

# GLITTEK GRANITES LTD

"Krishna", 7th Floor, 224, A.J.C. Bose Road, Kolkata - 700 017, India Phone: 2287-7892, 2290-7902, Fax: (91)(33) 2287-8577

CIN: L14102KA1990PLC023497

02/01/2020

To
The Stock Exchange, Mumbai
The Corporate Relation Department
1<sup>st</sup> Floor, New Trading Ring
Rotunda Building, P.J. Towers
Dalal Street, Mumbai - 400 001
Fax: 022 22722037/39/41/61

Dear Sir.

Ref: Security Code No. - 513528

Sub: Corporate Governance Report for Quarter Ended 31.12.2019

Pursuant to Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, Pleas find the enclosed Corporate Governance Report for the quarter ended 31.12.2019.

Please acknowledge the same.

Thanking you,

Yours faithfully Glittek Granites Ltd.

(Company Secretary)

Encls: a/a

REGD. OFFICE: PLOT NO. 42, KIADB INDUSTRIAL AREA, HOSKOTE, DIST. BANGALORE, KARNATAKA. PHONE: (080) 7971565 /566 FAX: (080) 7971567 E-MAIL: glittek@vsnl.com WEBSITE: www.glittek.com

# **Corporate Governance Report**

{Regulation 27(2) of the SEBI (Listing Obligations & Disclosures Requirements) Regulations, 2015}

Name of the Company

: GLITTEK GRANITES LTD.

Quarter Ending on

: 31<sup>st</sup> December, 2019

# I. Composition of Board of Directors

| Title<br>(Mr.<br>/Mrs<br>) | Name of the<br>Director | PAN &DIN               | Category<br>(Chairperson/<br>Executive/Non<br>Executive/<br>Independent<br>/Nominee | Initial date of<br>appointment | Date of<br>Reappointme<br>nt in the<br>Current<br>term/<br>cessation | Date<br>of<br>cessati<br>on | Tenure<br>(to be<br>filled in<br>only for<br>ID) | Date of Birth | No of<br>Direct<br>orship<br>in<br>listed<br>entitie<br>s<br>includi<br>ng this<br>listed<br>entity | No of<br>Independent<br>Directorship<br>in listed<br>entities<br>including this<br>listed entity | membership<br>s in Audit/<br>Stakeholder<br>Committee | No. of Post of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity |
|----------------------------|-------------------------|------------------------|---|--------------------------------|--|-----------------------------|--|---------------|---|--|---|--|
| Mr.                        | Bimal Kumar<br>Agarwal  | ACXPA1360Q<br>00170289 | Chairperson<br>Non-Executive  | 29/10/1990                     |  | N.A                         |  | 13/01/1957    | 1   | Nil  | 2 (AC and   | Nil  |
| Mr.                        | Kamal Kumar<br>Agarwal  | ACYPA5494J<br>00050191 | Executive<br>Director   | 29/10/1990                     | 01/04/2018   | N.A                         |  | 25/12/1960    | 1   | Nil  | SRC)<br>1(SRC)  | Nil  |
| Mr.                        | Ashoke<br>Agarwal       | ACYPA5495K<br>00050213 | Executive<br>Director   | 29/10/1990                     | 01/04/2018   | N.A                         |  | 24/09/1963    | 1   | Nil  | NIL   | Nil  |
|                            | A. Venkatesh            | AAIPV3474H<br>01047632 | Independent<br>Director   | 20/03/2003                     | 28/09/2019   | N.A                         | 15 years<br>6months                              | 15/06/1957    | 1   | 1  | 1 (AC)  | 1 (AC)   |
| Mr.                        |                         | ADNPG8691F<br>01102045 | Independent<br>Director   | 14/03/2002                     | 28/09/2019   | N.A                         | 16 Years<br>6months                              | 12/03/1936    | 1   | 1  | 2 (AC and   | 1(SRC)   |
|                            |                         | ADDPA0165E<br>00537471 | Independent<br>Director   | 29/09/2015                     | 29/09/2015   | N.A                         | 4.25<br>years                                    | 01/01/1953    | 1   | 1  | SRC)<br>Nil   | Nil  |
| wheth                      | ier Kegular C           | hairperson ap          | pointed   |                                |  |                             |  |               | Yes   |  |   |  |
| wnetr                      | ier Chairpers           | on is related to       | Managing Direc  | tor or CEO                     |  |                             |  |               | Yes   |  |   |  |

