

Annexure I

Name of Listed Entity : Binani Industries Limited

Quarter ending : 30th June, 2016

I. Composition of Board of Directors

Title (Mr / Ms.)	Name of the Director	PAN\$ & DIN	Category (Chairperson/ Executive/ Non- Executive/in dependent/ Nominee) &	Date of Appointment in the current term /cessation	Tenure*	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) #
Mr	Braj Binani	PAN:AABPB0708M DIN:00009165	Chairperson Non- Executive Promoter Director	29/09/2014	N.A.	1	Nil	Nil



Mrs.	Nidhi Binani Singhania	PAN: AFAPB3663D DIN:00030435	Non-Executive Promoter Director	28/09/2013	N.A.	1	Nil	Nil
Mr	Rahul Asthana	PAN:ADGPA6889A DIN:00234247	Independent Director	29/09/2014	Up to the conclusion of ensuing 53 rd AGM to be held in the year 2016 from 29/09/2014	2	2	1
Mr	S. Sridhar	PAN:AAXPS1464M DIN: 00004272	Independent Director	29/09/2014	Up to the conclusion of ensuing 53 rd AGM to be held in the year 2016 from 29/09/2014	6	6	4
Ms	Shradha Binani	PAN: AJRPB4568J DIN:00427919	Non-Executive Promoter Director	19/12/2015	N.A.	1	Nil	Nil
Mrs	Sangeeta Pandit	PAN: AABPP2839F DIN: 06748608	Independent Director	21/04/2016	Up to the date of ensuing 53 rd AGM to be held in the year 2016 ^	3	3	Nil



\$PAN shall not be disclosed on the website

Includes only listed entities including this entity

* Filled only for Independent Director whose tenure is calculated from the date when Independent Director is appointed as such in terms of Companies Act, 2013 and the erstwhile Clause 49 of the Listing Agreement.

^ Dr. (Mrs.) Sangeeta Pandit has been appointed as an Additional Director (Independent Director) w.e.f. 21st April, 2016. Her Appointment as Independent Director is being proposed in the ensuing AGM subject to approval by the board in its ensuing meeting.

II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) \$
1 Audit Committee	1. Mr. S. Sridhar- 2. Mr. Rahul Asthana 3. Dr. (Mrs.) Sangeeta Pandit*	1. Chairperson-Independent 2. Member-Independent 3. Member-Independent
2 Nomination & Remuneration Committee	1. Mr. Rahul Asthana 2. Mr. S. Sridhar 3. Dr. (Mrs.) Sangeeta Pandit*	1. Chairperson-Independent 2. Member-Independent 3. Member-Independent
3 Risk Management Committee(if applicable)	N.A.	N.A.
4 Stakeholders Relationship Committee'	1. Mr. Rahul Asthana 2. Mr. S. Sridhar 3. Dr. (Mrs.) Sangeeta Pandit*	1. Chairperson-Independent 2. Member-Independent 3. Member-Independent

*Inducted w.e.f. 21st April, 2016

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	Maximum gap between any two consecutive (in number of days)
21 st January, 2016	21 st April, 2016 30 th May, 2016	21 st January, 2016 and 21 st April, 2016- 90 days 21 st April, 2016 and 30 th May, 2016 – 38 days

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	Maximum gap between any two consecutive meetings in number of days*
Audit Committee-	The following members	Audit Committee- 20 th	20 th January, 2016 and 20 th April, 2016- 90 days



20 th April, 2016 and 30 th May, 2016	<p>attended the Audit Committee meeting held on 20th April, 2016</p> <p>Mr. S. Sridhar Mr. Rahul Asthana</p> <p>The following members attended the Audit Committee meeting held on 30th May, 2016</p> <p>Mr. S. Sridhar Mr. Rahul Asthana Dr. (Mrs.) Sangeeta Pandit</p>	January, 2016	20 th April, 2016 and 30 th May, 2016 – 38 days
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V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained (refer Note 1)	Yes
Whether shareholder approval obtained for material RPT (refer note no.2)	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee (refer note no.3)	Yes

Notes:

1. Prior approval was granted via Omnibus approval limit.
2. There were no material contracts requiring the shareholders' approval.
3. Details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee



VI. Affirmations

- 1 The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Mrs. Sangeeta Pandit has been inducted as an Independent Director at the Board Meeting held on 21st April, 2016.
- 2 The composition of the following committees is in terms of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015
 - a Audit Committee {Dr. (Mrs.) Sangeeta Pandit has been inducted as a member w.e.f. 21st April, 2016}
 - b Nomination & Remuneration Committee {Dr. (Mrs.) Sangeeta Pandit has been inducted as a member w.e.f. 21st April, 2016}
 - c Stakeholders Relationship Committee {Dr.(Mrs.) Sangeeta Pandit has been inducted as a member w.e.f. 21st April, 2016}
- 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.
- 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.
- 5 The Compliance Report submitted for Quarter ended 31st March, 2016 was placed before the Board at its meeting held on 21st April, 2016. Board of Directors noted the same. This report will be placed before Board of Directors at its ensuing meeting. Any comments/observations/advice of Board of Directors, if any, will be included in the report for the next quarter.

Date: 15th July, 2016
Place: Mumbai



Visalakshi Sridhar
CFO, Manager & Company Secretary

