management observes high standards of ethics, transparency and disclosure.

Mayur Leather not only adheres to the prescribed corporate governance practices as per Clause 49 but is also committed to sound corporate governance principles and practices and constantly strives to adopt emerging best practices being followed worldwide. It is our endeavor to achieve higher standards and provide oversight and guidance to management in strategy implementation, risk management and fulfilment of stated goals and objectives.

In India, Corporate Governance standards for listed companies are regulated by the Securities and Exchange Board of India (SEBI), through Clause 49 of the listing agreement of the Stock Exchanges.

Your Company has adopted best practices mandated in Clause 49 of the listing agreement and has established procedures and systems to be fully compliant with it.

BOARD OF DIRECTORS

The Board is in a fiduciary position, empowered to oversee the management function with a view to ensure its effectiveness and enhancement of stakeholder value. The Board decides on the policies to be implemented across the Company, and reviews and monitors its strategic direction and annual business plan and business objectives. Acting as trustees on behalf of the shareholders, the Board ensures that the Company has clear goals in enhancing value and growth for all the stakeholders associated with the Company and follows best governance practices.

Composition

The Board of Directors of Mayur Leather Products Limited is a balanced one with an optimum mix of Executive and Non Executive Directors. As on 31st March, 2014, the Board of company consists of five (5) Directors comprising of the one (1) Non-Executive Director from the promoter group, two (2) Non Executive Directors and two(2) Non Executive & Independent Directors who are highly experienced, competent and highly renowned persons from their respective fields. They show active participation at the board and committee meetings, which enhances the transparency and adds value to their decision making. The Board of the Company is headed by a Non - Executive Chairman. Chairman takes the strategic decisions, frames the policy guidelines and extends wholehearted support to Executive Directors, business heads and associates.

The Board of Directors presently consists of Five (5) Directors. The composition and category of Directors is as follows:

Category	Name of Directors	DIN
Promoter/ Non - Executive Director	Mr.Rajendra Kumar Poddar	00143571
Non-Executive Directors	Mr. Rajesh V. Gupta	00814841
	Ms. AmitaPoddar	00143486
Non Executive & Independent Director	Mr. Madhusudan Prasad Kejriwal	06547411
	Mr. MadhukarChaturvedi	06547404

The composition of the Board is in conformity with Clause 49 (1) (A) of the Listing Agreement, which stipulates that at least 50 per cent of the Board should consist of non-executive Directors and, in case the Chairman is a non-executive Director, at least one-third of the Board should be independent and in case he is an executive director, at least half of the Board should comprise of independent directors.

None of the Directors on the Board is a member of more than 10 Committees or chairman of more than 5 Committees (as specified in clause 49 of the Listing Agreement) across all Public Limited Companies in which he is a Director.

According to the terms of the Company's Articles of Association, the strength of the Board shall not be less than three and more than twelve.

The company in compliance of section 203 of the companies act 2013,company has designated Mr. R.K Poddar as key managerial person of the company and also appointed Mr. Nitesh Kumawat as a Chief Financial Officer of the company and for compliance of this section company is in the process to recruit whole time company Secretary.

Board Procedure

The members of the Board are provided with the requisite information mentioned in the Listing Agreement well before the Board meetings.

The Board considers all the matters, which are statutorily required to be considered by it in addition, following issues are also discussed at the meetings of the Board:

- Annual operating and capital expenditure budgets and periodical review thereof.
- Investment /expansion /modernization /diversification plans of the Company.
- Overall strategy and business plans.
- Approval of quarterly / half-yearly / annual results (after review by Audit Committee).
- Compliance with statutory / regulatory requirements and review of major pending legal cases.
- Major accounting practices, provisions and write-offs.
- Transactions pertaining to acquisition /disposal of fixed assets /related party transactions.
- Review of working of various committees of the Board.

- Significant labour problems, if any.
- Minutes of the meeting of other committee and other committee of board.
- Any material default in financial obligation to and by the Company, or substantial non payment for goods sold by company.

