



Annexure - I

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

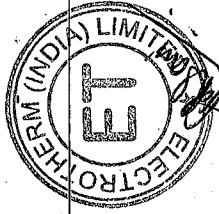
[Pursuant to Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Name of Listed Entity : ELECTROTHERM (INDIA) LIMITED

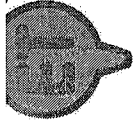
Quarter Ending : 31<sup>st</sup> December, 2017

**I. COMPOSITION OF BOARD OF DIRECTORS :-**

Title (Mr. / Ms.)	Name of Director	PAN & DIN	Category (Chairperson/ Executive / Non-Executive / Independent / Nominee)	Date of Appointment in the current term / cessation	Tenure	No. of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairpersons in Audit/ Stakeholder Committee held in listed entities including this listed entity Refer Regulation 26(1) of Listing Regulations)
Mr.	Mukesh Bhandari	AALPB1974B 00014511	Chairperson Executive	01/02/2017	-	1	-	-
Mr.	Shailesh Bhandari	AALPB1973G 00058866	Executive	01/02/2017	-	1	1	-
Mr.	Avinash Bhandari	ABRPB0303P 00058986	Executive	01/02/2017	-	1	2	-
Mr.	Siddharth Bhandari	ARTPB0632P 01404674	Executive	26/04/2017	-	1	1	-
Mr.	Dinesh Shankar Mukati	ACZPM4662K 07909551	Non-Executive Independent	05/09/2017	4 Months	1	1	-
Mr.	Madhu Aravind Menon	AGSPM9708P 00950279	Non-Executive Independent	05/09/2017	4 Months	1	-	1



# ELECTROTHERM<sup>®</sup> (INDIA) LTD.



Mr.	Pratap Mohan	AEQPP8100G 03536047	Non-Executive Independent	05/09/2017	4 Months	1	-	1
Mrs.	Hinal Jaimin Shah	CABPS8369H 07789126	Non-Executive Independent	11/12/2017	20 days	1	-	-



**II. COMPOSITION OF COMMITTEES:-** There is no change in Composition of Committees as compare to previous quarter.

Sr. No.	Name of Committee	Name of Committee members	Category (Chairperson / Executive / Non-Executive/Independent / Nominee)
1	Audit Committee	There is no change in Composition of Committees as compare to previous quarter.	
2	Nomination & Remuneration Committee		
3	Stakeholders Relationship Committee		
4	Corporate Social Responsibility Committee		

### III. MEETING OF BOARD OF DIRECTORS

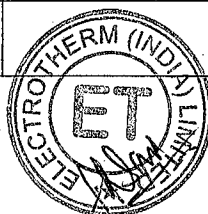
Sr. No.	Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
1	13/07/2017	-	-
2	05/08/2017	-	22 days
3	14/09/2017	-	39 days
4	-	11/12/2017	87 days

### IV. MEETING OF COMMITTEES

Sr. No.	Name of Committee	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
1	Audit Committee	-	Yes	All Four members were present	03/07/2017	-
2	Audit Committee	-	Yes	Three out four members were present	13/07/2017	9 days
3	Audit Committee	-	Yes	All three members were present	14/09/2017	62 days
4	Audit Committee	11/12/2017	Yes	All three members were present	-	87 days

### V. RELATED PARTY TRANSACTIONS

Subject	Compliance Status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholders approval obtained for material RPT	Yes






Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	N. A.
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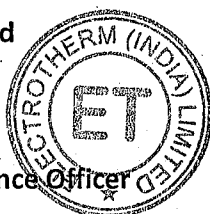
\* **Note** : There are related party transactions during the quarter, but none of the related party transaction fall within the category of material related party transaction. The Company at the 28<sup>th</sup> Annual General Meeting held on 30<sup>th</sup> September, 2014 has approved all proposed related party transactions with annual limits.

## VI. AFFIRMATIONS

Sr.	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Yes
2	The composition of the following committees in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. <b>a. Audit Committee</b>	Yes
3	The composition of the following committees in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. <b>b. Nomination &amp; Remuneration Committee</b>	No
4	The composition of the following committees in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. <b>c. Stakeholders Relationship Committee</b>	Yes
5	The composition of the following committees in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. <b>d. Risk Management Committee (applicable to the top 100 listed entities)</b>	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Yes
7	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.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	N. A.

For Electrotherm (India) Limited

  
Fagesh Kumar R. Soni  
Company Secretary & Compliance Officer  
(Membership No. F8218)



Place : Ahmedabad

Date : 12<sup>th</sup> January, 2018