

## ARO GRANITE INDUSTRIES LIMITED

### ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity: **ARO GRANITE INDUSTRIES LIMITED**
2. Quarter ending: **31.03.2016**

I. Composition of Board of Directors									
Title (Mr. / Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/ Non Executive/ In dependent/ Nominee) &	Date of Appoint ment in the current term /cessati on	Tenu re*	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 Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Sunil K. Arora	0015 0668	AADPA8044P	Executive	03.05.1988	-	1	1	NIL
Mr.	Kasturi Lal Arora	0015 0732	AAOPA9402E	Non - executive	09.03.1989	-	1	2	1
Mr	Dinesh Chandra Kothari	0019 5609	AAQPK0293B	Non- Executive/ Independent	06.09.2014/ 05.09.2019	5 years	3	5	1
Mr.	Rahul Gupta	0002 4732	AAAPG0774B	Non- Executive/ Independent	06.09.2014/ 05.09.2019	5 years	1	2	0
Ms.	Sujata Arora	0011 2866	AADPA8045N	Non- Executive	22.03.2006	-	1	Nil	Nil

For Aro Granite Industries Ltd.

  
 Company Secretary



## ARO GRANITE INDUSTRIES LIMITED

Mr.	K. Raghavendra Acharya	0692 3476	ABQPR0915E	Executive	31.10.2014	-	1	Nil	Nil
Ms.	Vanita Sood	0692 6832	AGAPS4881R	Non-Executive/ Independent	31.10.2014/ 30.10.2019	5 years	1	Nil	Nil
Mr.	Kanwaljit Singh	0138 8140	AHWPS5377H	Non-Executive/ Independent	25.04.2015/ 24.04.2020	5 Years	1	2	Nil
<p>SPAN number of any director would not be displayed on the website of Stock Exchange &amp; 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 * 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 off period.</p>									
<b>II. Composition of Committees</b>									
	Name of Committee			Name of Committee members		Category (Chairperson/Executive/Non-Executive/independent/Nominee) \$			
	1. Audit Committee			Dinesh Chandra Kothari Kasturi Lal Arora Rahul Gupta Kanwaljit Singh		Chairman Non-executive Independent Non-Executive Non-executive Independent Non-executive Independent			
	2. Nomination & Remuneration Committee			Dinesh Chandra Kothari Kasturi Lal Arora Rahul Gupta Kanwaljit Singh		Chairman Non-executive Independent Non-executive Non-executive Independent Non-Executive Independent			
	3. Risk Management Committee(if applicable)			Not Applicable					
	4. Stakeholders Relationship Committee			Kasturi Lal Arora Sunil Kumar Arora Dinesh Chandra Kothari Rahul Gupta Kanwaljit Singh		Chairman Executive Non-Executive Independent Non-Executive Independent Non-Executive Independent			



For Aro Granite Industries Ltd.

  
 Company Secretary

## ARO GRANITE INDUSTRIES LIMITED

&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			
<b>III. Meeting of Board of Directors</b>			
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)	
20 <sup>th</sup> October 2015	23 <sup>rd</sup> January 2016	93 days	
<b>IV. Meeting of Committees</b>			
Date(s) of meeting of the committee in the relevant quarter	Whether 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 23 <sup>rd</sup> January 2016	Yes	20 <sup>th</sup> Oct. 2015	93 days
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional			
<b>V. Related Party Transactions</b>			
<b>Subject</b>		<b>Compliance status (Yes/No/NA)refer note below</b>	
Whether prior approval of audit committee obtained		Yes	
Whether shareholder approval obtained for material RPT		Yes	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		Yes	
<b>Note</b>			
1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.			
2. If status is "No" details of non-compliance may be given here.			



For Aro Granite Industries Ltd.

  
 Company Secretary

## ARO GRANITE INDUSTRIES LIMITED

### 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 : **Not Applicable** (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.: **NONE**

Sabyasachi Panigrahi

For Aro Granite Industries Ltd.

  
Company Secretary

Company Secretary

### Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.



**ANNEXURE II**

**Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)**

<b>I. Disclosure on website in terms of Listing Regulations</b>		
<b>Item</b>	<b>Compliance status (Yes/No/NA) refer note below</b>	
Details of business	YES	
Terms and conditions of appointment of independent directors	YES	
Composition of various committees of board of directors	YES	
Code of conduct of board of directors and senior management personnel	YES	
Details of establishment of vigil mechanism/ Whistle Blower policy	YES	
Criteria of making payments to non-executive directors	YES	
Policy on dealing with related party transactions	YES	
Policy for determining 'material' subsidiaries	YES	
Details of familiarization programmes imparted to independent directors	YES	
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	YES	
email address for grievance redressal and other relevant details	YES	
Financial results	YES	
Shareholding pattern	YES	
Details of agreements entered into with the media companies and/or their associates	N.A.	
New name and the old name of the listed entity	N.A.	
<b>II Annual Affirmations</b>		
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA) refer note below</b>
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1) (b) & 25(6)	YES
Board composition	17(1)	YES
Meeting of Board of directors	17(2)	YES
Review of Compliance Reports	17(3)	YES
Plans for orderly succession for appointments	17(4)	YES
Code of Conduct	17(5)	YES
Fees/compensation	17(6)	YES
Minimum Information	17(7)	YES
Compliance Certificate	17(8)	YES
Risk Assessment & Management	17(9)	YES



For Aro Granite Industries Ltd.

*[Signature]*  
Company Secretary

Performance Evaluation of Independent Directors	17(10)	YES
Composition of Audit Committee	18(1)	YES
Meeting of Audit Committee	18(2)	YES
Composition of nomination & remuneration committee	19(1) & (2)	YES
Composition of Stakeholder Relationship Committee	20(1) & (2)	YES
Composition and role of risk management committee	21(1), (2), (3), (4)	N.A.
Vigil Mechanism	22	YES
Policy for related party Transaction	23(1), (5), (6), (7) & (8)	YES
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	YES

<i>Approval for material related party transactions</i>	23(4)	YES
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	N.A.
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5) & (6)	N.A.
<i>Maximum Directorship &amp; Tenure</i>	25(1) & (2)	
<i>Meeting of independent directors</i>	25(3) (4)	YES
<i>Familiarization of independent directors</i>	25(7)	YES
<i>Memberships in Committees</i>	26(1)	YES
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	YES
<i>Disclosure of Shareholding by Non-Executive Directors</i>	26(4)	YES
<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	YES
<b>Note</b>		



For Aro Granite Industries Ltd.


*[Signature]*  
Company Secretary

1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.  
2 If status is "No" details of non-compliance may be given here.  
3 If the Listed Entity would like to provide any other information the same may be indicated here.

**III Affirmations:**

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. : **NOT APPLICABLE**

For Aro Granite Industries Ltd.  
**Name & Designation**

  
Company Secretary

**Company Secretary / Compliance Officer / Managing Director / CEO**