Detail of Directors Shareholding as on 31st March, 2014

Sr. No.	Name of Director	Number of shares
1.	Mr. Rajendra Kumar Poddar	10,01,768
2.	Mr. Rajesh V. Gupta	4,28,300
3.	Ms. AmitaPoddar	6,86,100
4.	Mr. Madhusudan Prasad Kejriwal	--
5.	Mr. MadhukarChaturvedi	--

The Company has not issued any shares / debentures during the year.

Board Meetings

As per the statutory provisions the Board is required to meet at least once every quarter and minimum 4 times in a year with the time gap between two consecutive meetings not exceeding four months. Additional meetings are held as and when necessary. As against this, during the year under review the Board held 7 (Seven) meetings on **05.04.2013, 30.05.2013, 17.07.2013, 14.08.2013, 14.11.2013, 13.02.2014** and **20.03.2014** to consider amongst other business, the quarterly / annual performance of the Company and its financial results.

The draft of the minutes is circulated among the Directors for their comment / suggestion and finally after incorporating their views, final minutes are recorded in the minute's books. Post meeting, important decisions taken are communicated to the concerned officials and departments for the effective implementation of the same.

Attendance particulars of Board Meeting, Annual General Meeting and Committee Memberships:

Name of Director	Attendance Particulars		No. of Directorship and Committee membership/ Chairmanship in other Public Cos.		
	Board Meetings	Last AGM	Total outside Directorship	Committee Membership	Committee Chairman
Mr. R.K. Poddar	7/7	Present	Nil	Nil	Nil
Mr. Rajesh V. Gupta	7/7	Present	2	Nil	Nil
Ms. AmitaPoddar	7/7	Present	Nil	Nil	Nil
Mr. Madhusudan Prasad Kejriwal	7/7	Present	Nil	Nil	Nil
Mr. MadhukarChaturvedi	7/7	Present	Nil	Nil	Nil
Mr. KeshavDeo Agarwal *	1/7	Present			

*Resigned from Company w.e.f. 16-07-2013

BOARD COMMITTEES

1. AUDIT COMMITTEE

The Audit Committee has been constituted as per the Section 292A of the Companies Act, 1956 and the guidelines of the Listing Agreement with the stock Exchanges. The Terms of reference of the committee have been realigned with Section 177 of the Companies Act, 2013 and Clause 49 of the Listing Agreement.

Composition and Attendance

The Audit Committee comprises of two (2) Non- Executive Directors & two (2) Non Executive Independent Directors as on the last day of financial year 2013-14 and is chaired by Ms. AmitaPoddar,

a Non - Executive Director. The composition is strictly according with the provision of Section 292A of the Companies Act, 1956 and listing agreement entered with Stock Exchanges. The details of the composition and attendance at its meetings during the financial year 2013-14 are set out in the following table:

S.No.	Name of the Member	Designation	Meetings Attended
1.	Ms. AmitaPoddar	Chairman	6/6
2.	Mr. Rajesh V. Gupta	Member	6/6
3.	Mr. Madhusudan Prasad Kejriwal	Member	6/6
4.	Mr. MadhukarChaturvedi	Member	6/6

The Statutory Auditors, Internal Auditors, Chief Financial Officer & Compliance officer are invited to attend and participate in the meetings of the Committee.

Meetings of the Audit Committee

During the period under review the Committee met **6 (six) times on 30.05.2013, 17.07.2013, 14.08.2013, 14.11.2013, 13.02.2014 and 20.03.2014.**

TERMS OF REFERENCE

The primary objective of the Audit Committee is to monitor and effectively supervise the Company's financial reporting process with a view to provide accurate, timely and proper disclosures and at the same time maintain the integrity and quality of the financial reporting.

THE ROLE OF THE AUDIT COMMITTEE INCLUDES:

Audit Committee in accordance with section 177 of the Companies Act, 2013 of the Board, inter alia, provides reassurance to the Board on the existence of an effective internal control environment.

