

**Corporate Governance**

Quarter Ending : June 2018

Annexure 1

**Composition of Board of Directors**

Title	Name of the Director	Category	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	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr	D K Chhabria	Executive Director, Chairperson	1-Jul-13	-	60	1	1	0
Mr	H S Vachha	Non-Executive - Independent Director	9-Sep-14	-	60	1	0	1
Mr	Mahesh Viswanathan	Executive Director	1-Jul-13	-	60	1	1	0
Mr	P G Pawar	Non-Executive - Independent Director	9-Sep-14	-	60	4	2	4
Mr	P R Rathi	Non-Executive - Independent Director	9-Sep-14	-	60	4	4	0
Mr	Sanjay K Asher	Non-Executive - Independent Director	9-Sep-14	-	60	7	3	5
Mr	Shishir Lall	Non-Executive - Independent Director	28-Sep-17	-	60	1	0	0
Mrs	Namita V Thapar	Non-Executive - Non Independent Director	10-Aug-15	-	-	1	0	0

**Composition of Committee**

**Audit Committee**

Name of Committee members	Category
H S Vachha	Non-Executive - Independent Director, Chairperson
P G Pawar	Non-Executive - Independent Director, Member
Pradeep R Rathi	Non-Executive - Independent Director, Member
Sanjay K Asher	Non-Executive - Independent Director, Member
Shishir Lall	Non-Executive - Independent Director, Member

**Nomination and remuneration committee**

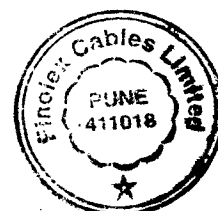
Name of Committee members	Category
P G Pawar	Non-Executive - Independent Director, Chairperson
Shishir Lall	Non-Executive - Independent Director, Member
Namita V Thapar	Non-Executive - Non Independent Director, Member

**Risk Management Committee**

Name of Committee members	Category
H S Vachha	Non-Executive - Independent Director, Chairperson
Sanjay K Asher	Non-Executive - Independent Director, Member
D K Chhabria	Executive Director, Member
Mahesh Viswanathan	Executive Director, Member

**Stakeholders Relationship Committee**

Name of Committee members	Category
P G Pawar	Non-Executive - Independent Director, Chairperson
Sanjay K Asher	Non-Executive - Independent Director, Member
Pradeep R Rathi	Non-Executive - Independent Director, Member
D K Chhabria	Executive Director, Member
Mahesh Viswanathan	Executive Director, Member



**Annexure 1**

**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 meeting (in number of days)
12-Feb-18	25-Apr-18	71
	28-May-18	32

**Meeting of Committees**

Name of 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	11-May-18	Yes,3	12-Feb-18	87
Audit Committee	28-May-18	Yes,2		

**Annexure 1**

**Related Party Transactions**

Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance
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	-

**Signatory Details**

Name of signatory	R G D'SILVA
Designation of person	Company Secretary and Compliance Office

