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**Annexure - I**

1. Name of Listed Entity: **Kiri Industries Limited**
2. Quarter ending: **September 30, 2016**

**I. Composition of Board of Directors**

Title (Mr./Mrs.)	Name of the Director	PAN & DIN(\$)	Category (Chairperson/Executive/ Non-Executive/Independent/Nominee) (&)	Date of Appointment in the current term/cessation	Tenure (*)	No of Directors hip in listed entities including this listed entity	Number 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.	Pravin Kiri	ABVPK2112M	Chairperson/ Executive	01/04/2013	5 years	1	0	0
Mr.	Manish Kiri	AIGPK7830A	Executive	01/04/2013	5 years	1	3	1
Mr.	Keyoor Bakshi	ACRPB3352P	Independent	26/09/2014	5 years	4	1	2
Mr.	Mukesh Desai	AALPD8306K	Independent	26/09/2014	5 years	1	3	0
Mrs.	Veena Padia	AGKPP4774C	Independent	26/09/2015	5 years	1	1	1

\$PAN number of any director would not be displayed on the website of Stock Exchange

&Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen

\* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

**II. Composition of Committees**

Name of Committee	Name of Committee members	Category (Chairperson/Executive/ Non-Executive/independent/ Nominee) \$
1. Audit Committee	Mr. Keyoor Bakshi	Chairman / Non- Executive/ Independent
	Mr. Mukesh Desai	Non - Executive / Independent
	Mrs. Veena Padia	Non – Executive/ Independent
	Mr. Manish Kiri	Executive

2. Nomination & Remuneration Committee	Mr. Mukesh Desai	Chairman / Non – Executive /Independent
	Mr. Keyoor Bakshi	Non – Executive/ Independent
	Mrs. Veena Padia	Non – Executive/ Independent
3. Risk Management Committee (if applicable)	Mr. Pravin Kiri	Chairman / Executive
	Mr. Manish Kiri	Executive
	Mr. Mukesh Desai	Non – Executive/ Independent
	Mr. Yagnesh Mankad	Chief Operating Officer
	Mr. Jayesh Vyas	Chief Financial Officer
4. Stakeholders Relationship Committee'	Mrs. Veena Padia	Chairman / Non – Executive/ Independent
	Mr. Mukesh Desai	Non – Executive/ Independent
	Mr. Manish Kiri	Executive

\$ Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen

### 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)
April 08, 2016	August 12, 2016	51 days
May 30, 2016		73 days

### 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 meetings in number of days*
Audit Committee	August 12, 2016	Yes	May 30, 2016	73 days
Nomination & Remuneration Committee	August 12, 2016	Yes	April 08, 2016	125 days

\*This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.

## V. Related Party Transactions

<b>Subject</b>	<b>Compliance status (Yes/No/NA) refer note below</b>
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

### **Note:**

1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
2. If status is "No" details of non-compliance may be given here.

## VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
  - a. Audit Committee
  - b. Nomination & remuneration committee
  - c. Stakeholders relationship committee
  - d. Risk management committee (applicable to the top 100 listed entities)
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.
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.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:

### **For Kiri Industries Limited**

**Suresh Gondalia**  
**Company Secretary**

### **Note:**

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.

<b>I Affirmations</b>		
<b>Broad heading</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)<sup>refer note below</sup></b>
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes
<p><b>Note</b></p> <ol style="list-style-type: none"> <li>1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.</li> <li>2 If status is "No" details of non-compliance may be given here.</li> <li>3 If the Listed Entity would like to provide any other information the same may be indicated here.</li> </ol>		
<p><b>For Kiri Industries Limited</b></p> <p><b>Suresh Gondalia</b> Company Secretary</p>		