The composition, powers, role and terms of reference of the Audit Committee covers the areas as contemplated under Clause 49 of the Listing Agreement and Section 177 of the Companies Act, 2013. The purpose of the audit committee is to ensure the objectivity, credibility and correctness of the Company's financial reporting and disclosure processes, internal controls, risk management policies and processes, tax policies, compliance and legal requirements and associated matters. In particular, these include:

- Oversight of Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.
- Recommending the board, the appointment, reappointment and, if required, the replacement or removal of Statutory Auditors and fixation of audit fees.
- Approval of payment to Statutory Auditors for any other services rendered by them.
- Reviewing with the management, the annual financial statements before submission to the board for approval, with particular reference to:
 - Matters required being included in the Director's Responsibility Statement to be included in the Directors' Report.
 - Changes if any in accounting policies, practices, and reasons for the same.
 - Major accounting entries involving estimates based on the exercise of judgment by the management.
 - Significant adjustments made in the financial statements arising out of audit findings.
 - Compliance with listing and other legal requirements relating to financial statements.
 - Disclosure of related party transactions.
 - Qualifications in draft audit report.

- Reviewing with the management, the quarterly financial statements before submission to the board for approval.
- Reviewing, with the management, the statement of uses / application of funds raised through an issue i.e. public issue, rights issue, preferential issue, etc.
- Reviewing with the management, the performance of statutory and internal auditors, and adequacy of internal control systems.
- Discussion with internal auditors on any significant findings and follow up thereon.
- Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of any nature and reporting the matter to the Board.
- Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
- To review the functioning of the whistle blower/Vigil mechanism.
- Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience & background, etc. of the candidate.
- Carrying out such other work as may be specifically referred to the committee by the Board of Directors and / or other Committees of Directors of the Company.

POWER OF AUDIT COMMITTEE

- To investigate any activity within terms of reference.
- To seek information from any employee in respect of matter under its preview.
- Obtain outside legal or other professional advice.
- To secure attendance of outsiders with relevant expertise, if consider necessary.

2. STAKEHOLDERS RELATIONSHIP/GRIEVANCE COMMITTEE:

The Stakeholders Relationship Committee was re-constituted by the Board consequent to the reconstitution of the 'Shareholders'/Investors' Grievance Committee'. The Stakeholders Relationship Committee is primarily responsible to review all matters connected with the Company's transfer/transmission of securities, non-receipt of dividend in case declared and any other related matters and redressal of shareholders' / investors' / security holders' complaints as and when they arise. The Committee also monitors the implementation and compliance with the Company's Code of Conduct for prohibition of Insider Trading.

The Stakeholders Relationship Committee's composition and the terms of reference meet with the requirements of Clause 49 of the Listing Agreement and provisions of the Companies Act, 2013.

Composition and attendance

The Stakeholders Relationship Committee comprises of four (4) Directors and is chaired by Ms. AmitaPoddar, a Non Executive Director. Mr.Niitesh Kumar Kumawat, is acting as the compliance officer of the Company.

Meetings of the stakeholders relationship/grievance committee:

During the period under review the Committee met **7 (Seven)** times on **05.04.2013, 30.05.2013, 17.07.2013, 14.08.2013, 14.11.2013, 13.02.2014 and 20.03.2014.**

S.No.	Name	Designation	Meetings Attended
1.	Ms..AmitaPoddar	Chairperson	7/7
2.	Mr. R.K. Poddar	Member	7/7

3.	Mr. Madhusudan Prasad Kejriwal	Member	7/7
4.	Mr. MadhukarChaturvedi	Member	7/7

The Company addresses all complaints, suggestions and grievances expeditiously and replies have been sent / issues resolved usually within 15 days.

