



QUARTERLY CORPORATE GOVERNANCE REPORT

Name of Listed Entity: NANDAN DENIM LIMITED

Quarter ending: DECEMBER 2015

I. 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 *	No. of Directorship in listed entities including this listed entity	No. of memberships in Audit / Stakeholder Committee(s) including this listed entity	No. of post of Chairperson in Audit / Stakeholder Committee held in listed entities including this listed entity
Mr.	Vedprakash Chiripal	AAHPC2102Q 00290454	C – NE	11/08/2003	-	2	3	0
Mr.	Brijmohan Chiripal	ACCPA7904K 00290426	MD – E	14/12/1998	-	1	0	0
Mr.	Tara Sankar Bhattacharya	AECPB7078M 00157305	I - NE	06/02/2013	5 years	6	5	1
Mr.	Ambalal Patel	AHNPP1756C 00037870	I – NE	21/02/2007	5 years	7	5	4
Mr.	Yasho Verdhan Verma	AAGPV7151F 06389278	I – NE	29/04/2015	5 years	2 [#]	1 [#]	0
Mrs.	Pratima Ram	ABNPR8942E 03518633	I – NE	11/11/2014	5 years	4	3	2
Mr.	Giraj Mohan Sharma	AANPS5342J 01215950	I – NE	11/11/2014	5 years	1	1	0

§ - PAN of any Director would not be displayed on the website of the Stock Exchange

& - Category of Director means Executive / Non-Executive / Independent / Nominee. If a Director fits into more than one category, write all categories separating them with hyphen.

* - To be filled only for Independent Director. Tenure would mean total period from which Independent Director is serving on Board of Directors of the listed entity in continuity without any cooling period.

C – Chairman, MD – Managing Director, I – Independent, E – Executive, NE – Non-Executive

- Mr. Yasho Verdhan Verma is a Shareholder Director in Dena Bank which is governed by Banking Companies (Acquisitions and Transfer of Undertakings) Act, 1970. His directorship in Dena Bank (listed on BSE & NSE) and his committee membership in the Stakeholders Relationship Committee of Dena Bank has been considered for the purpose of number of directorships in listed entities and number of memberships in other entities.

II. Composition of Committee		
Name of Committee	Name of Committee members	Category & (Chairperson / Executive / Non-Executive / Independent / Nominee)
1. Audit Committee	Mr. Ambalal Patel Mr. Tara Sankar Bhattacharya Ms. Pratima Ram Mr. Vedprakash Chiripal	C – I – NE I – NE I – NE NE
2. Nomination & Remuneration Committee	Dr. Yasho Verdhan Verma Mr. Vedprakash Chiripal Mr. Tara Sankar Bhattacharya	C – I – NE NE I – NE
3. Stakeholders Relationship Committee	Ms. Pratima Ram Mr. Giraj Mohan Sharma Mr. Vedprakash Chiripal	C – I – NE I – NE NE
4. Corporate Social Responsibility Committee	Dr. Yasho Verdhan Verma Mr. Giraj Mohan Sharma Mr. Vedprakash Chiripal	C – I – NE I – NE NE
& - Category of Directors means Executive / Non-Executive / Independent / Nominee. If a Director fits into more than one category, write all categories separating them with hyphen.		
C – Chairman, I – Independent, NE – Non-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 meetings (in number of days)
August 5, 2015	November 3, 2015	90 days

IV. Meeting of Committees			
Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of quorum met (details)	Date(s) of Meeting (if any) in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)*
Audit Committee November 3, 2015	Yes – all members were present	August 5, 2015	90 days
Stakeholders Relationship Committee November 3, 2015	Yes – all members were present	August 5, 2015	90 days
Corporate Social Responsibility Committee November 3, 2015	Yes – except Dr. Yasho Verdhan Verma, all members were present.	August 5, 2015	90 days
Nomination & Remuneration Committee November 3, 2015	Yes – except Dr. Yasho Verdhan Verma, all members were present	-	-

*This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.

V. Related Party Transactions	
Subject	Compliance Status (Yes / No / NA) <small>Refer note below</small>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material Related Party Transactions	NA but as good corporate governance practice, the Company has passed resolution for shareholders' approval
Whether details of Related Party Transactions entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes
Note: 1. In the column 'Compliance Status', compliance or non-compliance may be indicated by Yes / No / N.A.. 2. If status is 'No', details of non-compliance may be given here.	



VI. Affirmations

1. The composition of the Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - **Yes**
2. The composition of the following committees is in terms with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - **Yes**
 - a. Audit Committee
 - b. Nomination & Remuneration Committee
 - c. Stakeholders Relationship Committee
 - d. Risk Management Committee (applicable to 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 - **Yes**
4. The meetings of the Board of Directors and above committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - **Yes**
5. This report and / or the report submitted in the previous quarter has been placed before the Board of Directors. Any comments / observations / advice of Board of Directors may be mentioned here – **First report. This will be placed at the ensuing Board Meeting.**

For NANDAN DENIM LIMITED

Sd/-

Purvee Roy
Company Secretary & Compliance Officer
(Mem. No. A26925)