

Online

Date: January 07, 2019

Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza,  
Plot No. C/1, G. Block,  
Bandra- Kurla Complex,  
Bandra East, Mumbai-400 051

Corporate Relationship Department  
Bombay Stock Exchange of India Ltd.  
1<sup>st</sup> Floor New Trading, Rotunda Building,  
P J Towers, Dalal Street Fort,  
Mumbai- 400 001

Scrip Code: 507717

Ref: Symbol- DHANUKA

Sub: Corporate Governance Report for the quarter ended 31<sup>st</sup> December, 2018

Dear Sir,

In terms of Regulation 27(2) of SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015, please find enclosed Corporate Governance Report for the quarter and half year ended 31<sup>st</sup> December, 2018.

We hope you will find same in order.

Thanking You,  
Yours faithfully,

For Dhanuka Agritech Limited



Jyoti Verma  
Company Secretary / Compliance Officer  
FCS-7210

Encl: a/a



# ANNEXURE I

## Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - Dhanuka Agritech Limited
2. Quarter ending - 31-Dec-2018

### I. Composition of Board of Directors

Title (Mr./ Ms)	Name of the Direc tor	DI N	P A N	Category (Chairper son /Executive/ Non- Executive/ Independe nt/ Nominee)	Date of Appoint ment	Date of cessat ion	Ten ure	No of Director ship in listed entities includin g this listed entity	No of members hips in Audit/ Stakehol der Committ ee(s) including this listed entity	No of post of Chairp erson in Audit/ Stakeh older Commit tee held in listed entities includin g this listed entity
Mr.	Indre sh Narai n	00 50 12 97	AAE PN1 311 K	ID	20-May- 2014		55	1	1	1
Mr.	Sachi n Kum ar Bhar tiya	02 12 21 47	AEZ PB4 977 L	ID	09-Feb- 2016		34	1	1	0
Mr.	Ram Gopa l Agar wal	00 62 73 86	AA APA 060 5M	C & ED	01-Nov- 2017		14	1	0	0
Mr.	Mah endr a Kum ar Dhan uka	00 62 80 39	AA DP D98 88L	ED	14-Aug- 2014		52	1	1	0
Mr.	Arun Kum ar Dhan	00 62 74 25	AAF PD3 685 B	ED	01-Aug- 2018		5	1	0	0





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Mr.	Rahu I Dhan uka	00 15 01 40	AA DP D21 50P	ED	01-May- 2017	20	1	1	0
Mr.	Mrid ul Dhan uka	00 19 94 41	AFF PD9 167 L	ED	24-May- 2016	31	1	0	0
Mr.	Priya Brat	00 04 18 59	AA GPB 312 3K	ID	20-May- 2014	55	3	2	2
Mr.	Vino d Kum ar Jain	01 18 59 37	AA APJ 198 4G	ID	20-May- 2014	55	1	1	0
Mrs.	Asha Mun dra	00 39 42 15	AHE PM 500 2H	ID	20-May- 2014	55	1	1	0
Mr.	Om Prak ash Khet an	06 88 34 33	AAI PK4 775 C	ID	20-May- 2014	55	1	0	0
Mr.	Sanja y Saxe na	01 25 79 65	AAS PS9 043 B	ID	22-May- 2018	7	1	1	0
Mr.	Ashis h Saraf	07 76 73 24	AAX PS2 238 M	ED	24-Mar- 2017	21	1	0	0

## II. Composition of Committees

Audit Committee			
Sr. No.	Name of the Director	Category	Chairperson/Membership
1	Priya Brat	ID	Chairperson
2	Sachin Kumar Bhartiya	ID	Member
3	Mahendra Kumar Dhanuka	ED	Member
4	Indresh Narain	ID	Member
5	Vinod Kumar Jain	ID	Member

Stakeholders Relationship Committee			
Sr. No.	Name of the Director	Category	Chairperson/Membership





1	Sanjay Saxena	ID	Member
2	Asha Mundra	ID	Member
3	Indresh Narain	ID	Chairperson
4	Rahul Dhanuka	ED	Member

#### **Risk Management Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
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#### **Nomination and Remuneration Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	Sachin Kumar Bhartiya	ID	Member
2	Priya Brat	ID	Chairperson
3	Om Prakash Khetan	ID	Member

#### **III. Meeting of Board of Directors**

<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
10-Aug-2018	14-Nov-2018	95

#### **IV. Meeting of Committees**

<i>Name of the committee</i>	<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
				95
Audit Committee	14-Nov-2018	4	10-Aug-2018	
Stakeholders Relationship Committee	14-Nov-2018	3	10-Aug-2018	

#### **V. Related Party Transactions**

<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Not Applicable
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

#### **VI. Affirmations**

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
- The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
  - Audit Committee - **Yes**
  - Nomination & remuneration committee - **Yes**
  - Stakeholders relationship committee - **Yes**
  - Risk management committee (applicable to the top 100 listed entities) - **Not applicable**





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. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**  
b. Any comments/observations/advice of Board of Directors may be mentioned here:

Name : Ms. Jyoti Verma  
Designation : Company Secretary & Compliance Officer

