

Corporate Governance Report of Gravita India Limited for quarter ended 31.12.2015

Name of the Listed Entity		Gravita India Limited									
Quarter ending:		31.12.2015									
Composition of Board of Directors											
Title (Mr./ Ms./ Mrs.)	Name of the Director	DIN	PAN	Category (Chairman /Executive/ Non-Executive/Independent /Nominee)	Date of appointment in the current term/ cessation	Tenure (in Years)	Number of Directorships in listed entities including this listed entity as per Regulation 25(1)	Number of Memberships in Audit/Stakeholders Relationship Committee(s) including this listed entity	Number of post of Chairperson in Audit/Stakeholders Relationship Committee held in listed entities including this listed entity	Membership in Committees	Remarks
Mr.	Mahavir Prasad Agarwal	0188179	ACGPA2309G	Chairman & Executive Director	27-Mar-07	-	1	1	0	Stakeholders Committee	
Mr.	Rajat Agrawal	0855284	AATPA5125F	Executive Director	4-Aug-92	-	1	0	0	Risk Management Committee	
Mr.	Rajeev Surana	01374077	ADGPS3250G	Executive Director	26-Nov-05	-	1	1	0	Stakeholders Committee Risk Management Committee	
Mr.	Dinesh Kumar Govil	02402409	AARPG2146G	Independent Director	2-Aug-14	6 Years	1	2	2	Audit Committee Risk Management Committee Nomination and Remuneration Committee Stakeholders Committee	
Mr.	Yogesh Mohan Kharbanda	02733082	AEIPK4227M	Independent Director	2-Aug-14	5 Years	1	1	0	Audit Committee Nomination and Remuneration Committee	
Mr.	Arun Kumar Gupta	02749451	AAZPG2146G	Independent Director	2-Aug-14	6 Years	1	1	0	Audit Committee Nomination and Remuneration Committee	
Mrs.	Chanchal Chadha Phadnis	07133840	AAGPP7382Q	Independent Director	24-Mar-15	Less than 1 year	1	1	0	Audit Committee	

Composition of Committees

S.No.	Name of Committee	Name of Committee Members	Executive/Non-Executive/Independent/Nominee	Company Remarks
1	Audit Committee	Mr. Dinesh Kumar Govil Mr. Arun Kumar Gupta Mr. Yogesh Mohan Kharbanda Mrs. Chanchal Chadha Phadnis	Chairman Member Member Member	-
2	Nomination & Remuneration Committee	Mr. Dinesh Kumar Govil Mr. Arun Kumar Gupta Mr. Yogesh Mohan Kharbanda	Member Member Member	-
3	Stakeholder Grievance Committee	Mr. Dinesh Kumar Govil Mr. Rajeev Surana Dr. M.P. Agarwal	Chairman Member Member	-
4	Compensation Committee	Mr. Dinesh Kumar Govil Mr. Rajat Agrawal Mr. Yogesh Mohan Kharbanda	Chairman Member Member	-

5	Investment Committee	Mr. Rajeev Surana Dr. M.P. Agarwal Mr. Rajat Agrawal	Member Member Member	-
6	CSR Committee	Mr. Yogesh Mohan Kharbanda Dr. M.P. Agarwal Dr. Rajat Agrawal	Chairman Member Member	-
7	Finance & Risk Management Committee	Mr. Dinesh Kumar Govil Mr. Rajeev Surana Mr. Rajat Agrawal	Member Member Member	-

Meeting of Board Directors

S.No.	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)	Company Remarks
1	10-Aug-15	7-Nov-15	39	-
2	21-Sep-15	30-Oct-15	-	-

Meetings of Committee

S.No.	Name of Committee	Date(s) of meeting of the Committee in the previous quarter	Date(s) of meeting of the Committee in the relevant quarter	Whether requirement of Quorum met (details)	Maximum Gap between any two consecutive meetings (in number of days) [only for Audit Committee]	Company Remarks
1	Audit Committee	10-Aug-15	7-Nov-15	Yes	47	
		21-Sep-15	-	Yes	-	
2	Nomination & Remuneration Committee	10-Aug-15	-	Yes	-	
		21-Sep-15	-	Yes	-	
3	Finance & Risk Management Committee	-	17-Oct-15	Yes	-	
		-	7-Nov-15	Yes	-	
		-	11-Dec-15	Yes	-	

Related Party Transactions

S.No.	Subject	Compliance Status (Yes/No/N.A.)	Company Remarks
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	

Affirmations

1	The Composition of Board of Directors is in terms of SEBI (Listing Obligations and disclosure requirements) Regulations, 2015.
2	The Composition of following committees is in terms of SEBI (Listing Obligations and disclosure requirements) Regulations, 2015. a. Audit Committee b. Nomination & Remuneration Committee c. Stakeholder Relationship Committee d. Risk Management Committee (applicable to top 100 listed entities)
3	The Committee members have been made aware of their powers, roles & responsibilities in the manner as specified in SEBI (Listing Obligations and disclosure requirements) Regulations, 2015.
4	The meetings of the Board of Directors and 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.

Name	Leena Jain
Designation	Company Secretary