Terms of reference of the committee, inter alia, includes the following:

- Oversee and review all matters connected with the transfer/transmission of the Company's securities.
- To approve issuance of the Company's duplicate share certificates.
- Monitor redressal of investors' / shareholders' / security holders' grievances.
- Oversee the performance of the Company's Registrars and Transfer Agents.
- Recommend methods to upgrade the standard of services to investors.
- Monitor implementation of the Company's Code of Conduct for Prohibition of Insider Trading.
- Carry out any other function as is referred by the Board from time to time or enforced by any statutory notification / amendment or modification as may be applicable.

During the year the Company did not receive any complaint from the shareholders. There were no pending complaint or share transfer cases as on 31st March 2014, as per the certificate given by RTA.

3. NOMINATION AND REMUNERATION COMMITTEE

The remuneration committee comprises of 2 (two) Non Executive Directors as on the last day of financial year 2013-14 and is chaired by Shri Rajesh V. Gupta (Non-Executive Director). The Composition of the Nomination and Remuneration Committee is as follows:-

S.No.	Name	Designation	Meetings Attended
1.	Mr. Rajesh V. Gupta	Chairman	1/1
2.	Mr. R.K. Poddar	Member	1/1
3.	Ms..AmitaPoddar	Member	1/1

Meeting of Remuneration Committee

During the period only one meeting was conducted by the Committee on **14.08.2013**.

Terms of Reference:

- To identify persons who are qualified to be directors and who can be appointed in senior management, recommend to the Board their appointment and removal.
- To carry out evaluation of every director's performance.
- To formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees.
- To ensure:
 - The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate the directors of the quality required to run the company successfully;
 - Relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
 - remuneration to directors, Key Managerial Personnel (KMP) and other senior management, employees keeping in mind appropriate performance bench mark; striking a balance between fixed and incentive pay etc.;
- To be responsible for evaluation of short and long term performance, objectives appropriate to the working of the company and goals of every director of Board.

- The chairperson of the committee, or, in his absence, any other person member of the committee authorized by him in this behalf, shall attend the general meeting of the company.
- To carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable.
- To perform such other functions as may be necessary or appropriate for the performance of its duties.

Remuneration of Directors

The Remuneration Committee determines and recommends to the board, the amount of the remuneration including the performance bonus and perquisites payable to the Executive Director of the Company which is within the limits set out by the Shareholders at the respective Annual General Meetings held. At present there is no Executive director on the Board of Company.

The non-executive Directors do not draw any remuneration including the sitting fee.

Shareholding of Non-Executive Directors as on 31st March, 2014

S.No.	Name	No. of Shares	%age
1.	Mr. R.K. Poddar	10,01,768	20.72%
2.	Mr. Rajesh V. Gupta	4,28,300	8.86 %
3.	Ms. Amita Poddar	6,86,100	14.19%

COMPLIANCES REGARDING INSIDER TRADING

Comprehensive guidelines in accordance with the SEBI regulations are in place. The code of conduct and corporate disclosure practices framed by the company has helped in ensuring compliance with the requirements.

GENERAL BODY MEETINGS

Details of previous 3 Annual General Meetings were as under:

Year	Date	Day	Time	Venue	Special Resolution Passed
2011	28.09.2011	Wednesday	03:30 P.M.	G-60-62 & 67 -69, Jaitpura Industrial Estate, Jaitpura, Jaipur - 303704.	None
2012	28.07.2012	Saturday	03:30 P.M.	G-60-62 & 67 -69, Jaitpura Industrial Estate, Jaitpura, Jaipur - 303704	None
2013	15.07.2013	Monday	03:30 P.M.	G-60-62 & 67-69, Jaitpura Industrial Estate, Jaitpura, Jaipur - 303704.	None

EXTRA-ORDINARY GENERAL MEETING

No Extra-Ordinary General Meeting was held during the year.

POSTAL BALLOT

The Company did not pass any resolution by means of Postal Ballot during the year under review.

