

CORPORATE GOVERNANCE REPORT

Name of Listed Entity - **Gravita India Limited**
 Quarter ending - **30-Jun-2018**

I. Composition of Board of Directors										
Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee)	Date of Appointment	Date of 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.	Rajat Agrawal	00855284	AATPA5125F	ED	04-Aug-1992			1	1	0
Mr.	Mahavir Prasad Agarwal	00188179	ACGPA2309G	C & ED	27-Mar-2007			1	1	0
Mr.	Dinesh Kumar Govil	02402409	AARPG2146G	ID	02-Aug-2014		47	1	2	2
Mr.	Arun Kumar Gupta	02749451	AAZPG2146G	ID	02-Aug-2014		47	1	1	0
Mrs.	Chanchal Chadha Phadnis	07133840	AAGPP7382Q	ID	24-Mar-2015		39	1	1	0
Mr.	Hemant Kaul	00551588	AAZPK5608H	ID	01-Apr-2018		3	5	4	1

II. Composition of Committees

Audit Committee			
Sr. No.	Name of the Director	Category	Chairperson/Membership
1	Arun Kumar Gupta	ID	Member
2	Dinesh Kumar Govil	ID	Chairperson
3	Chanchal Chadha Phadnis	ID	Member

Stakeholders Relationship Committee			
Sr. No.	Name of the Director	Category	Chairperson/Membership
1	Dinesh Kumar Govil	ID	Chairperson
2	Mahavir Prasad Agarwal	C & ED	Member
3	Rajat Agrawal	ED	Member

Risk Management Committee			
Sr. No.	Name of the Director	Category	Chairperson/Membership
Not Applicable			

Nomination and Remuneration Committee			
Sr. No.	Name of the Director	Category	Chairperson/Membership
1	Chanchal Chadha Phadnis	ID	Member
2	Dinesh Kumar Govil	ID	Member
3	Arun Kumar Gupta	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 consecutive (in number of days)
30-Jan-2018	26-Apr-2018	31

31-Mar-2018	28-May-2018
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IV. Meeting of Committees				
<i>Name of the committee</i>	<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
				117
Audit Committee	28-May-2018	3	30-Jan-2018	
Nomination & Remuneration Committee		3	31-Mar-2018	
Stakeholders Relationship Committee		3	30-Jan-2018	

V. Related Party Transactions	
<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Not Applicable
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 report 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:

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Name : **Nitin Gupta**
Designation : **Company Secretary**