

COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1. Name of Listed Entity : **DEEPAK INDUSTRIES LIMITED**
 2. Quarter ended : 31st March, 2018

1. Composition of Board of Directors								
Title (Mr / Ms.)	Name of the Director	PAN & DIN	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)	Date of Appointment In the current term/ cessation	Tenure	Number of Directors in Listed entities including this listed entity (Refer Reg. 25(1) of Listing Regulations)	Number of Members in Audit / Stakeholder Committee(s) including this Listed Entity (Refer Reg. 26(1) of Listing Regulations)	Number of post of Chairperson in Audit / Stakeholder Committee(s) held in Listed entity including this Listed Entity (Refer Reg. 26(1) of Listing Regulations)
Mr	Pradip Kumar Daga	AGAPD8547R00040692	Chairperson and Executive	16/12/2013	5 years	4	3	0
Mr	Yashwant Kumar Daga	AFYPD7477F00040632	Vice-Chairperson and Executive	15/11/2014	5 Years	6	10	0
Mr	Anand Prasad Agarwala	ACGPA1603B00312652	Non-Executive and Independent	01/10/2014	5 Years	1	2	0
Mr	Sujit Chakravorti	ABWPC0051C00066344	Non-Executive and Independent	01/10/2014	5 Years	3	2	3
Mrs	Meera Dokania	ADYPD3050A07094376	Non-Executive and Independent	01/04/2015 (Independent Wef 29/09/2016)	5 years	1	1	1

II. COMPOSITION OF COMMITTEES		
Name of Committee	Name of Committee Members	Category (Chairperson / Executive/ Non-Executive / Independent / Nominee)
1. Audit Committee	Mr Anand Prasad Agarwalla	Chairman, Non-Executive-Independent
	Mr. Meera Dokania	Member, Non-Executive-Independent
	Mr. Yashwant Kumar Daga	Member, Executive, Non-Independent.
2. Nomination & Remuneration Committee	Mr. Anand Prasad Agarwalla	Chairman, Non-Executive-Independent
	Mr. Sujit Chakravorti	Member, Non-Executive-Independent
	Meera Dokania	Member, Non-Executive-Independent
3. Risk Management Committee (if applicable)	Not applicable	
4. Stakeholders Relationship Committee	Mr. Meera Dokania	Chairman, Non-Executive-Independent
	Mr. Sujit Chakravorti	Member, Non-Executive-Independent
	Mr. Anand Prasad Agarwalla	Member, Non-Executive-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 meetings (in number of days)
13/12/2017	14/02/2018	40 days and 63 days
03/11/2017		

III. Meeting of Committees			
Date(s) of Meeting of the Committees 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 14/02/2018	Yes	13/12/2017	65days
*This information has to be mandatorily given for audit committee, for rest of the committees giving this information is optional.			

V. Related Party Transactions	
Subject	Compliance Status (Yes/ No/N.A.)
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	Yes

VI. Affirmations
<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015</p> <ol style="list-style-type: none"> a. Audit Committee b. Nomination & remuneration committee c. Stakeholders relationship committee d. Risk management committee (applicable to the top 100 listed entities) <p>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.</p> <p>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.</p> <p>5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: Will be placed in the Board meeting held after this date.</p>
<p>For DEEPAK INDUSTRIES LIMITED</p> <p style="text-align: center;">(Vithal Das Mall) COMPANY SECRETARY & COMPLIANCE OFFICER</p>

CORPORATE GOVERNANCE REPORT FOR THE FINANCIAL YEAR ENDED ON 31.3.2018

NAME OF THE COMPANY : DEEPAK INDUSTRIES LIMITED

Yearly Corporate Governance Report of the year ended 31/03/2018

I. Disclosure on website in terms of Listing Regulations	
Item	Compliance Status (Yes / No / NA)
Details of business	YES
Terms and conditions of appointment of Independent Directors	YES
Composition of various committees of Board of Directors	YES
Code of conduct of Board of Directors and Senior Management Personnel	YES
Details of establishment of vigil mechanism / Whistle Blower Policy	YES
Criteria of making payments to Non-Executive Directors	N.A. (disclosed in Annual Report)
Policy on dealing with related party transactions	YES
Policy for determining 'material subsidiaries'	N.A.
Details of familiarization programmes imparted to Independent Directors	YES
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	YES
E-mail address for grievance redressal and other relevant details	YES
Financial results	YES
Shareholding Pattern	YES
Details of agreements entered into with the media companies and / or their associates	NOT ENTERED
New name and the old name of the listed entity	N.A

II. Annual Affirmations		
Particulars	Regulation Number	Compliance Status (Yes / No / NA)
Independent Director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'.	16(1)(b) & 25(6)	YES
Board Composition	17(1)	YES
Meeting of Board of Directors	17(2)	YES
Review of Compliance Reports	17(3)	YES
Plans for orderly succession for appointments	17(4)	YES
Code of Conduct	17(5)	YES
Fees / compensation	17(6)	YES
Minimum information	17(7)	YES
Compliance Certificate	17(8)	YES
Risk Assessment and Management	17(9)	YES
Performance evaluation of Independent Directors	17(10)	YES
Composition of Audit Committee	18(1)	YES
Meeting of Audit Committee	18(2)	YES

Composition of Nomination & Remuneration Committee	19(1) & (2)	YES
Composition of Stakeholder Relationship Committee	20(1) & (2)	YES
Composition and role of Risk Management Committee	21(1), (2),(3),(4)	NOT APPLICABLE
Vigil Mechanism	22	YES
Policy for Related Party Transactions	23(1), (5), (6), (7) &(8)	YES
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	YES
Approval for material related party transactions	23(4)	Not applicable during the Year
Composition of Board of Directors of unlisted material subsidiary	24(1)	NOT APPLICABLE
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2), (3), (4), (5) & (6)	NOT APPLICABLE
Maximum Directorship and Tenure	25(1) & (2)	YES
Meeting of Independent Directors	25(3) & (4)	YES
Familiarization of Independent Directors	25(7)	YES
Membership in Committees	26(1)	YES
Affirmation with compliance to Code of Conduct from members of Board of Directors and Senior Management Personnel	26(3)	YES
Disclosure of shareholding by Non-Executive Directors	26(4)	YES
Policy with respect to Obligations of Directors and Senior Management Personnel	26(2) & 26(5)	YES
<p>Note:</p> <p>1 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.</p> <p>2. If status is no, details of non-compliance may be given.</p> <p>3. If the listed entity would like to provide any other information the same may be indicated here.</p>		
<p>III Affirmations :</p> <p>The Listed Entity does not have any subsidiary.</p>		
<p>For Deepak Industries Limited</p> <p>(V D MALL) Company Secretary</p>		