

BSE LTD
ACKNOWLEDGEMENT

Acknowledgement No	: 1305202008093027	Date & Time	: 13/05/2020 08:09:30 PM
Scrip Code	: 512267		
Entity Name	: Media Matrix Worldwide Limited		
Compliance Type	: Regulation 27(2)- Corporate Governance		
Quarter / Period	: 31/03/2020		
Mode	: E-Filing		

General information about company	
Scrip code	512267
NSE Symbol	Not Applicable
MSEI Symbol	Not Applicable
ISIN	INE200D01020
Name of the entity	Media Matrix Worldwide Limited
Date of start of financial year	01-04-2019
Date of end of financial year	31-03-2020
Reporting Quarter	Yearly
Date of Report	31-03-2020
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

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											Textual Information(1)				
Whether the listed entity has a Regular Chairperson											No				
Whether Chairperson is related to MD or CEO											No				
PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(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)
AAKPG9289R	01187644	Non-Executive - Independent Director	Not Applicable		12-10-1959	No		26-01-2012	11-08-2014		69	2	2	7	2
ADAPB9506D	00093343	Non-Executive - Independent Director	Not Applicable		24-07-1967	No		24-02-2012	11-08-2014		69	2	1	6	1
AAAPB5933B	07047271	Non-Executive - Non Independent Director	Not Applicable		07-10-1950	No		31-03-2015			1	0	1	0	
ACUPJ8518J	05300460	Executive Director	Not Applicable		11-04-1972	NA		25-05-2017			1	0	2	0	

I. Composition of Board of Directors																	
Disclosure of notes on composition of board of directors explanatory																	
Wether the listed entity has a Regular Chairperson																	
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Numl membr in A Stakel Comr (s) inc this 1 entity Regu 26(1 List Regul
5	Mr	Sunil Batra	AAIPB4878K	02188254	Non-Executive - Non Independent Director	Not Applicable		18-04-1957	No		31-01-2018				1	0	1
6	Mr	Aasheesh Verma	AAEPV8322N	08199653	Non-Executive - Independent Director	Not Applicable		19-09-1965	No		13-08-2018			20	1	1	2
7	Mrs	Mansi Gupta	AGTPG0635Q	07383271	Non-Executive - Independent Director	Not Applicable		08-02-1972	No		27-03-2020			0	1	1	0

Text Block	
Textual Information(1)	<p>1. Mr. Chhattar Kumar Goushal, Independent Director of the Company was elected as the Chairman of the Meeting held on 13th February, 2020.</p> <p>2. Mr. Chhattar Kumar Goushal was appointed as a Director w.e.f 26th January, 2012 as per the provisions of the Section 257 & 260 of the Companies Act, 1956. Subsequently pursuant to Section 149 of the Companies Act, 2013 and amended clause 49 of the Listing Agreement, Mr. Chhattar Kumar Goushal was appointed as an independent Director w.e.f. 11th August, 2014 for the first term of three consecutive years for a term up to the conclusion of the 32 Annual General Meeting of the Company to be held in the calendar year 2017. He was re-appointed as an independent Director w.e.f 29th August, 2017 for second term of five years from the conclusion of 32nd Annual General Meeting till the conclusion of the 37th Annual General Meeting of the Company to be held in the calendar year 2022.</p> <p>3. Mr. Suresh Bohra was appointed as Director w.e.f 24th February, 2012 as per the provisions of the Section 257 & 260 of the Companies Act, 1956. Pursuant to Section 149 of the Companies Act, 2013 and amended clause 49 of the Listing Agreement, Mr. Suresh Bohra was appointed as an independent Director w.e.f. 11th August, 2014 for the first term of three consecutive years for a term up to the conclusion of the 32 Annual General Meeting of the Company to be held in the calendar year 2017. He was re-appointed as an independent Director w.e.f 29th August, 2017 for second term of five years from the conclusion of 32nd Annual General Meeting till the conclusion of the 37th Annual General Meeting of the Company to be held in the calendar year 2022.</p> <p>4. Smt. Mansi Gupta was appointed as an Additional Director in the category of Independent Women Director on the Board of the Company for a period of 3 (three) years w.e.f. 27th March, 2020 to 26th March, 2023, subject to the approval of shareholders of the Company at the ensuing Annual General Meeting. We have taken the tenure of her directorship to be zero as her 15 days has not been completed from the date of appointment.</p>

