

# **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

11/04/2016

To
The Stock Exchange, Mumbai
The Corporate Relation Department
1st 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 31.03.2016

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 31.03.2016.

Please acknowledge the same.

Thanking you,

Yours faithfully Glittek Granites Ltd.

Lata Bagri

(Company Secretary)

Encls: a/a

# **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> March, 2016

# I. Composition of Board of Directors

Title (Mr./ Mrs)	Name of the Director	PAN &DIN	Category (Chairperson/ Executive/No n Executive/ Independent /Nominee	Date of Appointmen t in the Current term/ cessation	Tenure (to be filled in only for ID)	No of Directo rship in listed entities includin g this listed entity	No. of memberships in Audit/ Stakeholder Committee including this listed entity	No. of Post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr,	Bimal Agarwal	ACXPA1360Q 00170289	Chairperson Non- Executive	29/10/1990	N.A	1	2 (AC and SRC)	Nil
Mr.	Kamal Kumar Agarwal	ACYPA5494J 00050191	Executive Director	01.04.2013/ 31.03.2018	N.A	1	1(SRC)	Nil
Mr.	Ashoke Agarwal	ACYPA5495K 00050213	Executive Director	01.04.2013/ 31.03.2018	N.A	1	NIL	Nil
Mr.	A. Venkatesh	AAIPV3474H 01047632	Independent Director	29-09-2014 /28-09-2019	12 years	2	2 (AC)	2 (AC)
Mr.	A.T.Gowda	ADNPG8691F 01102045	Independent Director	29-09-2014 /28-09-2019	13 Years	1	2 (AC and SRC)	1(SRC)
Mrs.	Mira Agarwal	ADDPA0165E 00537471	Independent Director	29-09-2015/ 28-09-2020	9 Months	1	Nil	Nil

# II. Composition of Committees

Name of Committee	Name of Committee Members	Category (Chairperson/ Executive/ Non- Executive/ Independent /Nominee
Audit Committee	Shri A. Venkatesh, Chairperson	Independent Director
	Shri A.T. Gowda, Member	Independent Director
	Shri Bimal Kumar Agarwal, Member	Non-Executive Director
Nomination & Remuneration	Shri A. Venkatesh, Chairperson	Independent Director
Committee	Shri A.T. Gowda, Member	Independent Director
	Shri Bimal Kumar Agarwal, Member	Non-Executive Director
Stakeholder's Relationship Committee	Shri A. T.Gowda, Chairperson	Independent Director
	Shri Bimal Kumar Agarwal, Member	Non-Executive Director
	Shri Kamal Kumar Agarwal, Member	Executive Director



#### (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 meetings in the Number of days
14/11/2015 29/12/2015	09/02/2016 22/03/2016	41 days

#### (IV) Meeting of Committees

Audit Committee						
Date(s) of Meeting of the Committee in the Relevant quorum met (details)  Quarter		Date(s) of Meeting of the Committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days			
09/02/2016 Yes		14/11/2015	86 days			
	Nomination & Remuneration 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 guarter	Maximum gap between any two consecutive meetings in number of days			
22/03/2016	Yes	nil	-			
Stakeholder's Relationship Committee						
Nil						

## (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	Yes
approval have been reviewed by Audit Committee	

## (VI) Affirmation

- The Composition of Board of Directors is in terms of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

  The Composition of the following Committees is in terms of SEBI (Listing Obligations and Requirements) Regulations, 2015

  a. Audit Committee

  b. Nomination and Remuneration Committee

  c. Stakeholder's Relationship Committee

  The Committee Members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
- Obligations and Disclosure Requirements) Regulations, 2015
   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 Board of Directors.



Annexure-II

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

Item		6 "
	Compliance status (Yes/No/NA)	
Details of Business		
Terms and conditions of appointment of Independent Di	rectors	Yes
Composition of Various Committees of Board of Director	'S	Yes
Code of Conduct of Board of Directors and senior Manag	ement Personnel	Yes
Details of establishment of vigil/mechanism/ Whistle Blo	wer policy	Yes
Criteria of making payments to Non-Executive Direct		Yes
Policy on dealing with related party transactions		Yes
Policy for determining material subsidiaries		NA
Details of familiarization programmes imparted to independent	endent directors	Yes
Contact information of the designated officials of the list	ed entity who are	Yes
responsible for assisting and handling investor grievances	5	
Email address for grievance redressal and other relevant	t details	Yes
Financial results		Yes
Shareholding pattern		Yes
Details of agreements entered into with the media comp associates	anies and/or their	NA
		NI A
New name and old name of the listed entity		NA
II. Annual Affirmations	- 1.1 1	
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)	
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 Director	17(10)	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of Nomination & Remuneration Committee	19(1) & 19(2)	Yes



Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes
Composition and role of Risk Management Committee	21 (1), (2), (3), (4)	Yes
Vigil Mechanism	22	Yes
Policy for Related Party Transactions	23(1), (5), (6), (7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all	23(2),(3)	Yes
Related party Transactions		
Approval for material related party transactions	23(4)	NA
Composition of Board of Directors of unlisted material	24(1)	NA
subsidiary		
Other Corporate Governance requirements with	24(2),(3),(4),(5),(6)	NA
respect to subsidiary of listed entity		
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of Independent Directors	25(3) & (4)	Yes
Familiarization of Independent Director	25(7)	Yes
Membership in the Committees	26(1)	Yes
Affirmation with Compliance to Code of Conduct from	26(3)	Yes
members of Board of Directors and senior		
Management personnel		
Disclosure of Shareholding by Non-Executive Directors .	26(4)	Yes
Policy with respect to Obligations of Directors and	26(2) & 26(5)	Yes
senior management		

#### Notes:

- 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.
- 3. If the listed Entity would like to provide any other information the same may be indicated here.

#### III. Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the corporate Governance requirements with respect to Listed Entity have been complied- Not Applicable

