

CORPORATE GOVERNANCE REPORT

1. Name of Listed Entity - **Gravita India Limited**
 2. Quarter ending - **31-Dec-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		53	1	3	3
Mr.	Arun Kumar Gupta	02749451	AAZPG2146G	ID	02-Aug-2014		53	1	1	0
Mrs.	Chanchal Chadha Phadnis	07133840	AAGPP7382Q	ID	24-Mar-2015		45	1	1	0

II. Composition of Committees

Audit Committee				
Sr. No.	Name of the Director	Category	Chairperson/Membership	Date of Appointment
1	Chanchal Chadha Phadnis	ID	Member	23-05-2015
2	Arun Kumar Gupta	ID	Member	14-08-2009
3	Dinesh Kumar Govil	ID	Chairperson	14-08-2009

Stakeholders Relationship Committee				
Sr. No.	Name of the Director	Category	Chairperson/Membership	Date of Appointment
1	Dinesh Kumar Govil	ID	Chairperson	14-08-2009
2	Mahavir Prasad Agarwal	C & ED	Member	28-03-2011
3	Rajat Agrawal	ED	Member	14-03-2016

Risk Management Committee			
Sr. No.	Name of the Director	Category	Chairperson/Membership

Nomination and Remuneration Committee				
Sr. No.	Name of the Director	Category	Chairperson/Membership	Date of Appointment
1	Dinesh Kumar Govil	ID	Member	14-08-2009
2	Arun Kumar Gupta	ID	Member	14-08-2009
3	Chanchal Chadha Phadnis	ID	Member	01-04-2018

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)
12-Jul-2018	14-Nov-2018	50
01-Aug-2018		
24-Sep-2018		

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	14-Nov-2018	3	31-Jul-2018	105

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	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 & Compliance Officer