

I. COMPOSITION OF BOARD OF DIRECTORS

TITLE (Mr./Ms)	Name Of The Director	PAN & DIN	Category (Chairperson /Executive /Non-Executive /Independent /Nominee)	Date of Appointmen t in the current term /cessation	Tenure *	No. of Directorship in Listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulation)	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/Stake holder Committee held in Listed entities including this listed entity(Refer Regulation 26 (1) of Listing Regulations
Mr.	Om Prakash Agarwal	PAN- AAKPA8385Q DIN- 00095300	Executive Director cum Managing Director	04/12/2001		1	0	0
Mr.	Ashok Kumar Goyal	PAN- AARPG3149D DIN- 00095313	Chairman cum Executive Director	04/12/2001		1	1	0
Mr.	Satish Kumar Goyal	PAN- AAPPG6375H DIN- 00095295	Executive Director	04/12/2001		1	0	0
Mrs.	Astha Sharma	PAN- BGPPS3272N DIN- 01888937	Non Executive- Independent Director	01/07/2014	1 yr 9 Month s	1	0	0
Mr.	Rajesh Kumar Gupta	PAN- ACNPG4255C DIN- 01048355	Non Executive- Independent Director	01/07/2014	1 yr 9 Month s	3	1	1
Mr.	Amol Doneria	PAN- AEMPD5500 N DIN- 06897314	Non Executive- Independent Director	01/07/2014	1 yr 9 Month s	1	1	1

PAN number of any director would not be displayed on the website would not be displayed on the website of the 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 THE COMMITTEE	NAME OF COMMITTEE MEMBERS	CATEGORY(Chairperson/Executive/Non-Execuive/Independent/Nominee)
1. Audit Committee	Mr. Amol Doneria	Chairperson/Non-Executive /Independent Director
	Mr. Rajesh Kumar Gupta	Non-Executive /Independent Director
	Mr Ashok Kumar Goyal	Executive/Whole Time Director
2. Remuneration Committee	Mr. Rajesh Gupta	Chairperson/Non-Executive /Independent Director
	Mrs. Astha Sharma	Non-Executive /Independent Director
	Mr. Amol Doneria	Non-Executive /Independent Director

3. Stakeholders Relationship Committee	Mr. Amol Doneria	Chairperson/Non-Executive /Independent Director
	Mr. Rajesh Gupta	Non-Executive /Independent Director
	Mr. Ashok Kumar Goyal	Executive/Whole Time Director

4. Risk Management Committee. Not Applicable

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

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 meetings in number of days
14-11-2015	19-01-2016, 23-02-2016	34 Days

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
16-02-2016	Yes-All members present	31-12-2015	46 Days

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

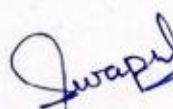

Subject	Compliance status (Yes/No/NA) refer note below
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

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.
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee
 - b. Nomination & Remuneration committee
 - c. Stakeholders relationship Committee
 - d. Risk Management Committee (applicable to top 100 listed entities)-Not Applicable
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
4. The meetings of board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
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. Since this is the First Report as per LODR, hence the same will be placed in the ensuing Board meeting.

Name: Mrs. Swapna Gupta

Designation: Company Secretary & Compliance Officer

I. Disclosure on website in terms of Listing Regulations		
Item		Compliance status (YES/NO/NA)
Details of business		YES
Terms and conditions of appointment of independent directors		YES
Composition of various committees of board of directors		YES
Code of conduct of board of directors and senior management personnel		YES
Details of establishment of vigil mechanism/ Whistle Blower policy		YES
Criteria of making payments to non-executive directors		YES
Policy on dealing with related party transactions		YES
Policy for determining 'material' subsidiaries		NA
Details of familiarization programmes imparted to independent directors		YES
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances		YES
email address for grievance redressal and other relevant details		YES
Financial results		YES
Shareholding pattern		YES
Details of agreements entered into with the media companies and/or their associates		NA
New name and the old name of the listed entity		NA
II Annual Affirmations		
Particulars	Regulation Number	Compliance status (YES/NO/NA)
<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)	YES
<i>Meeting of Board of directors</i>	17(2)	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>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>Composition of Stakeholder Relationship Committee</i>	20(1) & (2)	YES
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	NA
<i>Vigil Mechanism</i>	22	YES
<i>Policy for related party Transaction</i>	23(1),(5),(6),(7) & (8)	YES
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	YES
<i>Approval for material related party transactions</i>	23(4)	YES
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	NA
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5) & (6)	NA
<i>Maximum Directorship & Tenure</i>	25(1) & (2)	YES
<i>Meeting of independent directors</i>	25(3) & (4)	YES
<i>Familiarization of independent directors</i>	25(7)	YES

<i>Memberships in Committees</i>	26(1)	YES
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	YES
<i>Disclosure of Shareholding by Non-Executive Directors</i>	26(4)	YES
<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	YES

Note

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- 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 Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied.


 Mrs. Swapna Gupta
 Company Secretary & Compliance Officer

