



AN ISO 9001 : 2008 COMPANY

# *Dhanuka Agritech Limited*

Online

Date: January 2, 2018

**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, 2017**

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 ended 31<sup>st</sup> December, 2017.

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



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# Dhanuka Agritech Limited

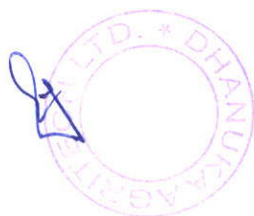
## ANNEXURE I

### 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> December, 2017

I. Composition of Board of Directors								
Title (Mr. / Ms)	Name of the Director	PAN& (DIN)	Category (Chairperson/E xecutive/Non- Executive/inde pendent/Nomin ee) &	Date of Appointm ent in the current term /cessation	Tenur e*	No of Dire ctors hip in listed entiti es inclu ding this listed entit y (Refer Regu lation 25(1) of Listi ng Regu lation s)	Numbe r of membe rships in Audit/ Stakeh older Comm tee(s) includi ng this listed entity (Refer Regulat ion 26(1) of Listing Regulat ions)	No of post of Chairpe rson in Audit/ Stakeho lder Commit tee held in listed entities includin g this listed entity (Refer Regulat ion 26(1) of Listing Regulat ions)
Mr.	Ram Gopal Agarwal	AAAPA0605M (00627386)	Chairperson- Executive Director	01.11.2017 to 31.10.2022	Five Years	0	0	0
Mr.	Mahendra Kumar Dhanuka	AADPD9888L (00628039)	Executive Director	14.08.2014 to 13.08.2019	Five Years	0	1	0
Mr.	Arun	AAFPD3685B	Executive	01.08.2013	Five	0	0	0



Corporate Office : 14th Floor, Building 5A, Cyber City, DLF Phase-III, Gurugram-122002, Haryana, (India),  
Board : +91-124- 3838 500, Fax : +91-124- 3838 888, E-mail : headoffice@dhanuka.com, Website : www.dhanuka.com  
Registered Office : 82, Abhinash Mansion Joshi Road, Karol Bagh, New Delhi-110005, Ph. :+91 11 64656800-802

CIN: L24219DL1985PLC020126

	Kumar Dhanuka	(00627425)	Director	to 31.07.2018	Years			
Mr.	Rahul Dhanuka	AADPD2150P (00150140)	Executive Director	01.05.2012 to 30.04.2017	Five Years	0	1	0
Mr.	Mridul Dhanuka	AFEPD9167L (00199441)	Executive Director	24.05.2016 to 23.05.2021	Five Years	0	0	0
Mr.	Priya Brat	AAGPB3123K (00041859)	Non-Executive-Independent Director	20.05.2014 to 19.05.2019	Five Years	3	4	2
Mr.	Indresh Narain	AAEPN1311K (00501297)	Non-Executive-Independent Director	20.05.2014 to 19.05.2019	Five Years	1	1	1
Mr.	Sachin Kumar Bhartiya	AEZPB4977L (02122147)	Non-Executive-Independent Director	09.02.2016 To 08.02.2021	Five Years	3	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
Mr.	Balvinder Singh	AAAPK0566H (00012784)	Non- Executive Additional-	10.11.2016 to	Five Years	1	1	0





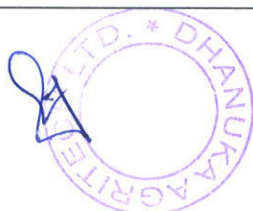
	Kalsi		Independent Director	09.11.2021				
Mr.	Ashish Saraf	AAXPS2238M (07767324)	Executive Director	24.03.2017 to 23.03.2022	Five Years	0	0	0

\$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. Mahendra Kumar Dhanuka	Member-Executive
	Mr. Sachin Kumar Bhartiya	Member-Non-Executive-Independent
	Mr. Vinod Kumar Jain	Member-Non-Executive-Independent
	Mr. Indresh Narain	Member-Non-Executive-Independent
2. Nomination & Remuneration Committee	Mr. Priya Brat	Chairman-Non-Executive-Independent
	Mr. Sachin Kumar Bhartiya	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. Rahul Dhanuka	Member-Executive
	Mr. Asha Mundra	Member-Non-Executive-Independent
	Mr. Balvinder Singh Kalsi	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)
10.08.2017	13.11.2017	94 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	13.11.2017	Yes	10.08.2017	94 Days
Nomination and Remuneration Committee	13.11.2017	Yes	19.05.2017	177 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	N.A.
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**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
  - a. Audit Committee
  - b. Nomination & remuneration committee
  - c. Stakeholders relationship committee



- d. Risk management committee (applicable to the top 100 listed entities)
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 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.
5. 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:

  
Jyoti Verma  
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.**