

## Quarterly Compliance Report on Corporate Governance

Name of Listed Entity: M/s Dhanuka Agritech Limited

Quarter ending: 31st December, 2015

### I. Composition of Board of Directors

S. No.	Title (Mr./ Ms.)	Name of the Director	DIN	PAN	Category (Chairperson/Executive/Non-Executive/independent/Nominee)	Date of Appointment in the current term/cessation	Tenure	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)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing)
1	Mr.	Ram Gopal Agarwal	00627386	AAAPA0605M	Chairman-Executive Director	NA	NA	0	0	0
2	Mr.	Mahendra Kumar Dhanuka	00628039	AADPD9888L	Executive Director	NA	NA	0	0	0
3	Mr.	Arun Kumar Dhanuka	00627425	AAFDP3685B	Executive Director	NA	NA	0	0	0
4	Mr.	Rahul Dhanuka	00150140	AADPD2150P	Executive Director	NA	NA	0	1	0
5	Mr.	Mridul Dhanuka	00199441	AFEPD9167L	Executive Director	NA	NA	0	0	0
6	Mr.	Priya Brat	00041859	AAGPB3123K	Non-Executive-Independent Director	20.05.2014 to 19.05.2019	Five Years	4	6	2
7	Mr.	Indresh Narain	00501297	AAEPN1311K	Non-Executive-Independent Director	20.05.2014 to 19.05.2019	Five Years	1	3	1
8	Mr.	Sachin Kumar Bhartiya	02122147	AEZPB4977L	Non-Executive	NA	NA	0	1	0
9	Mr.	Subhash Chandra Lakhotia	00310162	AABPL3781G	Non-Executive-Independent Director	20.05.2014 to 19.05.2019	Five Years	1	1	0
10	Mr.	Vinod Kumar Jain	01185937	AAAPJ1984G	Non-Executive-Independent Director	20.05.2014 to 19.05.2019	Five Years	1	1	0
11	Mrs.	Asha Mundra	00394215	AHEPM5002H	Non-Executive-Independent Director	20.05.2014 to 19.05.2019	Five Years	1	1	0
12	Mr.	Om Prakash Khetan	06883433	AAIPK4775C	Non-Executive-Independent Director	20.05.2014 to 19.05.2019	Five Years	1	0	0



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**II. Composition of Committees**

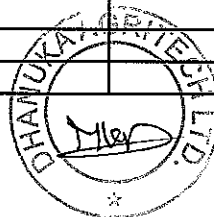
S.No.	Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)
1	Audit Committee	Mr.Priya Brat	Chairman-Non-Executive-Independent
		Mr.Indresh Narain	Member-Non-Executive-Independent
		Mr.Sachin Kumar Bhartiya	Member-Non-Executive
		Mr.Vinod Kumar Jain	Member-Non-Executive-Independent
2	Nomination & Remuneration Committee	Mr.Priya Brat	Chairman-Non-Executive-Independent
		Mr.Sachin Kumar Bhartiya	Member-Non-Executive
		Mr.Subhash Chandra Lakhotia	Member-Non-Executive-Independent
		Mr.Om Prakash Khetan	Member-Non-Executive-Independent
3	Risk Management Committee(if applicable)	NA	NA
4	Stakeholders' Relationship Committee	Mr.Indresh Narain	Chairman-Non-Executive-Independent
		Mr.Subhash Chandra Lakhotia	Member-Non-Executive-Independent
		Mr.Rahul Dhanuka	Member-Executive
		Ms.Asha Mundra	Member-Non-Executive-Independent

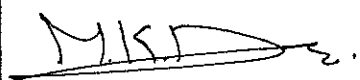

**III. Meeting of Board of Directors**

S.No.	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-Aug-15	05-Nov-15	85
		02-Dec-15	

**IV. Meeting of Committees**

S.No.	Name of the Committee	Date(s) of meeting of the committee in the previous quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the relevant quarter	Maximum gap between any two consecutive meetings in number of days*
	Audit Committee	12-Aug-15	Yes	05-Nov-15	85
	Audit Committee		Yes	02-Dec-15	
	Stakeholders' Relationship Committee	12-Aug-15	Yes	05-Nov-15	85



<b>V. Related Party Transactions</b>	
<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	Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes
<b>VI. Affirmations</b>	
<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015</p> <p>a. Audit Committee</p> <p>b. Nomination &amp; remuneration committee c. Stakeholders relationship committee</p> <p>d. Risk management committee (applicable to the top 100 listed entities)</p> <p>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.</p> <p>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.</p> <p>5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors.</p>	
<b>For Dhanuka Agritech Limited</b>	
 	
M.K.Dhanuka <b>Managing Director</b>	