

Name of Listed Entity : Binani Industries Limited

Quarter ending : 31<sup>st</sup> December, 2015

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 Promoter Director	29/09/2014	N.A.	2	Nil	Nil



Ms	Nidhi Binani Singhania	PAN: AFAPB3663D DIN: 00030435	Promoter Director	28/09/2013	N.A.	2	Nil	Nil
Mr	Rahul Asthana	PAN: ADGPA6889A DIN: 00234247	Independent Director	29/09/2014	Up to the conclusion of 53 <sup>rd</sup> AGM to be held in the year 2016	2	2	0
Mr	S. Sridhar	PAN: AAXPS1464M DIN: 00004272	Independent Director	29/09/2014	Up to the conclusion of 53 <sup>rd</sup> AGM to be held in the year 2016	6	5	3
Ms	Shradha Binani	PAN: AJRPB4568J DIN: 00427919	Promoter Director	19/12/2015	N.A.	2 (including Alternate Directorship in one Company)	Nil	Nil
Ms	Jayantika Dave	PAN: AAFPB4100M DIN: 01585850	Independent Director	19/12/2015	Up to the conclusion of 54 <sup>th</sup> AGM to be held in the year 2017	2	2	Nil



Mr.	N C. Singhal	PAN: AAGPS6961E DIN: 00004916	Independent Director	Date of appointment: 29/09/2014 Date of cessation: 15/10/2015	N.A.	N.A.	N.A.
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# 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.

## 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. Ms. Jayantika Dave	1. Chairperson-Independent 2. Member-Independent 3. Member-Independent
2. Nomination & Remuneration Committee	1. Mr. Rahul Asthana 2. Mr. S. Sridhar 3. Ms. Jayantika Dave	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. Ms. Jayantika Dave	1. Member-Independent 2. Member-Independent 3. Member-Independent

## 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)
1. 3 <sup>rd</sup> July, 2015 2. 27 <sup>th</sup> July, 2015	24 <sup>th</sup> October, 2015	89 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- 23 <sup>rd</sup> October, 2015	<p><b>The following members attended the meeting</b></p> <p>Mr. S. Sridhar-Chairperson Mr. Rahul Asthana</p>	<p>Audit Committee-</p> <p>1. 3<sup>rd</sup> July, 2015 2. 27<sup>th</sup> July, 2015</p>	88 days
<b>V. Related Party Transactions</b>			
<b>Subject</b>			
Whether prior approval of audit committee obtained (refer Note 1)			
Whether shareholder approval obtained for material RPT (refer note no.2)			
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee (refer note no.3)			
<b>Notes:</b>			
<ol style="list-style-type: none"> <li>1. Prior approval was granted via Omnibus approval limit.</li> <li>2. There were no material contracts requiring the shareholders' approval.</li> <li>3. There were no transactions during Q2 under omnibus approval.</li> </ol>			



#### VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
  - a. Audit Committee
  - b. Nomination & remuneration committee
  - c. Stakeholders relationship committee
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. This report will be placed before Board of Directors at its meeting to be held on 21<sup>st</sup> January, 2016. Any comments/observations/advice of Board of Directors, if any, will be included in the report for the next quarter.

Date: 15<sup>th</sup> January, 2016  
Place: Mumbai

  
Visalakshi Sridhar  
CFO, Manager & Company Secretary

