

13th October 2017

The Manager
Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001

Fax No.022 22723121 / 2037 / 2039
corp.relations@bseindia.com
Scrip code: 533023

The Manager
Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, C-1, Block G
Bandra – Kurla Complex
Bandra (E), Mumbai 400 051

Fax No.022 265982337 / 38
cmlist@nse.co.in
Scrip code: WABCOINDIA

Dear Sirs,

Sub: Compliance with Regulation 27(2) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations 2015

In terms of Regulation 27(2) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations 2015, we are enclosing the statement of quarterly compliance report on corporate governance in the prescribed format for the quarter/Year ended 30th September 2017.

Kindly acknowledge the receipt

Thanking you,

Yours faithfully
For WABCO INDIA Limited



M C Gokul
Company Secretary

General information about company	
Scrip code	533023
Name of the entity	WABCO INDIA LIMITED
Date of start of financial year	01-04-2017
Date of end of financial year	31-03-2018
Reporting Quarter	Half Yearly
Date of Report	30-09-2017
Risk management committee	Not Applicable

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

Is there any change in information of board of directors compare to previous quarter

Yes

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	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)	Notes
1	Mr	MUTHUSWAMI LAKSHMINARAYAN	AAXPL6125G	00064750	Non-Executive - Independent Director	Chairperson		01-04-2014		83	5	2	1	
2	Mr	NARAYAN KEELVEEDHI SESHADRI	AAVPS2486D	00053563	Non-Executive - Independent Director	Not Applicable		01-04-2014		112	6	5	3	
3	Ms	LAKSHMI VENU	ABFPL6832M	02702020	Non-Executive - Independent Director	Not Applicable		19-05-2016		17	3	1	0	
4	Mr	PERIAKARUPA NADAR KANIAPPAN	AADPK7915M	02696192	Executive Director	Not Applicable	CEO-MD	17-06-2014			1	1	0	

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	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)	Notes
5	Mr	SOLIS GONZALEZ JORGE EDUARDO	ZZZZZ9999Z	07119701	Non-Executive - Non Independent Director	Not Applicable		20-05-2015			1	0	0	Textual Information(2)
6	Ms	BROWN LISA JANE	ZZZZZ9999Z	07053317	Non-Executive - Non Independent Director	Not Applicable		23-01-2015			1	1	1	Textual Information(3)
7	Mr	SEAN ERNEST DEASON	ZZZZZ9999Z	07334776	Non-Executive - Non Independent Director	Not Applicable		09-11-2015			1	1	0	Textual Information(4)
8	Mr	NARAYANASWAMI SHIVARAM	AAWPS9025R	07327742	Non-Executive - Non Independent Director	Not Applicable		09-11-2015			1	0	0	

Text Block	
Textual Information(1)	He is a foreign national and hence PAN details are not available.
Textual Information(2)	She is a foreign national and hence PAN details are not available.
Textual Information(3)	He is a foreign national and hence PAN details are not available.

Annexure 1					
II. Composition of Committees					
Disclosure of notes on composition of committees explanatory					
Is there any change in information of committees compare to previous quarter					Yes
Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
1	Audit Committee	NARAYANAN KEELVEEDHI SESHTRI	Non-Executive - Independent Director	Chairperson	
2	Audit Committee	MUTHUSWAMI LAKSHMINARAYAN	Non-Executive - Independent Director	Member	
3	Audit Committee	SEAN ERNEST DEASON	Non-Executive - Non Independent Director	Member	
4	Stakeholders Relationship Committee	BROWN LISA JANE	Non-Executive - Non Independent Director	Chairperson	
5	Stakeholders Relationship Committee	PERIAKARUPPA NADAR KANIAPPAN	Executive Director	Member	
6	Nomination and remuneration committee	NARAYANAN KEELVEEDHI SESHTRI	Non-Executive - Independent Director	Chairperson	
7	Nomination and remuneration committee	MUTHUSWAMI LAKSHMINARAYAN	Non-Executive - Independent Director	Member	
8	Nomination and remuneration committee	BROWN LISA JANE	Non-Executive - Non Independent Director	Member	
9	Nomination and remuneration committee	SOLIS GONZALEZ EDUARDO GEORGE	Non-Executive - Non Independent Director	Member	
10	Corporate Social Responsibility Committee	PERIAKARUPPA NADAR KANIAPPAN	Executive Director	Chairperson	

Annexure 1

II. Composition of Committees

Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
11	Corporate Social Responsibility Committee	BROWN LISA JANE	Non-Executive - Non Independent Director	Member	
12	Corporate Social Responsibility Committee	MUTHUSWAMI LAKSHMINARAYAN	Non-Executive - Independent Director	Member	
13	Corporate Social Responsibility Committee	LAKSHMI VENU	Non-Executive - Independent Director	Member	

Annexure 1			
Annexure 1			
III. Meeting of Board of Directors			
Disclosure of notes on meeting of board of directors explanatory			
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	30-05-2017		
2		27-07-2017	57

Annexure 1							
IV. Meeting of Committees							
Disclosure of notes on meeting of committees explanatory							
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	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)	Name of other committee
1	Audit Committee	27-07-2017	Yes		30-05-2017	57	
2	Stakeholders Relationship Committee	27-07-2017	Yes		30-05-2017	57	

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	Yes	
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 100 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

Annexure III				
Annexure III to be submitted by listed entity at the end of 6 months after end of financial year along-with second quarter report of next financial year				
I. Affirmations				
Sr	Broad heading	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
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	

Signatory Details	
Name of signatory	M C Gokul
Designation of person	Company Secretary
Place	Chennai
Date	13-10-2017