



Annexure - I

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

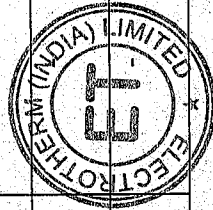
[Pursuant to Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Name of Listed Entity
Quarter Ending

: ELECTROTHERM (INDIA) LIMITED
: 30th September, 2017

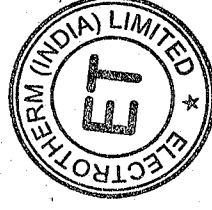
I. COMPOSITION OF BOARD OF DIRECTORS

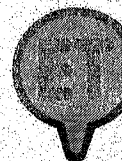
Title (Mr./ Ms.)	Name of Director	PAN & DIN	Category (Chairperson/ Executive / Non- Executive / Independent / Nominee	Date of Appointment in the current term / cessation	Tenure	No. of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairpersons in Audit/ Stakeholder Committee held in listed entities including this listed entity Refer Regulation 26(1) of Listing Regulations)
Mr.	Mukesh Bhandari	AALPB1974B 00014511	Chairperson Executive	01/02/2017	-	1	-	-
Mr.	Shailesh Bhandari	AALPB1973G 00058866	Executive	01/02/2017	-	1	1	-
Mr.	Avinash Bhandari	ABRPB0303P 00058986	Executive	01/02/2017	-	1	2	-
Mr.	Siddharth Bhandari	ARTPB0632P 01404674	Executive	26/04/2017	-	1	1	-
Mr.	Dinesh Shankar Mukati	ACZPM4662K 07909551	Non-Executive Independent	05/09/2017	24 days	1	1	-
Mr.	Madhu Aravind Menon	AGSPM9708P 00950279	Non-Executive Independent	05/09/2017	24 days	1		1
Mr.	Pratap Mohan	AEQPP8100G 03536047	Non-Executive Independent	05/09/2017	24 days	1		1





Ms.	Kruti Shukla	GEFPS9263N 07298899	Non-Executive Independent	30/09/2015 / 08/09/2017	2 Years	-	-	-
Dr.	Narayan Masand	ACRPM6626M 07797910	Non-Executive Independent	26/04/2017 / 05/09/2017	4 months	-	-	-
Dr.	Krishna Kant Shiromani	FNUPS7789Q 07827220	Non-Executive Independent	23/05/2017 / 05/09/2017	4 months	-	-	-
Mr.	Vivek Sharma	BFMIPS2757E 07897857	Non-Executive Independent	05/08/2017 / 05/09/2017	1 month	-	-	-



**II. COMPOSITION OF COMMITTEES**

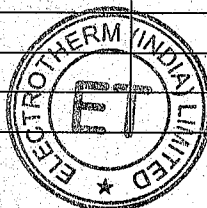
Sr. No.	Name of Committee	Name of Committee members	Category (Chairperson / Executive / Non-Executive/Independent / Nominee)
1	Audit Committee	- Mr. Pratap Mohan	Chairperson Non-Executive Independent
		- Mr. Dinesh Shankar Mukati	Member Non-Executive Independent
		- Mr. Avinash Bhandari	Member Executive
2	Nomination & Remuneration Committee	- Dr. Narayan Masand*	Chairperson Non-Executive Independent
		- Ms. Kruti Shukla**	Member Non-Executive Independent
		- Mr. Mukesh Bhandari	Member Executive
3	Stakeholders Relationship Committee	- Mr. Madhu Aravind Menon	Chairperson Non-Executive Independent
		- Mr. Shailesh Bhandari	Member Executive
		- Mr. Siddharth Bhandari	Member Executive
4	Corporate Social Responsibility Committee	- Mr. Shailesh Bhandari	Chairperson Executive Director
		- Mr. Avinash Bhandari	Member Executive Director
		- Mr. Pratap Mohan	Member Non-Executive Independent

* Dr. Narayan Masand was appointed as an Additional Director in category of Non Executive Independent Director with effect from 26th April, 2017, to hold the office upto the date of ensuing 31st Annual General Meeting of the Company. At the 31st Annual general Meeting held on 5th September, 2017, ordinary resolution for appointment of Dr. Narayan Masand was not passed and he ceased to be Director.

** Ms. Kruti Shukla, Independent Director resigned with effect from 8th September, 2017.

III. MEETING OF BOARD OF DIRECTORS

Sr. No.	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)
1	17/04/2017	-	-
2	26/04/2017	-	8 Days
3	23/05/2017	-	26 Days
4	-	13/07/2017	50 Days
5	-	05/08/2017	22 Days
6	-	14/09/2017	39 Days



IV. MEETING OF COMMITTEES

Sr. No.	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	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
1	Audit Committee	03/07/2017	Yes	All Four members were present	23/05/2017	40 Days
2	Audit Committee	13/07/2017	Yes	Three out four members were present	-	9 Days
3	Audit Committee	14/09/2017	Yes	All three members were present	-	62 Days

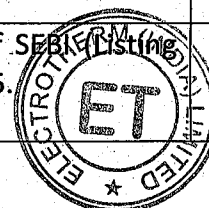
V. RELATED PARTY TRANSACTIONS

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

*** Note :** There are related party transactions during the quarter, but none of the related party transaction fall within the category of material related party transaction. The Company at the 28th Annual General Meeting held on 30th September, 2014 has approved all proposed related party transactions with annual limits.

VI. AFFIRMATIONS

Sr.	Subject	Compliance status (Yes/No)
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 in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. a. Audit Committee	Yes
3	The composition of the following committees in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. b. Nomination & Remuneration Committee	No



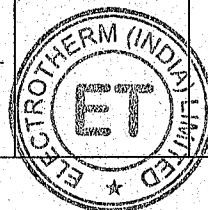
4	The composition of the following committees in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. c. Stakeholders Relationship Committee	Yes
5	The composition of the following committees in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. d. Risk Management Committee (applicable to the top 100 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Yes
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	

Annexure – III

Annexure III 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

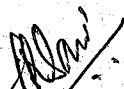
I. Affirmations

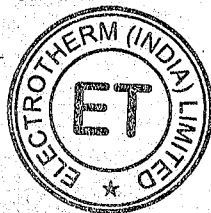
Sr. No.	Broad heading	Regulation Number	Compliance Status (Yes/No/NA)	Company Remarks
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	Dr. Narayan Masand, Chairman of the Audit Committee was remain present at the 31 st Annual General Meeting.
3	Presence of Chairperson of the Nomination And Remuneration Committee at the Annual General Meeting	19(3)	Yes	Dr. Narayan Masand, Chairman of the Nomination and Remuneration Committee was remain present at the 31 st Annual General Meeting.



4	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
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FOR ELECTROTHERM (INDIA) LIMITED


FAGESHKUMAR R. SONI
COMPANY SECRETARY &
COMPLIANCE OFFICER
(Membership No. F8218)



Place : Ahmedabad

Date : 13th October, 2017