

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: **December 31, 2019**
3. NSE Symbol: **GREENLAM** & BSE Scrip Code: **538979**

I. COMPOSITION OF BOARD OF DIRECTORS												
Title (MR./MS.)	Name of the Director	PAN ^s & DIN	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee) ^{&}	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure *	Date of Birth	No. of Directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No. of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	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)
MR.	SHIV PRAKASH MITTAL	Pan No.: AEAPM0196F DIN: 00237242	CHAIRMAN - NON EXECUTIVE	12/08/2013	-	-	NA	07.04.1949	2	0	3	1
MR.	SAURABH MITTAL	Pan No.: AEAPM5901Q DIN: 00273917	EXECUTIVE	12/08/2013	-	-	NA	06.10.1975	1	0	2	0
MS.	PARUL MITTAL	Pan No.: ABNPM8707E DIN: 00348783	EXECUTIVE	11/11/2014	-	-	NA	21.11.1977	1	0	0	0
MR.	VIJAY KUMAR CHOPRA	Pan No.: AAAPC0599A DIN: 02103940	NON EXECUTIVE - INDEPENDENT	30/10/2014	10/08/2019	-	5 years 2 months	06.03.1946	7 [^]	7 [^]	8	5 [^]
MS.	SONALI BHAGWATI DALAL	Pan No.: AAAPD5551N DIN: 01105028	NON EXECUTIVE - INDEPENDENT	30/10/2014	10/08/2019	-	5 years 2 months	15.10.1961	3	3	2	0
MR.	SANDIP DAS	Pan No.: AAJPD3650J DIN: 00116303	NON EXECUTIVE - INDEPENDENT	13/06/2019	-	-	6 months 18 days	11.01.1958	2	2	2	0
Whether Regular chairperson appointed? Yes, Mr. Shiv Prakash Mittal is appointed as the Non-Executive Chairman of the Company.												
Whether Chairperson is related to Managing Director or CEO? Yes, Mr. Shiv Prakash Mittal is father of Mr. Saurabh Mittal, Managing Director & CEO of the Company.												

For Greenlam Industries Limited


Prakash Kumar Biswal
 Company Secretary &
 Vice President-Legal

§ PAN number of any director would not be displayed on the website of 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.

includes Chairmanship.

^Listed entities also include Companies having debt securities listed on recognized stock exchange.


I. COMPOSITION OF COMMITTEES

Name of the Committee	Whether Regular chairperson appointed	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/Independent/ Nominee)§	Date of Appointment	Date of Cessation
1. AUDIT COMMITTEE	YES	Mr. Vijay Kumar Chopra	Chairman - Non-Executive - Independent	11-11-2014	-
		Mr. Saurabh Mittal	Executive	11-11-2014	-
		Ms. Sonali Bhagwati Dalal	Non-Executive - Independent	11-11-2014	-
		Mr. Sandip Das	Non-Executive - Independent	13-06-2019	-
2. NOMINATION & REMUNERATION COMMITTEE	YES	Mr. Sandip Das	Chairman - Non-Executive - Independent	13-06-2019	-
		Mr. Shiv Prakash Mittal	Non-Executive	11-11-2014	-
		Mr. Vijay Kumar Chopra	Non-Executive - Independent	11-11-2014	-
3. STAKEHOLDERS RELATIONSHIP COMMITTEE	YES	Mr. Shiv Prakash Mittal	Chairman - Non-Executive	11-11-2014	-
		Mr. Saurabh Mittal	Executive	11-11-2014	-
		Ms. Sonali Bhagwati Dalal	Non-Executive - Independent	23-07-2018	-
4. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE	YES	Mr. Saurabh Mittal	Chairman - Executive	11-11-2014	-
		Mr. Shiv Prakash Mittal	Non-Executive	11-11-2014	-
		Ms. Parul Mittal	Executive	11-11-2014	-
		Ms. Sonali Bhagwati Dalal	Non-Executive - Independent	11-11-2014	-
5. OPERATIONAL & FINANCE COMMITTEE	NO	Mr. Shiv Prakash Mittal	Non-Executive	11-11-2014	-
		Mr. Saurabh Mittal	Executive	11-11-2014	-
		Ms. Parul Mittal	Executive	11-11-2014	-

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For Greenlam Industries Limited

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II. 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	Whether requirement of Quorum met*	Number of Directors present*	Number of Independent Directors present*	Maximum gap between any two consecutive (in number of days)	
July 25, 2019	November 07, 2019	YES	5	3	37 days (excluding the date of meeting)	
September 30, 2019						
*to be filled in only for the current quarter meetings						
III. MEETING OF COMMITTEES						
Name of the Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Number of Directors present*	Number of Independent Directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee	November 07, 2019	Yes	4	3	July 25, 2019	104 days (excluding the date of meetings)
Nomination and Remuneration Committee	November 07, 2019	Yes	2	2	-	N.A.
Operational & Finance Committee	December 16, 2019	Yes	3	NA	August 05, 2019	N.A.
					August 16, 2019	
*This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.						
**to be filled in only for the current quarter meetings						
IV. 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					N.A.	
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.						
V. 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					For Greenlam Industries Limited  Prakash Kumar Biswal Company Secretary & Vice President-Legal	

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: January 15, 2020

Details of Material Related Party Transactions for the Quarter Ended December 31, 2019

Serial No.	Particulars	Name of the Related Party	Relation	Value of transaction in Foreign Currency	Value of transaction in INR
				(during 9 months ended 31.12.2019)	(during 9 months ended 31.12.2019)
1.	Guarantee Given to Standard Chartered Bank*	Greenlam Asia Pacific Pte. Ltd.	Wholly Owned Subsidiary	USD 5,000,000	35,68,62,500#
2.	Sale of Materials	Greenlam Asia Pacific Pte. Ltd.	Wholly Owned Subsidiary	USD 13,440,215	98,52,35,620
3.	Guarantee Commission	Greenlam Asia Pacific Pte. Ltd.	Wholly Owned Subsidiary	USD 54,646	38,76,889#
4.	Dividend Received\$	Greenlam Asia Pacific Pte. Ltd.	Wholly Owned Subsidiary	USD 550,000	3,80,82,000

*Transactions executed prior to the period under reporting but continuing as on December 31, 2019.

#Value of transaction converted from foreign currency to INR based on the quarter end conversion rate.

\$ Value of transaction converted from foreign currency to INR based on the conversion rate as on the date of receipt.

For Greenlam Industries Limited

 Prakash Kumar Biswas
 Company Secretary &
 Vice President-Legal