

REF: BIL/ST.EX/REG 27(2)/2017-18/3

5th January, 2018

The Secretary
The Calcutta Stock Exchange Limited,
7, Lyons Range,
Kolkata – 700001.

Dear Sir,

Sub: Regulation 27(2)-Submission of Quarterly Compliance Report on Corporate Governance for the quarter ended 31st December, 2017

We submit herewith Quarterly Compliance Report on Corporate Governance for the quarter ended 31st December, 2017 in terms of Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly take the same on record.

Thanking you,

Yours faithfully,
For **Binani Industries Limited**



Visalakshi Sridhar
CFO, Manager & Company Secretary

Encl.: As above

Binani Industries Limited

CIN: L24117WB1962PLC025584

Corporate Office: Mercantile Chambers, Ground Floor, 12, J. N. Heredia Marg, Ballard, Estate, Mumbai - 400 001, India.

Tel: +91 22 3026 3000 / 01 / 02 | Fax: +91 22 2263 4960 | Email: mumbai@binani.net | www.binaniindustries.com

Registered Office: 37/2, Chinar Park, New Town, Rajarhat Main Road, P.O. Hatihara, Kolkata - 700 157. India

Tel: 08100326795 / 08100126796 | Fax: +91 33 4008 8802

General information about company	
Scrip code	500059
Name of the entity	Binani Industries Limited
Date of start of financial year	01-04-2017
Date of end of financial year	31-03-2018
Reporting Quarter	Quarterly
Date of Report	31-12-2017
Risk management committee	Not Applicable



Annexure I														
Annexure I to be submitted by listed entity on quarterly basis														
I. Composition of Board of Directors														
Disclosure of notes on composition of board of directors explanatory														
Is there any change in information of board of directors compare to previous quarter												Yes		
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	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 (Refer Regulation 25(1) of Listing Regulations)	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)	Notes
1	Mr	Braj Binani	AABPB0708M	00009165	Non-Executive - Non Independent Director	Chairperson		29-09-2014			1	0	0	Textual Information (2)
2	Mrs	Nidhi Binani Singhania	AFAPB3663D	00030435	Non-Executive - Independent Director	Not Applicable		29-09-2016		15	1	0	0	
3	Mr	Nilesh R Doshi	AACPD3828R	00249715	Non-Executive - Independent Director	Not Applicable		28-09-2017		3	2	1	2	Textual Information (3)
4	Mr	Shardul Dilip Shah	ABVPS9741G	02061996	Non-Executive - Independent Director	Not Applicable		28-09-2017		3	1	2	0	Textual Information (4)



Annexure I														
Annexure I to be submitted by listed entity on quarterly basis														
I. Composition of Board of Directors														
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	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 (Refer Regulation 25(1) of Listing Regulations)	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)	Notes
5	Mrs	Shradha Binani	AJRPB4568J	00427919	Non-Executive - Non Independent Director	Not Applicable		19-12-2015			1	0	0	
6	Mrs	Sangeeta Pandit	AABPP2839F	06748608	Non-Executive - Independent Director	Not Applicable		29-09-2016	08-12-2017	14	3	3	0	Textual Information (5)



Text Block	
Textual Information(1)	Mr. Braj Binani who retired by rotation in the AGM held on 20th December 2017 has been re-appointed as Director in the same AGM.
Textual Information(2)	He has been appointed as an Independent Director in the Annual General Meeting held on 20th December, 2017 and to hold office upto the conclusion of 56th Annual General Meeting to be held in the year 2019.
Textual Information(3)	He has been appointed as an Independent Director in the Annual General Meeting held on 20th December, 2017 and to hold office upto the conclusion of 56th Annual General Meeting to be held in the year 2019.
Textual Information(4)	Appointed as Independent Director at the 53rd Annual General Meeting held on 29/09/2016 and has resigned on 08/12/2017. Her resignation will be considered in the next Board Meeting



Annexure 1					
II. Composition of Committees					
Disclosure of notes on composition of committees explanatory					
Is there any change in information of committees compare to previous quarter					
Yes					
Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
1	Audit Committee	Sangeeta Pandit	Non-Executive - Independent Director	Member	
2	Audit Committee	Nilesh R. Doshi	Non-Executive - Independent Director	Chairperson	
3	Audit Committee	Shardul Dilip Shah	Non-Executive - Independent Director	Member	
4	Nomination and remuneration committee	Sangeeta Pandit	Non-Executive - Independent Director	Member	
5	Nomination and remuneration committee	Nilesh R. Doshi	Non-Executive - Independent Director	Chairperson	
6	Nomination and remuneration committee	Shardul Dilip Shah	Non-Executive - Independent Director	Member	
7	Stakeholders Relationship Committee	Sangeeta Pandit	Non-Executive - Independent Director	Member	
8	Stakeholders Relationship Committee	Nilesh R. Doshi	Non-Executive - Independent Director	Chairperson	
9	Stakeholders Relationship Committee	Shardul Dilip Shah	Non-Executive - Independent Director	Member	
10	Corporate Social Responsibility Committee	Sangeeta Pandit	Non-Executive - Independent Director	Member	



Annexure 1					
II. Composition of Committees					
Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
11	Corporate Social Responsibility Committee	Nilesh R. Doshi	Non-Executive - Independent Director	Chairperson	
12	Corporate Social Responsibility Committee	Shardul Dilip Shah	Non-Executive - Independent Director	Member	



Annexure 1			
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III. Meeting of Board of Directors			
Disclosure of notes on meeting of board of directors explanatory			
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)
1	28-07-2017		
2		16-10-2017	79



Annexure 1							
IV. Meeting of Committees							
Disclosure of notes on meeting of committees explanatory							
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	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)	Name of other committee
1	Audit Committee	16-10-2017	Yes	Nilesh R Doshi, Shardul Dilip Shah, Sanggeta Pandit	28-07-2017	79	
2	Stakeholders Relationship Committee	09-10-2017	Yes	Nilesh R Doshi, Shardul Dilip Shah, Sanggeta Pandit			
3	Stakeholders Relationship Committee	22-11-2017	Yes	Nilesh R Doshi, Shardul Dilip Shah, Sanggeta Pandit		146	



Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes on related party transactions			Textual Information(1)
Disclosure of notes of material transaction with related party			Textual Information(2)



Text Block	
Textual Information(1)	1. Prior approval was granted via Omnibus approval limit. 2. Details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee.
Textual Information(2)	There were no material contracts requiring shareholders approval.



Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
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
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	NA
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)



Text Block	
Textual Information(1)	This report will be placed before the Board of Directos at its meeting to be held on January,2018. Any comments observations/advice of Board of Directors , if any , will be included for the next quarter.



Signatory Details	
Name of signatory	Visalakshi Sridhar
Designation of person	Company Secretary
Place	Mumbai
Date	05-01-2018



