

ANNEXURE I

- 1 Name of Listed Entity- ROHIT FERRO-TECH LIMITED
2 Quarter ending- 31st March, 2016

I. Composition of Board of Directors								
Title (Mr./M s.)	Name of the Director	PAN & DIN	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	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
Current Term								
Mr	Suresh Kumar Patni	DIN- 00032674 PAN- AESPP2029L	Non-Executive Chairman	07.04.2000	-	3	2	-
Mr	Ankit Patni	DIN- 00034907 PAN- AJWPP2920M	Non-Executive Director	30.09.2015	-	3	2	0
Mr	Dinesh Biyanee	DIN- 00122369 PAN- AEFPB2367K	Executive Director	01.04.2013	-	1	-	-
Mr	Jatindra Nath Rudra	DIN- 00059628 PAN- ACUPR6292F	Independent Director	25.09.2014	5 years	2	2	1
Mr	Ankit Rungta	DIN- 06893793 PAN- ACTPR0588H	Independent Director	02.12.2014	5years	2	1	0
Mrs.	Sujata Agarwal	DIN- 06833458 PAN- AKXPA1423C	Independent Director	02.12.2014	5years	4	2	3
Mr	Rohit Jain	DIN- 07129693 PAN- AHWPJ6653M	Independent Director	23.03.2015	5 years	3	2	3
Mr	Venkata Bhaskara Rao Maddala	DIN- 01526381 PAN- AELPM9152J	Non-Executive Director	22.08.2015	-	3	-	-
Mr	Parama Bhattaraka Lahiri	DIN- 01717231 PAN- AAUPL6940Q	Nominee Director	30.09.2015	-	1	-	-
Mr	R.K Burnwal	DIN- 07479341 PAN- AHKPB3056F	Executive Director	24.03.2016	-	-	-	-
Cessation								
Mr.	Venkata Bhaskara Rao Maddala	DIN- 01526381 PAN- AELPM9152J	Non-Executive Director	14.11.2015	-	3	-	-
Mr	Dinesh Biyanee	DIN- 00122369 PAN- AEFPB2367K	Executive Director	31.03.2016	-	1	-	-

II. Composition of Committees		
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/ Independent/ Nominee)
1 Audit Committee	Rohit Jain Ankit Rungta Sujata Agarwal	Chairman/Independent Independent Independent
2 Nomination & Remuneration Committee	Jatindra Nath Rudra Rohit Jain Ankit Rungta	Chairman/Independent Independent Independent
3 Risk Management Committee (If Applicable)	N.A	N.A
4 Stakeholders Relationship Committee	Sujata Agarwal Jatindra Nath Rudra Suresh Kumar Patni	Chairman/Independent Independent Non-Executive

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)
13.11.2015	12.02.2016	91
	24.03.2016	40

IV. Meeting of Committees			
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			
12.02.2016	Yes	13.11.2015	83
Nomination & Remuneration Committee			
24.03.2016	Yes	-	-
Stakeholders Relationship Committee			
18.01.2016	Yes	30.11.2015	49
18.02.2016	Yes		32
24.03.2016	Yes		35

V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	N.A
Whether shareholder approval obtained for material RPT	N.A
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	N.A

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)	N.A
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	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 Rohit Ferro-Tech Limited



Anil Prasad Shaw
(Company Secretary & Compliance Officer)
(PAN: AYJPS5003L)

ANNEXURE II

I. Disclosure on website in terms of Listing Regulations	
Items	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 payments to non-executive directors	Yes
Policy on dealing with related party transactions	Yes
Policy for determining 'material' subsidiaries	Yes
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	N.A
New name and the old name of the listed entity	Yes

II. Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA)
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
Board composition	17(1)	Yes
Meeting of Board of directors	17(2)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of nomination & remuneration committee	19(1) & (2)	Yes
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes
Composition and role of Risk Management Committee	21(1),(2),(3),(4)	N.A
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(5),(6), (7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	N.A
Approval for material related party transactions	23(4)	N.A
Composition of Board of Directors of unlisted material Subsidiary	24(1)	N.A
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	N.A
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
Policy with respect to Obligations of directors and senior management	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. - N.A

Name & Designation
Mr. Anil Prasad Shaw
Company Secretary & Compliance Officer

Company Secretary / Compliance Officer / Managing Director / CEO



ANNEXURE III

Format to be submitted by listed entity at the end of 6 months after end of financial year along-with second quarter report of next financial year

I Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA)
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

Name & Designation

Mr. Anil Prasad Shaw

Company Secretary & Compliance Officer



✓ Company Secretary / ✓ Compliance Officer / ~~Managing Director~~ / CEO