CODE OF BUSINESS CONDUCT AND ETHICS FOR DIRECTORS AND SENIOR MANAGEMENT

The Company has laid down a code of conduct and ethics for the members of the board and identified senior management personnel of the Company. Our Principals are enshrined a Code of conduct for all our board members and senior management of the Company and are adhered to, in letter and spirit. The code of conduct has been posted on the Company's website: www.mayurgroups.net. The code of conduct has been circulated to all the members of the board and senior management personnel and they have affirmed their compliance with the said code of conduct for the financial year ended 31st March, 2014. This code ensures compliance with the provision of revised clause 49 of the Listing Agreement executed with the Stock Exchanges. A declaration to this effect signed by Mr. Rajendra Kumar Poddar, Chairman & Non-Executive Director of the Company forms part of this report.

Declaration regarding compliance with the code of business conduct and ethics

I hereby confirm that:

As provided under Clause 49 of the Listing Agreement, the Company has obtained from all the members of the board and senior management, affirmation that they have complied with the code of business conduct and ethics laid down for directors and senior management in respect of the financial year 2013-14.

SD/-
RAJENDRA KUMAR PODDAR
DIRECTOR
DIN: 00143571

UNCLAIMED DIVIDEND

Shareholders who have not encashed their dividend warrants are requested to claim such dividend. The dividend, if unclaimed /unpaid for 7 years will be transferred by the Company to Investors Education and Protection Fund (IEPF). It may be noted that once unclaimed dividend is transferred to IEPF, no claim shall lie in respect thereof. Dividends remain unpaid / Unclaimed for the year ended 31st March, 2007 will be transferred to IEPF in the current financial year.

CEO & CFO CERTIFICATE

Certificate from CEO & CFO for the financial year ended on March 31, 2014 has been annexed to the Annual Report.

DISCLOSURES

- **Related Party Transactions:** The Company has not entered into any transactions of material nature with the promoters, directors or the management, their subsidiaries or relatives, etc. that may have potential conflict with the interest of the Company at large.
- **Disclosure of Compliances by the Company:** During the last three years, no penalties or strictures have been imposed on the Company by the stock exchanges or SEBI or any other statutory authorities on matters related to capital market.
- **Nomination and Remuneration Committee:** The Company has changed the name of the remuneration committee and re-constituted the same as Nomination and Remuneration Committee.
- **Shareholders' Rights:** The quarterly Financial Results are published in the newspapers as mentioned under the heading "Means of Communication".
- **Audit Qualifications:** There are no qualifications in the Company's Financial Statements for the year under reference.
- **Whistle Blower Policy/ Vigil Mechanism:** As per Section 177 of the Companies Act, 2013, it is necessary to establish a Vigil Mechanism for their directors and employees to report their

grievances by every listed Company. As such, the Company has established necessary mechanism in line with requirement given under Clause 49 of Listing Agreement for employees to report concerns about unethical behavior. No personnel has been denied access to the audit committee. Your company shall re-constitute and establish a vigil mechanism in accordance with the provisions of Companies Act, 2013.

MEANS OF COMMUNICATION

- a. The Company regularly furnishes /intimates un-audited as well as audited financial results to the stock exchanges immediately after these are taken on record by the Board. The quarterly and half-yearly un-audited financial results and the annual audited financial results are also published by the Company in one English leading national newspaper i.e. Financial Express and one Hindi newspaper of repute circulated widely in the regional language of the state i.e. SamacharJagat. As such the half-yearly and quarterly results are not sent to shareholders individually. As the Company publishes the audited annual results within a stipulated period of 60 days from the close of the financial year, the un-audited results for the last quarter are not published in the newspapers. All price sensitive information is made available at the earliest through newspapers and intimated to the stock exchanges for public dissemination.
- b. Management Discussion and Analysis Report forms part of the Report of Directors.

Compliance of mandatory and non mandatory requirements under clause 49 Mandatory:-

The company has complied with all the mandatory requirements of clause 49 of the listing agreement.

1. Nomination & Remuneration Committee

The company has a remuneration committee known as the remuneration committee. A detailed note on this is provided elsewhere in the annual report.

