

## Quarterly Compliance Report on Corporate Governance

[Under Regulation 27(2) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]

1. Name of Listed Entity: **GREENPLY INDUSTRIES LTD.**
2. BSE Scrip Code: **526797** & NSE Symbol: **GREENPLY**
3. Quarter ending: **30.06.2018**

### **I. Composition of Board of Directors**

Title (Mr/Ms)	Name of the Director	PAN <sup>5</sup> & DIN	Category (Chairperson /Executive/ Non-Executive/ independent/ 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 <sup>#</sup> 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.	SHIV PRAKASH MITTAL	PAN: AEAPM0196F DIN: 00237242	Chairman - Executive Director	01-02-2017	N.A.	2	Audit Committee: NIL Stakeholders Relationship Committee: 1	Audit Committee: NIL Stakeholders Relationship Committee: 1
MR.	RAJESH MITTAL	PAN: AEAPM5903N DIN: 00240900	Executive Director	01-01-2016	N.A.	1	Audit Committee: 1 Stakeholders Relationship Committee: 1	Audit Committee: NIL Stakeholders Relationship Committee: NIL
MR.	SHOBHAN MITTAL	PAN: AGTPM0891N DIN: 00347517	Executive Director	01-09-2016	N.A.	1	Audit Committee: 1 Stakeholders Relationship Committee: 1	Audit Committee: NIL Stakeholders Relationship Committee: NIL
MR.	SANIDHYA MITTAL	PAN: ANUPM1956C DIN: 06579890	Executive Director	07-02-2018	N.A.	1	Audit Committee: NIL Stakeholders Relationship Committee: NIL	Audit Committee: NIL Stakeholders Relationship Committee: NIL
MR.	SUSIL KUMAR PAL	PAN: AEHPP8238E DIN: 00268527	Non - Executive - Independent Director	22-08-2014	12 Years and 7 Months Approx. (Based on original date of appointment i.e. 06-12-2005)	3	Audit Committee: 2 Stakeholders Relationship Committee: 2	Audit Committee: 1 Stakeholders Relationship Committee: NIL
MR.	VINOD KUMAR KOTHARI	PAN: AFMPK8774Q DIN: 00050850	Non - Executive - Independent Director	22-08-2014	12 Years and 1 Month Approx. (Based on original date of appointment i.e. 31-05-2006)	2	Audit Committee: 2 Stakeholders Relationship Committee: NIL	Audit Committee: 1 Stakeholders Relationship Committee: NIL
MR.	ANUPAM KUMAR MUKERJI	PAN: AEEP0160P DIN: 00396878	Non - Executive - Independent Director	22-08-2014	11 Years and 11 Months Approx. (Based on original date of appointment i.e. 08-08-2006)	1	Audit Committee: 1 Stakeholders Relationship Committee: 1	Audit Committee: NIL Stakeholders Relationship Committee: 1



MR.	UPENDRA NATH CHALLU	PAN: AAGPC3981N  DIN: 05214065	Non - Executive - Independent Director	22-08-2014	5 Years and 10 Months Approx. (Based on original date of appointment i.e. 31-08-2012)	1	Audit Committee: 1  Stakeholders Relationship Committee: NIL	Audit Committee: NIL  Stakeholders Relationship Committee: NIL
MS.	SONALI BHAGWATI DALAL	PAN: AAFPD5551N  DIN: 01105028	Non - Executive - Independent Director	22-08-2014	11 Years and 5 Months Approx. (Based on original date of appointment i.e. 22-01-2007)	3	Audit Committee: 1  Stakeholders Relationship Committee: NIL	Audit Committee: NIL  Stakeholders Relationship Committee: NIL

<sup>5</sup> PAN number of any director would not be displayed on the website of Stock Exchange.

<sup>&</sup> Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen.

\* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

<sup>#</sup> No. of Membership also includes Chairmanship.

## II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) <sup>&amp;</sup>
1. Audit Committee	Mr. Susil Kumar Pal	Chairman - Non-Executive - Independent
	Mr. Rajesh Mittal	Executive
	Mr. Shobhan Mittal	Executive
	Mr. Vinod Kumar Kothari	Non-Executive - Independent
	Mr. Anupam Kumar Mukerji	Non-Executive - Independent
	Mr. Upendra Nath Challu	Non-Executive - Independent
2. Nomination & Remuneration Committee	Mr. Susil Kumar Pal	Chairman- Non-Executive - Independent
	Mr. Anupam Kumar Mukerji	Non-Executive - Independent
	Mr. Vinod Kumar Kothari	Non-Executive - Independent
	Mr. Shiv Prakash Mittal	Executive
3. Risk Management Committee (if applicable)	N.A.	N.A.
4. Stakeholders Relationship Committee	Mr. Anupam Kumar Mukerji	Chairman - Non - Executive - Independent
	Mr. Susil Kumar Pal	Non-Executive - Independent
	Mr. Rajesh Mittal	Executive
	Mr. Shobhan Mittal	Executive
5. Corporate Social Responsibility Committee	Mr. Rajesh Mittal	Executive
	Mr. Shobhan Mittal	Executive
	Mr. Vinod Kumar Kothari	Non-Executive - Independent
	Mr. Upendra Nath Challu	Non-Executive - Independent

<sup>&</sup> Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen.

## 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)
20.03.2018	29.05.2018	69 DAYS (excluding date of meetings)
07.02.2018	30.05.2018	

## 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*
<b>AUDIT COMMITTEE:</b>			
29.05.2018	YES - 5 Members (including 4 Independent Directors) were present out of total 6 members	20.03.2018	69 DAYS (excluding date of meetings)



30.05.2018	YES - 3 Members (including 3 Independent Directors) were present out of total 6 members	07.02.2018	-
<b>STAKEHOLDERS RELATIONSHIP COMMITTEE:</b>			
29.05.2018	YES - 3 Members (including 2 Independent Directors) were present out of total 4 members	07.02.2018	-
<b>NOMINATION &amp; REMUNERATION COMMITTEE:</b>			
29.05.2018	YES - 4 Members (including 3 Independent Directors) were present out of total 4 members	20.03.2018	-
	-	07.02.2018	-
<b>CORPORATE SOCIAL RESPONSIBILITY COMMITTEE:</b>			
29.05.2018	YES - 3 Members (including 2 Independent Director) were present out of total 4 members	07.02.2018	-

\* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.

#### V. Related Party Transactions

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

#### Note:

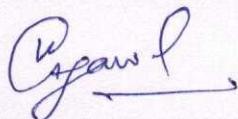
- In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
- If status is "No" details of non-compliance may be given here.

#### VI. Affirmations

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.: Yes
- The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015:
  - Audit Committee: Yes
  - Nomination & remuneration committee: Yes
  - Stakeholders relationship committee: Yes
  - Risk management committee (applicable to the top 100 listed entities): Not Applicable
- 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
- 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
- This report and/or the report submitted in the previous quarter has been placed before Board of Directors.: Yes

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

#### For GREENPLY INDUSTRIES LIMITED



**KAUSHAL KUMAR AGARWAL**  
COMPANY SECRETARY &  
COMPLIANCE OFFICER

Place: Kolkata

Date: 11.07.2018

