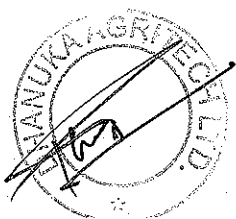


Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity: Dhanuka Agritech Limited

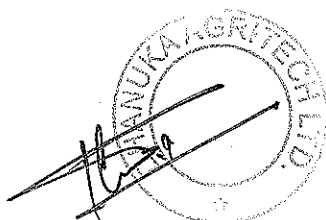
2. Quarter ending: 31<sup>st</sup> March, 2016

I. Composition of Board of Directors								
Title (Mr./Ms)	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 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 Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Ram Gopal Agarwal	AAAPA0605M00627386	Chairperson-Executive Director	01.11.2012 - 31.10.2017	Five Years	0	0	0
Mr.	Mahendra Kumar Dhanuka	AADPD9888L00628039	Executive Director	14.08.2014 - 13.08.2019	Five Years	0	0	0
Mr.	Arun Kumar Dhanuka	AAFPD3685B00627425	Executive Director	01.08.2013 - 31.07.2018	Five Years	0	0	0
Mr.	Rahul Dhanuka	AADPD2150P00150140	Executive Director	01.05.2012 - 30.04.2017	Five Years	0	1	0



Mr.	Mridul Dhanuka	AFEPD9167L 00199441	Executive Director	23.05.2011 - 22.05.2016	Five Years	0	0	0
Mr.	Priya Brat	AAGPB3123K 00041859	Non-Executive-Independent Director	20.05.2014 to 19.05.2019	Five Years	4	6	2
Mr.	Indresh Narain	AAEPN1311K 00501297	Non-Executive-Independent Director	20.05.2014 to 19.05.2019	Five Years	1	3	1
Mr.	Sachin Kumar Bhartiya	AEZPB4977L 02122147	Non-Executive	09.02.2016	Upto the date of next AGM	1	1	0
Mr.	Subhash Chandra Lakhotia	AABPL3781G 00310162	Non-Executive-Independent Director	20.05.2014 to 19.05.2019	Five Years	1	1	0
Mr.	Vinod Kumar Jain	AAAPJ1984G 01185937	Non-Executive-Independent Director	20.05.2014 to 19.05.2019	Five Years	1	1	0
Mrs.	Asha Mundra	AHEPM5002H 00394215	Non-Executive-Independent Director	20.05.2014 to 19.05.2019	Five Years	1	1	0
Mr.	Om Prakash Khetan	AAIPK4775C 06883433	Non-Executive-Independent Director	20.05.2014 to 19.05.2019	Five Years	1	0	0

\$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

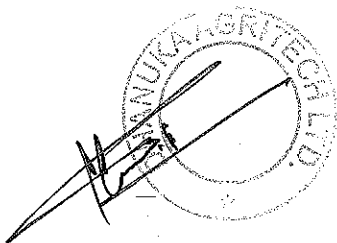
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) §
1. Audit Committee	Mr. Priya Brat	Chairman-Non-Executive-Independent
	Mr. Indresh Narain	Member-Non-Executive-Independent
	Mr. Sachin Kumar Bhartiya	Member-Non-Executive
	Mr. Vinod Kumar Jain	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
	Mr. Asha Mundra	Member-Non-Executive-Independent

&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)
05.11.2015 02.12.2015	09.02.2016 17.03.2016	36 days

## 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 meetings in number of days*
Audit Committee	09.02.2016	Yes	05.11.2015 02.12.2015	68 days
Remuneration Committee	09.02.2016	Yes	Nil	-
Stakeholders' Relationship Committee	09.02.2016	Yes	05.11.2015	95 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

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

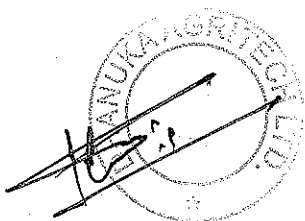
**Note :**

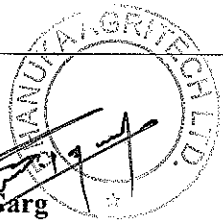
1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the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

2 If status is "No" details of non-compliance may be given here.

#### VI. Affirmations

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
  - Audit Committee
  - Nomination & remuneration committee
  - Stakeholders relationship committee
  - Risk management committee (applicable to the top 100 listed entities)
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- 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.
- 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:



  
**Kapil Garg**  
**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.**

**Corporate Governance Report for the Quarter Ended on 31<sup>st</sup> March, 2016 of Dhanuka Agritech Limited**

**ANNEXURE II**

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

<b>I. Disclosure on website in terms of Listing Regulations</b>		
<b>Item</b>	<b>Compliance status (Yes/No/NA)refer note below</b>	
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	Not Applicable	
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	Yes	
Details of agreements entered into with the media companies and/or their associates	Yes	
New name and the old name of the listed entity	Not Applicable	
<b>II. Annual Affirmation</b>		
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)ref er note below</b>
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'		Yes
Board composition		Yes
Meeting of Board of directors		Yes
Review of Compliance Reports		Yes
Plans for orderly succession for appointments		Yes
Code of Conduct		Yes
Fees/compensation		Yes
Minimum Information		Yes
Compliance Certificate		Yes
Risk Assessment & Management		Yes
Performance Evaluation of Independent Directors		Yes
Composition of Audit Committee		Yes
Meeting of Audit Committee		Yes
Composition of nomination & remuneration committee		Yes
Composition of Stakeholder Relationship Committee		Yes
Composition and role of risk management committee		Yes
Vigil Mechanism		Yes

Policy for related party Transaction		Yes
Prior or Omnibus approval of Audit Committee for all related party transactions		Yes
Approval for material related party Transactions	23(4)	Yes
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
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

**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.
- 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 subsidiary of Listed Entity have been complied.


  
**Mr. Kapil Garg**  
**Company Secretary**