

# QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

{Under Regulation 27(2) of SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015}

1. Name of Listed Entity: **GREENLAM INDUSTRIES LIMITED**
2. Quarter ending: **June 30, 2017**
3. NSE Symbol: **GREENLAM** & BSE Scrip Code: **538979**

I. COMPOSITION OF BOARD OF DIRECTORS								
Title (MR./MS.)	Name of the Director	PAN <sup>§</sup> & DIN	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee) <sup>&amp;</sup>	Date of Appointment in the current term/ cessation	Tenure*	Number of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships <sup>#</sup> 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.	SHIV PRAKASH MITTAL	Pan No.: AEAPM0196F DIN: 00237242	CHAIRMAN - NON EXECUTIVE	12/08/2013	N.A.	2	1	1
MR.	SAURABH MITTAL	Pan No.: AEAPM5901Q DIN: 00273917	EXECUTIVE	12/08/2013	N.A.	2	2	0
MS.	PARUL MITTAL	Pan No.: ABNPM8707E DIN: 00348783	EXECUTIVE	11/11/2014	N.A.	1	0	0
MR.	VIJAY KUMAR CHOPRA	Pan No.: AAAPC0599A DIN: 02103940	NON EXECUTIVE - INDEPENDENT	30/10/2014	2 year and 8 months	7 <sup>^</sup>	10	4 <sup>^</sup>
MS.	URVASHI SAXENA	Pan No.: AAVPS2424D DIN: 02021303	NON EXECUTIVE - INDEPENDENT	30/10/2014	2 year and 8 months	3	3	0
MS.	SONALI BHAGWATI DALAL	Pan No.: AAFPD5551N DIN: 01105028	NON EXECUTIVE - INDEPENDENT	30/10/2014	2 year and 8 months	3	1	0

<sup>§</sup>PAN number of any director would not be displayed on the website of Stock Exchange.

<sup>&</sup>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.

<sup>#</sup> includes Chairmanship.

<sup>^</sup>Listed entities also include Companies having debt securities listed on recognized stock exchange.





II. COMPOSITION OF COMMITTEES				
Name of the Committee	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) <sup>5</sup>		
1. Audit Committee	Mr. Vijay Kumar Chopra	Chairman - Non-Executive - Independent		
	Ms. Urvashi Saxena	Non-Executive - Independent		
	Mr. Saurabh Mittal	Executive		
	Ms. Sonali Bhagwati Dalal	Non-Executive - Independent		
2. Nomination and Remuneration Committee	Mr. Vijay Kumar Chopra	Chairman - Non-Executive - Independent		
	Mr. Shiv Prakash Mittal	Non-Executive		
	Ms. Urvashi Saxena	Non-Executive - Independent		
3. Stakeholders' Relationship Committee	Mr. Shiv Prakash Mittal	Chairman - Non-Executive		
	Mr. Saurabh Mittal	Executive		
4. Corporate Social Responsibility Committee	Mr. Saurabh Mittal	Chairman - Executive		
	Mr. Shiv Prakash Mittal	Non-Executive		
	Ms. Parul Mittal	Executive		
	Ms. Sonali Bhagwati Dalal	Non-Executive - Independent		
5. Operational & Finance Committee	Mr. Shiv Prakash Mittal	Non-Executive		
	Mr. Saurabh Mittal	Executive		
	Ms. Parul Mittal	Executive		
<sup>5</sup> 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 (in number of days)		
February 07, 2017	May 25, 2017	106 days (excluding the date of meeting)		
IV. MEETING OF COMMITTEES				
Name of the Committee	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*
Audit Committee	May 25, 2017	Yes - All the Committee members were present.	February 07, 2017	106 days (excluding the date of meeting)
Nomination & Remuneration Committee	May 25, 2017	Yes - All the Committee members were present.	Nil	N.A.
Corporate Social Responsibility Committee	May 25, 2017	Yes - All the Committee members were present.	Nil	N.A.
Operational & Finance Committee	April 10, 2017	Yes - All the Committee members were present.	January 30, 2017; February 22, 2017 & March 17, 2017	N.A.
	May 08, 2017	Yes - 2 out of 3 Committee members were present.		
	May 27, 2017	Yes - All the Committee members were present.		
*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) <sup>refer note below</sup>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	N.A.

### 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) : **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. : **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. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. : **Yes**
- Any comments/observations/advice of Board of Directors may be mentioned here: **Nil**

For GREENLAM INDUSTRIES LIMITED



**PRAKASH KUMAR BISWAL**  
COMPANY SECRETARY &  
COMPLIANCE OFFICER



Place: New Delhi

Date: July 10, 2017