

**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-Mar-2018**

<b>I. Composition of Board of Directors</b>										
Title (Mr./Ms)	Name of the Director	DI N	P A N	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee)	Date of Appointment	Date of Cessation	Tenure	No of Directorships in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of posts of Chairperson/Audit/Stakeholder Committee held in listed entities including this listed entity
Mr.	SUNIL KUMAR ARORA	00150668	AA DPA 804 4P	C & ED	03-May-1988			1	1	0
Mr.	DINESH CHANDRA KOTHARI	00195609	AA QPK 029 3B	ID	06-Sep-2014		5	3	4	1
Mr.	RAHUL GUPTA	00024732	AA AP G07 74B	ID	06-Sep-2014		5	1	2	2
Mrs.	SUJATA ARORA	00112866	AA DPA 804 5N	NED	22-Mar-2006			1	0	0
Mr.	KRAGHAVENDRA ACHARYA	06923476	AB QP R09 15E	ED	31-Oct-2014		3	1	0	0
Mrs.	VANI	06	AG	ID	31-Oct-		5	1	1	0

	TA SOO D	92 68 32	APS 488 1R		2014					
Mr.	SAHI L ARO RA	07 97 06 22	AJP PA0 513 Q	ED	28-Oct- 2017		3	1	0	0
Mr.	G SUN DRA RESH WAR A	00 16 57 62	AD OPS 605 8F	ID	28-Oct- 2017		5	1	0	0

## II. Composition of Committees

### Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership
1	RAHUL GUPTA ✓	ID	Chairperson ✓
2	DINESH CHANDRA KOTHARI ✓	ID	Member
3	VANITA SOOD ✓	ID	Member ✓
4	G SUNDRARESHWARA ✓	ID	Member ✓

### Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership
1	RAHUL GUPTA	ID	Chairperson ✓
2	DINESH CHANDRA KOTHARI	ID	Member
3	SUNIL KUMAR ARORA	C & ED	Member
4	G SUNDRARESHWARA	ID	Member

### Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership
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### Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership
1	RAHUL GUPTA	ID	Chairperson ✓
2	DINESH CHANDRA KOTHARI	ID	Member
3	VANITA SOOD	ID	Member
4	G SUNDRARESHWARA	ID	Member

## 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
28-Oct-2017	21-Jan-2018	84

## IV. Meeting of Committees

Name of the committee	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 (in number of days)
Audit Committee	21-Jan-2018	yes	28-Oct-2017	84

V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA)
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

#### VI. Affirmations

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 is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
  - a. Audit Committee - **Yes**
  - b. Nomination & remuneration committee - **Yes**
  - c. Stakeholders relationship committee - **Yes**
  - d. Risk management committee (applicable to the top 100 listed entities) - **Not applicable**
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 the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
5. a. This report and/or the reports submitted in the previous quarter has been placed before Board of Directors. - **Yes**  
b. Any comments/observations/advice of Board of Directors may be mentioned here:

NONE

Name : sabyasachi panigrahi  
Designation : Company Secretary

## 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)</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	Not Applicable	
New name and the old name of the listed entity	Not Applicable	
<b>II Annual Affirmations</b>		
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)</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
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)	Not Applicable
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>Approvalformaterialrelatedpartytransactions</i>	23(4)	Yes
<i>CompositionofBoardofDirectorsofunlistedmaterialSubsidiary</i>	24(1)	Not Applicable
<i>OtherCorporateGovernancerequirementswithrespecttosubsidiaryoflistedentity</i>	24(2),(3),(4),(5)&(6)	Not Applicable
<i>MaximumDirectorship&amp;Tenure</i>	25(1)&(2)	Yes
<i>Meetingofindependentdirectors</i>	25(3)&(4)	Yes
<i>Familiarizationofindependentdirectors</i>	25(7)	Yes
<i>MembershipsinCommittees</i>	26(1)	Yes
<i>AffirmationwithcompliancetocodeofconductfrommembersofBoardofDirector sandSeniormanagementpersonnel</i>	26(3)	Yes
<i>DisclosureofShareholdingbyNon-ExecutiveDirectors</i>	26(4)	Yes
<i>PolicywithrespecttoObligationsofdirectorsandseniormanagement</i>	26(2)&26(5)	Yes

### 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**

**Name** : **SABYASACHI PANIGRAHI**  
**Designation** : **Company Secretary**