



## S.R. Industries Limited

CIN : L29246PB1989PLC009531

Regd. Off. : F-110, Industrial Area, Phase VII

Moahli, Punjab - 160055

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13<sup>th</sup> January, 2016

Dept. of Corporate Services,  
The Bombay Stock Exchange Limited,  
Registered Office: Floor 25,  
P J Towers, Dalal Street,  
Mumbai 400001

**Subject: Compliance of Clause 27(2a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended 31<sup>st</sup> December, 2015**

Dear Sir,

Please find enclosed a copy of the Corporate Governance Report for the quarter ended 31<sup>st</sup> December, 2015.

This is for your necessary information and records please.

Thanking you

Yours faithfully

For S R Industries Ltd

Himani Anand  
Company Secretary

**CORPORATE GOVERNANCE REPORT FOR THE QUARTER ENDED 31ST DECEMBER, 2015**

1. a) NAME OF THE LISTED ENTITY: S R INDUSTRIES LTD  
 b) CIN: L29246PB1989PLC009531  
 c) SCRIP CODE: 513515

2. QUARTER ENDING: 31 DECEMBER 2015

I. COMPOSITION OF BOARD OF DIRECTORS								
TITLE	NAME OF THE DIRECTOR	PAN & DIN	CATEGORY	DATE OF APPOINTMENT IN THE CURRENT TERM	TENURE	NO. OF DIRECTORSHIP IN LISTED ENTITIES INCLUDING THIS ENTITY	NO. OF MEMBERSHIPS IN AUDIT/STAKEHOLDERS' COMMITTEES INCLUDING THIS LISTED ENTITY	NO. OF POSTS OF CHAIRPERSON IN AUDIT/STAKEHOLDERS COMMITTEE HELD IN LISTED ENTITIES INCLUDING THIS LISTED ENTITY
MR.	RAMESH CHANDER MAHAJAN	DIN: 00038661  PAN: ACPPM6667E	MANAGING DIRECTOR	19/07/1989	NA	1	0	0
MR.	MADAN MOHAN PURI	DIN: 01711466  PAN: AEPMP3540K	NON-EXECUTIVE & INDEPENDENT	30/09/2014	Commencing from 30.09.2014.	1	1	0
MR.	RAMESH KUMAR BHANDARI	DIN: 00354242  PAN: ABJPB2909D	NON-EXECUTIVE & INDEPENDENT	30/09/2015	Commencing from 30.09.2015.	2	1	1
MRS.	SEEMA MAHAJAN	DIN: 06978146  PAN: AEBPM3788C	NON-EXECUTIVE & INDEPENDENT	10/11/2014	Commencing from 10.11.2014.	1	1	1
MR.	AMIT MAHAJAN	DIN: 00038593  PAN: AAJPM1254D	WHOLE TIME DIRECTOR	19/05/1997	NA	2	2	0

MR.	AMIT MAHAJAN	DIN: 00038827  PAN: ACPPM6633E	WHOLE TIME DIRECTOR	01/09/2006	NA	1	1	0
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## II. COMPOSITION OF COMMITTEES

NAME OF THE COMMITTEE	NAME OF COMMITTEE MEMBERS	CATEGORY
1. AUDIT COMMITTEE	RAMESH KUMAR BHANDARI	NON- EXECUTIVE & INDEPENDENT
	MADAN MOHAN PURI	NON- EXECUTIVE & INDEPENDENT
	AMIT MAHAJAN, DIRECTOR (COMMERCIAL)	WHOLE TIME DIRECTOR
2. NOMINATION AND REMUNERATION COMMITTEE	MADAN MOHAN PURI	NON- EXECUTIVE & INDEPENDENT
	RAMESH KUMAR BHANDARI	NON- EXECUTIVE & INDEPENDENT
	SEEMA MAHAJAN	NON- EXECUTIVE & INDEPENDENT
3. RISK MANAGEMENT COMMITTEE	NA	NA
4. STAKEHOLDERS' RELATIONSHIP COMMITTEE	SEEMA MAHAJAN	NON- EXECUTIVE & INDEPENDENT
	AMIT MAHAJAN, DIRECTOR (COMMERCIAL)	WHOLE TIME DIRECTOR
	AMIT MAHAJAN, DIRECTOR (OPERATIONS)	WHOLE TIME DIRECTOR

## III. MEETING OF BOARD OF DIRECTORS

DATE(S) OF MEETING IN THE PREVIOUS QUARTER	DATE(S) OF MEETING IN THE RELEVANT QUARTER	MAXIMUM GAP BETWEEN ANY TWO CONSECUTIVE MEETINGS
12 AUGUST 2015	10 NOVEMBER 2015	75 DAYS
27 AUGUST 2015		

IV. MEETING OF COMMITTEES			
DATE(S) OF MEETING OF THE COMMITTEE IN THE RELEVANT QUARTER	WHETHER REQUIREMENT OF QUORUM MET	DATE(S) OF MEETING OF THE COMMITTEE IN THE PREVIOUS QUARTER	MAXIMUM GAP BETWEEN ANY TWO CONSECUTIVE MEETINGS
<b>1. AUDIT COMMITTEE</b>			
10 NOVEMBER 2015	YES (ALL MEMBERS PRESENT)	12 AUGUST 2015	90 DAYS
<b>2. NOMINATION AND REMUNERATION COMMITTEE</b>			
10 NOVEMBER 2015	YES (ALL MEMBERS PRESENT)	12 AUGUST 2015	90 DAYS

V. RELATED PARTY TRANSACTIONS	
SUBJECT	COMPLIANCE STATUS (YES/NO/NA)
WHETHER PRIOR APPROVAL OF AUDIT COMMITTEE OBTAINED	N.A.
WHETHER SHAREHOLDER APPROVAL OBTAINED FOR MATERIAL RELATED PARTY TRANSACTIONS	N.A.
WHETHER DETAILS OF RPT ENTERED INTO PURSUANT TO OMNIBUS APPROVAL HAVE BEEN REVIEWED BY AUDIT COMMITTEE	N.A.

VI. AFFIRMATIONS
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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 and Remuneration Committee
  - c. Stakeholders' Relationship Committee
3. The Committee members have been made aware of their powers, roles 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 specified in the SEBI (Listing obligations and disclosure requirement) Regulations, 2015.
5. This report and/or the report submitted in the previous quarter has been placed before the Board of

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

*The report submitted in the previous quarter has been placed before the Board of Directors of the Company. There being no comments, the Board took note of the same.*

A handwritten signature in black ink, appearing to read "Himani Anand", written in a cursive style.

HIMANI ANAND  
COMPANY SECRETARY