

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: 31st 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 Committee(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 (Appoint ment as Chairman) | - | 05 | 02 | 00 |
| Mr. | Anil Gopishankar Mukim | AGNPM2171M 02842064 | Non Executive Director- Non Independent Director | 15-10- 2016 (Appoint ment) | - | 04 | 02 | 01 |



| | | | | | | | | |
|------|------------------------|------------------------|--|-------------|----|----|------|----|
| Mr. | Prem Kumar Taneja | ADJPP8029R 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 41st AGM held on 22.08.2014 till next AGM i.e 42nd AGM held on 18.09.2015. Further, he was re-appointed as Independent Director at 42nd AGM held on 18.09.2015 for a term of 05 years till the conclusion of 47th 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.



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



| | | |
|--|---|---|
| 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* |
|--|---|-------------------------------------|---|---|
| AUDIT COMMITTEE | | | | |
| 10.11.2016 | Yes | 4 out of 6 Members were Present | 28.07.2016 | 104 days |
| STAKEHOLDERS RELATIONSHIP CUM INVESTORS' GRIEVANCE COMMITTEE | | | | |
| 10.11.2016 | Yes | 3 out of 4 Members were Present | 28.07.2016 | -- |
| NOMINATION CUM REMUNERATION COMMITTEE | | | | |
| 10.11.2016 | Yes | 2 out of 3 Members were present | -- | -- |
| RISK MANAGEMENT COMMITTEE (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 | -- | -- |



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 RPT | N.A. |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | Yes |


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
 - 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 : 4th January, 2017