2. Whistle blower policy/ Vigil Mechanism

With the rapid expansion of the business in terms of volume, value and geography, the risk associated with each of them has also increased considerably. One such risk identified is the risk of fraud and misconduct. To strengthen the process of conducting business in a fair, transparent and ethical manner, the Company has set up a mechanism of Whistle Blower Policy. The Company takes any activity of fraud or misconduct very seriously. Ms. Amita Poddar, Chairman of the Audit Committee of the Company has been nominated by the Board as Ombudsperson for this purpose. No employee was denied access to the Audit Committee during the year.

3. Audit qualifications

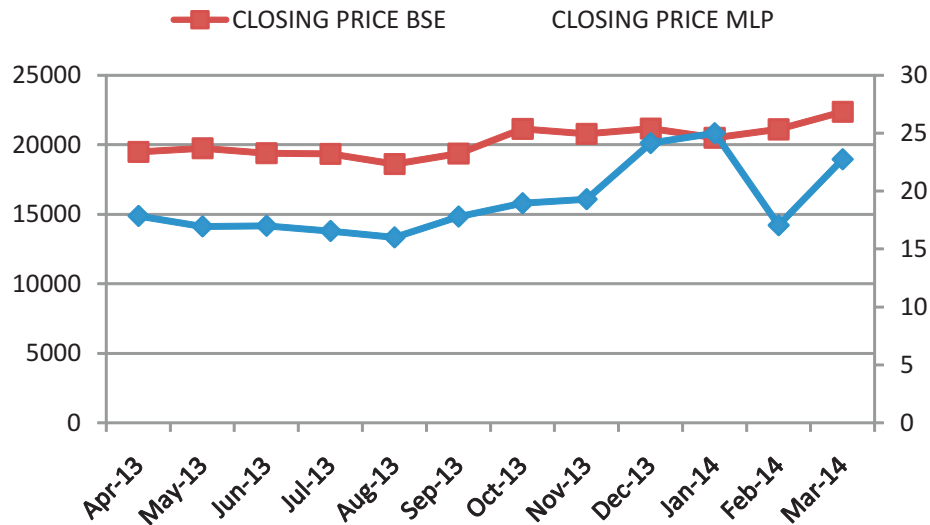
There are no qualifications in the financial statements of the company for the year 2013-14.

GENERAL SHAREHOLDER INFORMATION

1. Annual General Meeting
 - Day, date & time : Monday , 08.09.2014 at 02:00 P.M
 - Venue : G-60-62 & 67 -69, Jaitpura Industrial Estate, Jaitpura – 303704, Jaipur
2. Financial Calendar (Tentative)
 For F.Y. 2014 -15
 - Result for the qtr ending June 30, 2014 : Within 45 days from end of quarter.
 - Result for the qtr ending Sept 30, 2014 : Within 45 days from end of quarter.
 - Result for the qtr ending Dec 31, 2014 : Within 45 days from end of quarter.
 - Result for the qtr ending Mar 31, 2015 : Within 60 days from end of quarter of the financial year (Audited).
3. Dividend Payment date : On or after 12.09.2014
4. Listing of Equity Shares in Stock Exchanges : Bombay Stock Exchange Limited (BSE).
 The Company has duly paid the listing fee for the year 2014-2015 to Bombay Stock Exchange Limited.
5. Demat ISIN exchange number in NSDL & CDSL for Equity Shares : INE799E01011
6. Stock Code (BSE) : 531680
7. Corporate Identification Number (CIN) allotted by the Ministry of Corporate Affairs : L19129RJ1987PLC003889

8. Market Price Data (BSE)	BSE (Mayur Leather Products Ltd)		
	Month	High	Low
Apr-13	18.2	15.85	1047
May-13	18.45	15.25	482732
Jun-13	18.6	15.95	710680
Jul-13	17.9	15.8	3831
Aug-13	16	15.75	122
Sep-13	18.7	16.2	6630
Oct-13	19	17.2	11265
Nov-13	19.8	19	960
Dec-13	25.4	19.15	10222
Jan-14	25	21.75	1352
Feb-14	24	16.5	4466
Mar-14	24.85	17.8	30113