# II. Composition of Committees

| Name of Committee                       | Wheth<br>er<br>Regula<br>r<br>Chairp | Name of Committee Members        | Category (Chairperson/<br>Executive/ Non-Executive/<br>Independent /Nominee | Date of appointment | Date of cessation                      |
|---|--------------------------------------|----------------------------------|---|---------------------|--|
|   | erson<br>Appoin<br>ted               |                                  |   |                     |  |
| Audit Committee                         | Yes                                  | Shri A. Venkatesh, Chairperson   | Independent Director  | 27.05.2003          | NA ·                                   |
|   |                                      | Shri A.T. Gowda, Member          | Independent Director  | 27.05.2003          |  |
| Nt- It 0                                |                                      | Shri Bimal Kumar Agarwal, Member | Non-Executive Director  | 27.05.2003          |  |
| Nomination &                            | Yes                                  | Shri A. Venkatesh, Chairperson   | Independent Director  | 27.05.2003          | NA                                     |
| Remuneration Committee                  | ·                                    | Shri A.T. Gowda, Member          | Independent Director  | 27.05.2003          | —————————————————————————————————————— |
|   |                                      | Shri Bimal Kumar Agarwal, Member | Non-Executive Director  | 12.11,2011          |  |
| Stakeholder's Relationship<br>Committee | Yes                                  | Shri A. T.Gowda, Chairperson     | Independent Director  | 30.01.2003          | NA                                     |
| Committee                               |                                      | Shri Bimal Kumar Agarwal, Member | Non-Executive Director  | 30.01.2003          |  |
|   |                                      | Shri Kamal Kumar Agarwal, Member | Executive Director  | 30.01.2003          |  |

# III. Meeting of Board of Directors

|   | Date(s) of<br>Meeting (if any)<br>in the previous | Date(s) of Meeting (if any) in the relevant quarter | Whether<br>requirement of<br>Quorum met* | Number of Directors present* |                    | Maximum Gap between any two consecutive meetings in the Number of days |  |
|---|---|---|--|------------------------------|--------------------|--|--|
| ٠ |   |   | Quorummet                                | present                      | Directors present* |  |  |

| quarter    |            |     |   |   |         |
|------------|------------|-----|---|---|---------|
| 14/08/2019 | 14/11/2019 | Yes | 3 | 2 | 91 days |
|            |            |     |   |   |         |

#### \*For Current Quarter only

## IV. Meeting of Committees

|                |                |                                       | 4 . In 6 . tu               |                       |                             |
|----------------|----------------|---------------------------------------|-----------------------------|-----------------------|-----------------------------|
|                | ,              | · · · · · · · · · · · · · · · · · · · | Audit Committee             | 4"                    | .,                          |
| Date(s) of     | Whether        | Number of Directors                   | Number of Independent       | Date(s) of Meeting of | Maximum gap between any     |
| Meeting of the | requirement of | present *                             | Directors present*          | the Committee in the  | two consecutive meetings in |
| Committee in   | quorum met     |                                       |                             | previous quarter      | number of days              |
| the Relevant   | (details)      |                                       |                             | ,                     | ,                           |
| Quarter        | , , , , , ,    |                                       |                             | •                     |                             |
| 14/11/2019     | Yes            | 2                                     | 2                           | 14/08/2019            | 91 days                     |
|                | 163            |                                       |                             | 14/00/2013            | 91 days                     |
|                | L.,,           | Nominatio                             | n & Remuneration Commit     | :ee                   |                             |
| Date(s) of     | Whether        | Number of Directors                   | Number of Independent       | Date(s) of Meeting of | Maximum gap between any     |
| Meeting of the | requirement of | present *                             | Directors present*          | the Committee in the  | two consecutive meetings in |
| Committee in   | guorum met     | 1.                                    |                             | previous quarter      | number of days              |
| the Relevant   | (details)      |                                       |                             | Provides danies       | 114111541 51 5475           |
| Quarter        | (details)      |                                       |                             |                       |                             |
|                |                |                                       |                             | 14/08/2019            |                             |
|                | L              | Stakehol                              | der's Relationship Committe | <u> </u>              |                             |
| Date(s) of     | Whether        | Number of Directors                   |                             |                       | Maniana babusas             |
|                |                |                                       | Number of Independent       | Date(s) of Meeting of | Maximum gap between any     |
| Meeting of the | requirement of | present *                             | Directors present*          | the Committee in the  | two consecutive meetings in |
| Committee in   | quorum met     |                                       |                             | previous quarter      | number of days              |
| the Relevant   | (details)      |                                       |                             |                       |                             |
| Quarter        |                |                                       |                             |                       |                             |
|                |                |                                       |                             | 14/08/2019            |                             |

## \*For Current Quarter only

## V. Related Party Transactions

| Subject  | Compliance Status (Yes/No/NA) |
|--|-------------------------------|
| Whether prior approval of the Audit Committee Obtained                     | Yes                           |
| Whether Shareholder approval obtains for material RPT                      | NA                            |
| Whether details of RPT entered into pursuant to Omnibus approval have been | Yes                           |
| reviewed by Audit Committee  |                               |

## VI. Affirmation

| 1  | The Composition of Board of Directors is in terms of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015                        |
|----|---|
| 2. | The Composition of the following Committees is in terms of SEBI (Listing Obligations and Requirements) Regulations, 2015                            |
|    | a. Audit Committee  |
| ĺ  | b. Nomination and Remuneration Committee  |
|    | c. Stakeholder's Relationship Committee   |
| 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 Meeting of the Board of Directors and above Committees have been conducted in the manner specified in SEBI (Listing Obligations and             |
|    | Requirements) Regulations, 2015   |
| 5. | This report shall be placed before Board of Directors in the next Board Meeting and the report submitted in previous quarter has been placed before |
| ļ  | Board of Directors.   |

(Lata Bagri) Company Secretary and Compliance Officer