

General information about company	
Scrip code	500059
Name of the entity	Binani Industries Limited
Date of start of financial year	01-04-2016
Date of end of financial year	31-03-2017
Reporting Quarter	Yearly
Date of Report	31-03-2017
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	
2	Mrs	Nidhi Binani Singhania	AFAPB3663D	00030435	Non-Executive - Non Independent Director	Not Applicable		29-09-2016			1	0	0	
3	Ms	Shradha Binani	AJRPB4568J	00427919	Non-Executive - Non Independent Director	Not Applicable		19-12-2015			1	0	0	
4	Mr	Rahul Asthana	ADGPA6889A	00234247	Non-Executive - Independent Director	Not Applicable		29-09-2016		24	2	2	2	Textual Information(2)



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	Mr	S Sridhar	AAXPS1464M	00004272	Non-Executive - Independent Director	Not Applicable		29-09-2016		24	6	6	3	Textual Information(3)
6	Mrs	Sangeeta Pandit	AABPP2839F	06748608	Non-Executive - Independent Director	Not Applicable		29-09-2016		24	3	3	0	Textual Information(4)



Text Block	
Textual Information(1)	Re-appointed as Independent Director at the 53rd Annual Genral Meeting held on 29/09/2016
Textual Information(2)	Re-appointed as Independent Director at the 53rd Annual Genral Meeting held on 29/09/2016.
Textual Information(3)	Appointed as Independent Director at the 53rd Annual Genral Meeting held on 29/09/2016.



Annexure I					
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	Mr. Rahul Asthana	Non-Executive - Independent Director	Chairperson	
2	Audit Committee	Mr. S. Sridhar	Non-Executive - Independent Director	Member	
3	Audit Committee	Mrs. Sangeeta Pandit	Non-Executive - Independent Director	Member	
4	Nomination and remuneration committee	Mr. Rahul Asthana	Non-Executive - Independent Director	Chairperson	
5	Nomination and remuneration committee	Mr. S. Sridhar	Non-Executive - Independent Director	Member	
6	Nomination and remuneration committee	Mrs. Sangeeta Pandit	Non-Executive - Independent Director	Member	
7	Stakeholders Relationship Committee	Mr. Rahul Asthana	Non-Executive - Independent Director	Chairperson	
8	Stakeholders Relationship Committee	Mr. S. Sridhar	Non-Executive - Independent Director	Member	
9	Stakeholders Relationship Committee	Mrs. Sangeeta Pandit	Non-Executive - Independent Director	Member	



Annexure 1			
Annexure 1			
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	27-10-2016		
2		27-01-2017	91
3		28-03-2017	59



Annexure 1							Name of other committee
IV. Meeting of Committees							
Disclosure of notes on meeting of committees explanatory						Textual Information(1)	
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)	
1	Audit Committee	27-01-2017	Yes	Mr. Rahul Asthana, Mr. S. Sridhar & Dr.(Mrs) Sangeeta Pandit	26-10-2016	92	
2	Stakeholders Relationship Committee	19-01-2017	Yes	Mr. Rahul Asthana, & Dr.(Mrs) Sangeeta Pandit	27-10-2016	83	
3	Stakeholders Relationship Committee	28-03-2017	Yes	Mr. Rahul Asthana and Mr. S. Sridhar		91	



Text Block	
Textual Information(1)	<p>1. Two Meeting of Stakeholder Relationship Committee were held during the current quarter</p> <p>2. Maximum Time gap between two consecutive meeting of Stakeholder Relationship Committee is as Below</p> <p>Time Gap between meeting held on 27-10-2016 and 19-01-2017 is 83 days</p> <p>Time Gap between meeting held on 19-01-2017 and 28-03-2017 is 68 days</p>



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 Directors at its meeting to be held in May, 2017. Any comments/observations/advice of Board of Directors, if any, will be included in the report for the next quarter



Annexure II				
Annexure II 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				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.binaniindustries.com
2	Terms and conditions of appointment of independent directors	Yes		www.binaniindustries.com
3	Composition of various committees of board of directors	Yes		www.binaniindustries.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.binaniindustries.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.binaniindustries.com
6	Criteria of making payments to non-executive directors	Yes		www.binaniindustries.com
7	Policy on dealing with related party transactions	Yes		www.binaniindustries.com
8	Policy for determining 'material' subsidiaries	Yes		www.binaniindustries.com
9	Details of familiarization programmes imparted to independent directors	Yes		www.binaniindustries.com



Annexure II

Annexure II 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

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.binaniindustries.com
11	email address for grievance redressal and other relevant details	Yes		www.binaniindustries.com
12	Financial results	Yes		www.binaniindustries.com
13	Shareholding pattern	Yes		www.binaniindustries.com
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	NA		



Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	Yes	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	Yes	



Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
20	Approval for material related party transactions	23(4)	NA	



Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2), (3),(4),(5) & (6)	Yes	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			



Annexure II		
III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
	Any other information to be provided	



Signatory Details	
Name of signatory	Visalakshi Sridhar
Designation of person	Company Secretary
Place	Mumbai
Date	14-04-2017

