

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity **-Vaswani Industries Limited**
 2. Quarter ending **- 31-Mar-2016**

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 Directorships 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.	RAVI VASWANI	00308616	ABJPV7300E	C & ED	14-Sep-2015		5	1	1	0
Mr.	PRAMOD VASWANI	01627359	ABKPV6236G	ED	14-Sep-2015		5	1	3	0
Mr.	YASHWANT VASWANI	01627408	ADPPV6276P	ED	14-Sep-2015			1	2	0
Mr.	LEKHUCHAND T MULCHANDANI	02801146	AFHPM1733L	ID	14-Sep-2015		1	1	3	3
Mr.	ASHOK SURI	00291897	AJEPS6929D	ID	14-Sep-		1	1	2	0

					2015					
Mr.	SANJAY JADWANI	05139 093	ACTPJ56 50N	ID	14-Sep-2015		1	1	1	0
Mrs.	SATYAWADI PARASHAR	00761 009	ALCPP49 85E	ID	14-Sep-2015		1	1	0	0
Mr.	PAWAN KUMAR JHA	06812 944	AFFPJ102 4F	ED	31-Mar-2016			1	0	0

II. Composition of Committees

Audit Committee			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	PRAMOD VASWANI	ED	Member
2	LEKHUCHAND T MULCHANDANI	ID	Chairperson
3	ASHOK SURI	ID	Member

Stakeholders Relationship Committee			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	PRAMOD VASWANI	ED	Member
2	LEKHUCHAND T MULCHANDANI	ID	Chairperson
3	ASHOK SURI	ID	Member

Risk Management Committee			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	RAVI VASWANI	C & ED	Chairperson
2	PRAMOD VASWANI	ED	Member
3	YASHWANT VASWANI	ED	Member

Nomination and Remuneration Committee			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	YASHWANT VASWANI	ED	Member
2	LEKHUCHAND T MULCHANDANI	ID	Chairperson

3	SANJAY JADWANI	ID	Member
4	ASHOK SURI	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)
25-Nov-2015	13-Feb-2016	79
13-Nov-2015	02-Mar-2016	
	31-Mar-2016	

IV. Meeting of Committees

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s)	Maximum gap between any two consecutive (in number of days)
13-Feb-2016	0	13-Nov	91
31-Mar-2016	0	13-Nov	
31-Mar-2016	0	13-Nov	
31-Mar-2016			

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	Not Applicable

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. Riskmanagementcommittee(applicabletothetop100listedentities) - **Yes**
3. Thecommitteemembershavebeenmadeawareoftheirpowers,roleandresponsibilitiesasspecifiedinSEBI(Listingobligationsanddisclosurerequirements)Regulations,2015. - **Yes**
4. ThemeetingsoftheboardofdirectorsandtheabovecommitteeshavebeenconductedinthemannerasspecifiedinSEBI(Listingobligationsanddisclosure requirements)Regulations,2015.- **Yes**
5. a. Thisreportand/orthereportssubmittedinthepreviousquarterhasbeenplacedbeforeBoardofDirectors.-**Yes**
b. Anycomments/observations/adviceofBoardofDirectorsmaybementionedhere:

NIL

Name : **Ravi Vaswani**
Designation : **Managing Director**

ANNEXURE II

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

I. Disclosure on website in terms of Listing Regulations		
Item	Compliance status (Yes/No/NA)	
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 payment to non-executive directors	Yes	
Policy on dealing with related party transactions	Yes	
Policy for determining 'material' subsidiaries	Not Applicable	
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	
II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA)
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b)&25(6)	Yes
<i>Board composition</i>	17(1)	Yes
<i>Meeting of Board of directors</i>	17(2)	Yes
<i>Review of Compliance Reports</i>	17(3)	Yes
<i>Plans for orderly succession for appointments</i>	17(4)	Yes
<i>Code of Conduct</i>	17(5)	Yes
<i>Fees/compensation</i>	17(6)	Yes
<i>Minimum Information</i>	17(7)	Yes

<i>Compliance Certificate</i>	17(8)	Yes
<i>Risk Assessment & Management</i>	17(9)	Yes
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes
<i>Composition of Audit Committee</i>	18(1)	Yes
<i>Meeting of Audit Committee</i>	18(2)	Yes
<i>Composition of nomination & remuneration committee</i>	19(1)&(2)	Yes
<i>Composition of Stakeholder Relationship Committee</i>	20(1)&(2)	Yes
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Yes
<i>Vigil Mechanism</i>	22	Yes
<i>Policy for related party Transaction</i>	23(1),(5),(6),(7)&(8)	Yes
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2),(3)	Yes
<i>Approval for material related party transactions</i>	23(4)	Not Applicable
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Not Applicable
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5)&(6)	Not Applicable
<i>Maximum Directorship & Tenure</i>	25(1)&(2)	Yes
<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

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 : **Ritu Lamba**
Designation : **Company Secretary & Compliance Office**