

ANNEXURE- I

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: 30th September, 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 Chairperson in Audit/Stakeholder Committee held in Listed entities including this listed entity. Refer Regulation 26(1) of Listing Regulation(s).
Mr.	Gangaram Aloria	ABEPA6965H02913711	Chairperson-Nominee Director -Non Executive Director	23-08-2016 (Cessation)	-	01	00	00
Mr.	Jagadip Narayan Jagadish Narayan Singh	AYBPS5382C00955107	Chairperson-Nominee Director-Non Executive Director	31-08-2016 (Appointment as Chairman)	-	05	04	01



Mr.	Arvind Motilal Agarwal	ABRPA3143Q 00122921	Non Executive Director- Non Independent Director	29-08-2016 (Cessation)	-	01	00	00
Mr.	Jayant Narayan Godbole	ACHPG9889N 00056830	Non-Executive Director - Independent Director	18-09-2015	12	07	10	03
Mr.	Rajiv Indravadan Modi	ACGPM3768 F 01394558	Non-Executive Director - Independent Director	01-10-2014	24	01	02	00
Mrs.	Pallavi Shardul Shroff	AQPP57388Q 00013580	Non-Executive Director - Independent Director	01-10-2014	24	04	01	00
Mr.	Rajiv Lochan Jain	ACYPJ1455E 00161022	Non-Executive Director - Independent Director	06-01-2016	09	02	04	01
Mr.	Prem Kumar Gera	AATPG0400D 05323992	Executive Director – Managing Director	19-02-2016	-	02	02	0

* 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.



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. Jagadip Narayan Jagadish Narayan Singh	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. Jagadip Narayan Jagadish Narayan Singh	Non-Executive - Non Independent
	3. Mr. Rajiv Lochan Jain	Non-Executive - Independent
3.Risk Management 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. Jagadip Narayan Jagadish Narayan Singh	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. Jayant Narayan Godbole	Non-Executive - Independent
	2. Mr. Prem Kumar Gera	Executive
<p>Note:- Shri Arvind Agarwal, IAS, Director and Chairman of CSR Committee has resigned and ceased to be a Director w.e.f 29/08/2016. The Company shall reconstitute CSR Committee by appointing a Director in his place in the next Board Meeting to be held in the month of October/November, 2016.</p>		

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)
26.05.2016	28.07.2016	62 days
	29.09.2016	62 days

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				
28.07.2016	Yes	5 out of 6 Members were Present	26.05.2016	62 days
STAKEHOLDERS RELATIONSHIP CUM INVESTORS' GRIEVANCE COMMITTEE				
28.07.2016	Yes	3 out of 4 Members were Present	26.05.2016	--
NOMINATION CUM REMUNERATION COMMITTEE				
-	-	-	26.05.2016	--
RISK MANAGEMENT COMMITTEE (The Board at its meeting held on 11.02.2016 has constituted this Committee)				
-	-	-	26.05.2016	--



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 28.07.2016 has reviewed and noted the Quarterly Compliance Report on Corporate Governance for the quarter ended on 30.06.2016.	



for GUJARAT ALKALIES AND CHEMICALS LIMITED

S S BRATT
 COMPANY SECRETARY & GM (LEGAL, CG & CSR)
 COMPLIANCE OFFICER

Date : 7th October, 2016

ANNEXURE III

Format to be submitted by listed entity at the end of 6 months after end of financial year along-with second quarter report of next financial year

I Affirmations

Broad heading	Regulation Number	Compliance status (Yes/No/NA)
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	No*
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	No*
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

Note:-

* Shri J N Godbole, Independent Director is the Chairman of Audit Committee and also the Chairman of Nomination-cum-Remuneration Committee. He has vide letter expressed his inability to attend the 43rd Annual General Meeting (AGM) of the Company and nominated Shri Rajiv Lochan Jain, Independent Director of the Company to represent at 43rd AGM as Chairman of Audit Committee and Nomination-cum-Remuneration Committee. Shri Rajiv Lochan Jain, Independent Director and also Member of Audit Committee and Nomination-cum-Remuneration Committee had attended the Annual General Meeting.



for GUJARAT ALKALIES AND CHEMICALS LIMITED

(Handwritten Signature)

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

Date : 7th October, 2016