9. Performance of Company's shares in comparison to BSE Sensex
Index Comparison



10. **Registrars and Transfer Agents** : **Link Intime India Pvt Ltd.** (Formerly M/s Intime Spectrum Registry Limited)
 44, Comunity Center 2ndFloor, Naraina Industrial Area, Phase I, Near PVR, Naraina New Delhi 110 028 Ph: 91-11-41410592-94/ Fax: 91-11-41410591
 e-mail: delhi@linkintime.co.in

11. **Share Transfer System:**

The Company has appointed Link Intime India Pvt. Limited as the Registrars and Transfer Agents (RTA) in addition to the electronic connectivity already being availed through them. As on date all the work related to the shares both held in physical and electronic form is handled by the RTA. All correspondences are to be directed to the RTA at their address mentioned at point no. 10 supra. The correspondences may also be sent at the Company's address, which will be sent by the Company to the RTA.

12. **Reconciliation of Share Capital Audit**

Secretarial Audit for reconciliation of shares held with Depository Participants and in Physical form is being carried out in every quarter by a Practicing Company Secretary and his audit report is placed before the Board for its perusal and filed regularly with the Stock Exchange within the stipulated time.

13. **Distribution of Shareholding**

as on 31stMarch, 2014

<u>Promoters & Promoters Group Holding</u>	<u>No.of Shares</u>	<u>%</u>
- Indian Promoters	1499967	31.02
- Persons acting in concert	2116168	43.77
<u>Non Promoters Holding</u>		
- Mutual Funds	89538	1.85
- Private Bodies Corporate	111894	2.31
- NRI	13272	0.27
- Indian Public	1003961	20.77

14. **Distribution Schedule :**

Shares holding (No. of shares)	Shareholders		Share holding	
	Number	% to Total	No. of Shares	% to Total
Upto 500	825	69.9746	148666	3.0749
501 - 1,000	162	13.7405	131006	2.7096
1,001 - 2,000	77	6.5310	117467	2.4296
2,001 - 3,000	25	2.1204	63307	1.3094
3,001 - 4,000	17	1.4419	60393	1.2491
4,001 - 5,000	19	1.6115	87067	1.8008
5,001 - 10,000	25	2.1204	157830	3.2645
10,001 & Above	29	2.4597	4069064	84.1620
Total	1179	100.000	4834800	100.000

15 **Dematerialization / Liquidity of Shares** : Being listed on BSE, Shares of the Company are being regularly traded.
94.92% of the Company's paid - up equity share capital has been dematerialised upto 31st March, 2014.

16 **Outstanding GDRs/Warrants and Convertible Instruments** : The Company has not issued GDRs / Warrants or any other instruments which is convertible into Equity Shares of the Company.

17 **Plant Location** : G-60-62 & 67-69, Jaitpura Industrial

18 **Address for Correspondence** : Investor correspondence : **Link Intime India Pvt Ltd.**
44, Comunity Center 2nd Floor, Naraina Industrial Area, Phase I, Near PVR, Naraina New Delhi 110 028 Ph: 91-11-41410592-94/ Fax: 91-11-41410591
e-mail: delhi@linkintime.co.in

Exclusive e -mail Id for redressal of investors complaints in terms of Clause 47(f) of the Listing Agreement, please use the following contents for redressal of Investors Complaints:

E mail ID : mlp@mayurleather.com

Compliance Officer :

Mr. Nitesh Kumar Kumawat
B-5, Vrindavan Apartments,
VrindavanVihar, King's Road, Jaipur 302019 (Rajasthan).
Ph: 91 -99289 11947 Fax: 91 -141-2810385
e-mail: mlp@mayurleather.com

For and on behalf of the Board of Directors

DATE: 30.05.2014

PLACE: JAIPUR

Sd/-
AmitaPoddar
Director
DIN:00143486

Sd/-
R. K.Poddar
Director
DIN: 00143571