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	01187644	Chhattar Kumar Goushal	Non-Executive - Independent Director	Chairperson	28-05-2012		
2	00093343	Suresh Bohra	Non-Executive - Independent Director	Member	28-05-2012		
3	05300460	Sandeep Jairath	Executive Director	Member	13-08-2018		

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	08199653	Aasheesh Verma	Non-Executive - Independent Director	Chairperson	14-11-2018		
2	01187644	Chhattar Kumar Goushal	Non-Executive - Independent Director	Member	28-05-2012		
3	00093343	Suresh Bohra	Non-Executive - Independent Director	Member	28-05-2012		
4	07047271	Bela Banerjee	Non-Executive - Non Independent Director	Member	31-03-2015		

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	00093343	Suresh Bohra	Non-Executive - Independent Director	Chairperson	28-05-2012		
2	01187644	Chhattar Kumar Goushal	Non-Executive - Independent Director	Member	28-05-2012		
3	02188254	Sunil Batra	Non-Executive - Non Independent Director	Member	13-08-2018		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

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

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

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	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
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	12-12-2019				Yes	5	2
2		13-02-2020	62		Yes	5	3

Annexure 1								
IV. Meeting of Committees								
Disclosure of notes on meeting of committees explanatory							Number of Directors present*	No. of Independent Directors attending the meeting*
Sr	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)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)		
1	Audit Committee	12-12-2019				Yes	3	2
2	Audit Committee	13-02-2020	62			Yes	3	2
3	Stakeholders Relationship Committee	13-02-2020				Yes	2	2

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	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

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 500 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
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Gurvinder Singh Monga
2	Designation	Company Secretary and Compliance Officer

Text Block	
Textual Information(1)	The Report for the previous quarter ended 31st December, 2019 has already been placed before the Board of Directors. The report for the current quarter ended 31st March, 2020 shall be placed before the Board of Directors in the ensuing Board Meeting.

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		http://www.mmwllindia.com/
2	Terms and conditions of appointment of independent directors	Yes		http://www.mmwllindia.com/
3	Composition of various committees of board of directors	Yes		http://www.mmwllindia.com/
4	Code of conduct of board of directors and senior management personnel	Yes		http://www.mmwllindia.com/
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		http://www.mmwllindia.com/
6	Criteria of making payments to non-executive directors	Yes		http://www.mmwllindia.com/
7	Policy on dealing with related party transactions	Yes		http://www.mmwllindia.com/
8	Policy for determining 'material' subsidiaries	Yes		http://www.mmwllindia.com/
9	Details of familiarization programmes imparted to independent directors	Yes		http://www.mmwllindia.com/

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		http://www.mmwllindia.com/
11	email address for grievance redressal and other relevant details	Yes		http://www.mmwllindia.com/
12	Financial results	Yes		http://www.mmwllindia.com/
13	Shareholding pattern	Yes		http://www.mmwllindia.com/
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	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	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		http://www.mmwllindia.com/
18	Credit rating or revision in credit rating obtained	NA		
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		http://www.mmwllindia.com/
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		http://www.mmwllindia.com/
21	Materiality Policy as per Regulation 30	Yes		http://www.mmwllindia.com/
22	Dividend Distribution policy as per Regulation 43A (as applicable)	NA		
23	It is certified that these contents on the website of the listed entity are correct	Yes		http://www.mmwllindia.com/

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), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

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	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	

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	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
23	Meeting of Risk Management Committee	21(3A)	NA	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6), (7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	NA	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	

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.
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	NA	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

Annexure II		
1	Name of signatory	Gurvinder Singh Monga
2	Designation	Company Secretary and Compliance Officer

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	Yes
	Any other information to be provided	

Annexure II		
1	Name of signatory	Gurvinder Singh Monga
2	Designation	Company Secretary and Compliance Officer

Signatory Details	
Name of signatory	Gurvinder Singh Monga
Designation of person	Company Secretary and Compliance Officer
Place	Gurgaon
Date	13-05-2020

