## ANNEXURE I

**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity **-** **Signet Industries Limited**
2. Quarter ending **- 31-Mar-2016**

|  |
| --- |
| **I. Composition of Board of Directors** |
| |  |  |  |  |  |  |  |  |  |  |  | | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | | Title (Mr./Ms) | Name of the Director | DIN | PAN | Category (Chairperson  /Executive/Non- Executive/  Independent/  Nominee) | Date of Appointment | Date of cessation | Tenure | No of Directorship in listed entities including this listed entity | No 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. | Mukesh sangla | 00189676 | ANAPS5579F | C | 01-Apr-2015 |  | 4 | 1 | 1 | 0 | | Mr. | Saurabh Sangla | 00206069 | ANBPS3195G | ED | 07-Jul-2003 |  |  | 1 | 2 | 0 | | Mr. | Murli Dhar Vashist | 2824595 | ACDPV4631M | ID | 13-Aug-2014 |  | 3.6 | 1 | 1 | 0 | | Mrs. | Nishtha Neema | 1743710 | ADEPN6009K | ID | 13-Aug-2014 |  | 3.6 | 2 | 2 | 1 | | Mr. | AKHILESH GUPTA | 07106212 | AVBPG4120H | ID | 30-Sep-2015 |  | 4 | 1 | 2 | 1 | |

**II. Composition of Comittees**

|  |
| --- |
| **Audit** **Committee** |
| |  |  |  |  | | --- | --- | --- | --- | | *Sr. No.* | *Name of the Director* | *Category* | *Chairperson/Membership* | | 1 | Mukesh sangla | C | Member | | 2 | Saurabh Sangla | ED | Member | | 3 | Murli Dhar Vashist | ID | Member | | 4 | Nishtha Neema | ID | Chairperson | | 5 | AKHILESH GUPTA | ID | Member | |

|  |
| --- |
| **Stakeholders Relationship** **Committee** |
| |  |  |  |  | | --- | --- | --- | --- | | *Sr. No.* | *Name of the Director* | *Category* | *Chairperson/Membership* | | 1 | AKHILESH GUPTA | ID | Chairperson | | 2 | Saurabh Sangla | ED | Member | | 3 | Nishtha Neema | ID | Member | |

|  |
| --- |
| **Risk Management** **Committee** |
| |  |  |  |  | | --- | --- | --- | --- | | *Sr. No.* | *Name of the Director* | *Category* | *Chairperson/Membership* | |

|  |
| --- |
| **Nomination and Remuneration** **Committee** |
| |  |  |  |  | | --- | --- | --- | --- | | *Sr. No.* | *Name of the Director* | *Category* | *Chairperson/Membership* | | 1 | Mukesh sangla | C | Member | | 2 | Saurabh Sangla | ED | Member | | 3 | Nishtha Neema | ID | Member | | 4 | AKHILESH GUPTA | ID | Chairperson | |

|  |  |
| --- | --- |
| **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* | | 09-Nov-2015 | 13-Feb-2016 | |  | 16-Feb-2016 | |  | 30-Mar-2016 | | *Maximum gap between any two consecutive (in number of days)* |
| 95 |

|  |  |
| --- | --- |
| **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* | | 13-Feb-2016 | YES | 09-Nov-2015 | | 16-Feb-2016 | YES |  | | *Maximum gap between any two consecutive (in number of days)* |
| 95 |

|  |  |
| --- | --- |
| **V. Related Party Transactions** | |
| ***Subject*** | ***Compliance status (Yes/No/NA)*** |
| 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 | Yes |

**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
   1. Audit Committee - **Yes**
   2. Nomination & remuneration committee - **Yes**
   3. Stakeholders relationship committee - **Yes**
   4. Risk management committee (applicable to the top 100 listed entities) **- No**
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. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. **- Yes**

b. Any comments/observations/advice of Board of Directors may be mentioned here:

|  |
| --- |
|  |

**Name : Preeti SIngh**

**Designation : Company Secretary**

## ANNEXURE II

**Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)**

|  |  |  |  |
| --- | --- | --- | --- |
| **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 | | | Yes |
| 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 | | | Not Applicable |
| New name and the old name of the listed entity | | | Yes |
| **II Annual Affirmations** | | | |
| ***Particulars*** | ***Regulation Number*** | ***Compliance status (Yes/No/NA)*** | |
| *Independent director(s) have been appointed in terms of specified criteria of ‘independence’ and/or ‘eligibility’* | *16(1)(b) & 25(6)* | Yes | |
| *Board composition* | *17(1)* | Yes | |
| *Meeting of Board of directors* | *17(2)* | Yes | |
| *Review of Compliance Reports* | *17(3)* | Yes | |
| *Plans for orderly succession for appointments* | *17(4)* | Yes | |
| *Code of Conduct* | *17(5)* | Yes | |
| *Fees/compensation* | *17(6)* | Yes | |
| *Minimum Information* | *17(7)* | Yes | |
| *Compliance Certificate* | *17(8)* | Yes | |
| *Risk Assessment & Management* | *17(9)* | Yes | |
| *Performance Evaluation of Independent Directors* | *17(10)* | Yes | |
| *Composition of Audit Committee* | *18(1)* | Yes | |
| *Meeting of Audit Committee* | *18(2)* | Yes | |
| *Composition of nomination & remuneration committee* | *19(1) & (2)* | Yes | |
| *Composition of Stakeholder Relationship Committee* | *20(1) & (2)* | Yes | |
| *Composition and role of risk management committee* | *21(1),(2),(3),(4)* | Not Applicable | |
| *Vigil Mechanism* | *22* | Yes | |
| *Policy for related party Transaction* | *23(1),(5),(6),(7) & (8)* | Yes | |
| *Prior or Omnibus approval of Audit Committee for all related party transactions* | *23(2), (3)* | Yes | |
| *Approval for material related party transactions* | *23(4)* | Yes | |
| *Composition of Board of Directors of unlisted material Subsidiary* | *24(1)* | Yes | |
| *Other Corporate Governance requirements with respect to subsidiary of listed entity* | *24(2),(3),(4),(5) & (6)* | Yes | |
| *Maximum Directorship & Tenure* | *25(1) & (2)* | Yes | |
| *Meeting of independent directors* | *25(3) & (4)* | Yes | |
| *Familiarization of independent directors* | *25(7)* | Yes | |
| *Memberships in Committees* | *26(1)* | Yes | |
| *Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel* | *26(3)* | Yes | |
| *Disclosure of Shareholding by Non- Executive Directors* | *26(4)* | Yes | |
| *Policy with respect to Obligations of directors and senior management* | *26(2) & 26(5)* | Yes | |

**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. **- Yes**

**Name : Preeti Singh**

**Designation : Company Secretary**