

## GUJARAT ALKALIES AND CHEMICALS LTD.

P.O. : Petrochemicals : 391 346

Dist. : Vadodara

1. Name of Listed Entity: Gujarat Alkalies and Chemicals Ltd.
  2. Quarter Ending: 31<sup>st</sup> December, 2016
- Company Code: BSE: 530001 NSE: GUJALKALI

I. Composition of Board of Directors								
Title (Mr/ Mrs)	Name of the Director	PAN & DIN	Category (Chairperson/ Executive/Non-Executive/Independent/Nominee)	Date of Appointment in the current term/cessation	Tenure of Directors (in months)	No. of Directorship in listed entities including this listed entity. (Refer Regulation 25(1) of Listing Regulation(s).	No. of membership in Audit/Stakeholder Committees(s) including this listed entity. (Refer Regulation 26(1) of Listing Regulation(s).	No. of post of Chairpersons in Audit/Stakeholder Committee held. in Listed entities including this listed entity. Refer Regulation 26(1) of Listing Regulation(s).
Mr.	Jagadip Narayan Jagadish Narayan Singh	AYBPS5382C 00955107	Chairperson- Nominee Director- Non Executive Director	31-08- 2016 (Appointment as Chairman)	-	05	02	00
Mr.	Anil Gopishankar Mukim	AGNPM2171M 02842064	Non Executive Director- Non Independent Director	15-10- 2016 (Appointment)	-	04	02	01



Mr.	Prem Kumar Taneja	ADIPP8029R 00010589	Non Executive Director- Non Independent Director	06-12-2016	-	03	00	00
Mr.	Jayant Narayan Godbole	ACHPG9889N 00056830	Non-Executive Director - Independent Director	*18-09-2015	15	07	**10	04
Mr.	Rajiv Indravadan Modi	ACGPM3768F 01394558	Non-Executive Director - Independent Director	01-10-2014	27	01	02	00
Mrs.	Pallavi Shardul Shroff	AQPPS7388Q 00013580	Non-Executive Director - Independent Director	01-10-2014	27	04	01	00
Mr.	Rajiv Lochan Jain	ACYPJ1455E 00161022	Non-Executive Director - Independent Director	06-01-2016	12	02	04	01
Mr.	Prem Kumar Gera	AATPG0400D 05323992	Executive Director – Managing Director	19-02-2016	-	02	02	00

\* As per the Companies Act, 2013 Mr. Jayant Narayan Godbole (DIN: 00056830) was appointed as Independent Director at 41<sup>st</sup> AGM held on 22.08.2014 till next AGM i.e 42<sup>nd</sup> AGM held on 18.09.2015. Further, he was re-appointed as Independent Director at 42<sup>nd</sup> AGM held on 18.09.2015 for a term of 05 years till the conclusion of 47<sup>th</sup> AGM.

\*\* Mr. Jayant Narayan Godbole is holding Membership/Chairmanship in total ten Committees out of which, he is holding Membership/Chairmanship in seven Committees of Board of Directors of listed companies.



<b>II. Composition of Committees</b>		
<b>Name of Committee</b>	<b>Name of Committee members</b>	<b>Category (Chairperson/Executive/Non-Executive/Independent/Non Independent/Nominee) <sup>§</sup></b>
<b>1.Audit Committee</b>	<b>1. Mr. Jayant Narayan Godbole</b>	<b>Chairperson - Non-Executive - Independent</b>
	<b>2. Mr. Anil Gopishankar Mukim</b>	<b>Non-Executive - Non Independent</b>
	<b>3. Mr. Rajiv Indravadan Modi</b>	<b>Non-Executive - Independent</b>
	<b>4. Mrs. Pallavi Shardul Shroff</b>	<b>Non-Executive - Independent</b>
	<b>5. Mr. Rajiv Lochan Jain</b>	<b>Non-Executive - Independent</b>
	<b>6. Mr. Prem Kumar Gera</b>	<b>Executive</b>
<b>2.Nomination &amp; Remuneration Committee</b>	<b>1. Mr. Jayant Narayan Godbole</b>	<b>Chairperson - Non-Executive - Independent</b>
	<b>2. Mr. Anil Gopishankar Mukim</b>	<b>Non-Executive - Non Independent</b>
	<b>3. Mr. Rajiv Lochan Jain</b>	<b>Non-Executive - Independent</b>
<b>3.Risk Management –cum- Safety Committee (if applicable)</b>	<b>1. Mr. Jayant Narayan Godbole</b>	<b>Chairperson - Non-Executive - Independent</b>
	<b>2. Mr. Rajiv Lochan Jain</b>	<b>Non-Executive - Independent</b>
	<b>3. Mr. Prem Kumar Gera</b>	<b>Executive</b>
<b>4.Stakeholders Relationship Committee</b>	<b>1. Mr. Anil Gopishankar Mukim</b>	<b>Chairperson - Non-Executive- Non Independent</b>
	<b>2. Mr. Rajiv Indravadan Modi</b>	<b>Non-Executive - Independent</b>
	<b>3. Mr. Rajiv Lochan Jain</b>	<b>Non-Executive - Independent</b>
	<b>4. Mr. Prem Kumar Gera</b>	<b>Executive</b>



5. Corporate Social Responsibility Committee	1. Mr. Jagadip Narayan Jagadish Narayan Singh	Chairperson-Non-Executive-Non Independent
	2. Mr. Anil Gopishankar Mukim	Non-Executive- Non Independent
	3. Mr. Jayant Narayan Godbole	Non-Executive - Independent
	4. Mr. Prem Kumar Gera	Executive

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)
28.07.2016	10.11.2016	41 days
29.09.2016		

IV. Meeting of Committees				
Date(s) of meeting of the Committee in the relevant quarter	Whether requirement of Quorum met (details)	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>				
10.11.2016	Yes	4 out of 6 Members were Present	28.07.2016	104 days
<b>STAKEHOLDERS RELATIONSHIP CUM INVESTORS' GRIEVANCE COMMITTEE</b>				
10.11.2016	Yes	3 out of 4 Members were Present	28.07.2016	--
<b>NOMINATION CUM REMUNERATION COMMITTEE</b>				
10.11.2016	Yes	2 out of 3 Members were present	--	--
<b>RISK MANAGEMENT COMMITTEE</b> (The Board at its meeting held on 11.02.2016 has constituted this Committee)				
09.11.2016	Yes	3 out of 3 Members were present	--	--



<b>V. Related Party Transactions</b>	
<b>Subject</b>	<b>Compliance Status (Yes/NO/NA)</b>
Whether prior approval of audit committee obtained	N.A
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

<b>VI. Affirmations</b>	
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	
d. Risk management committee (applicable to the top 100 listed entities)	
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 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:	
The Board of Directors of the Company at its meeting held on 10.11.2016 has reviewed and noted the Quarterly Compliance Report on Corporate Governance for the quarter ended on 30.09.2016.	



for GUJARAT ALKALIES AND CHEMICALS LIMITED

S S BHATT  
COMPANY SECRETARY & GM (LEGAL, CO & CSR)  
COMPLIANCE OFFICER

Date : 4<sup>th</sup> January, 2017