

Compliance Report on Corporate Governance

1	Name of Listed Entity	DHUNSERI INVESTMENTS LTD.
2	Quarter ending	31 ST DECEMBER, 2015

I. Composition of Board of Directors

Title (Mr./ Ms)	Name of the Director	PAN ^s & DIN	Category (Chairperson/ Executive/ Non- Executive/ independent/ Nominee) ⁶	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)	No. 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.	Chandra Kumar Dhanuka	ADGPD0857K & 00005684	Chairman / Non-Executive	27/11/2009	-	1	5	1
Mrs.	Aruna Dhanuka	ADQPD2489R & 00005677	Non Executive / Non Independent	24/01/2001	-	0	2	-
Mr.	Mrigank Dhanuka	ADLPD0161H & 00005666	Managing Director / Executive	09/09/2014	-	0	1	-
Mr.	Brijesh Kumar Biyani	AEKPB3103M & 00279328	Non Executive / Non Independent	27/11/2009	-	-	-	-
Mr.	Purushottam Jagannath Bhide	AEKPB2976E & 00012326	Independent Director	09/11/2015	2 mnths	7	-	5
Mrs.	Aarti Bansal Aggarwal	ACWPA6134H & 00152346	Independent / Non Executive	09/11/2015	2 mnths	1	1	-
Mr.	Adarsh Garodia	ADCPG2521P & 01917780	Independent / Non Executive	13/08/2012	3 years	3	2	-
Mr.	Amit Gupta	ADWPG5858K & 00171973	Independent / Non Executive	11/08/2014	17 months	1	-	-

⁵ PAN number of any director would not be displayed on the website of Stock Exchange

⁶ 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) ⁵
1. Audit Committee	1. Mr. Purushottam Jagannath Bhide 2. Mrs. Aruna Dhanuka 3. Mrs. Aarti Bansal Aggarwal 4. Adarsh Garodia	Chairman- Non-Executive / Independent Non-Executive / Non Independent Non-Executive / Independent Non-Executive / Independent



2. Nomination & Remuneration Committee	1. Mr. Purushottam Jagannath Bhide 2. Mr. Chandra Kumar Dhanuka 3. Mr. Mrigank Dhanuka 4. Mr. Adarsh Garodia	Chairman / Independent Non- Executive / Non Independent Managing Director / Executive Non-Executive / Independent
3. Risk Management Committee(if applicable)	1. Mr. Purushottam Jagannath Bhide 2. Mr. Mrigank Dhanuka 3. Mr. Chandra Kumar Dhanuka	Chairman / Independent Executive Director Non- Executive / Non Independent
4. Stakeholders Relationship Committee'	1. Mr. Purushottam Jagannath Bhide 2. Mr. Chandra Kumar Dhanuka 3. Mr. Adarsh Garodia	Chairman / Independent Non- Executive / Non Independent 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)	
September Qtr: 13 th August, 2015	December Qtr: 9 th November, 2015	87 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 December Qtr: 9 th November, 2015	All four members were present	Audit Committee September Qtr: 13 th August, 2015	87 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	NA		
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA		
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:

Name: Ms. Aditi Dhanuka

Designation: Company Secretary

For Dhunseri Investments Limited



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.