

# ARTH UDYOG LIMITED

(CIN : L18101DL1971PLC028813)

Regd. Office: 16 A, Lajpat Nagar - IV, New Delhi - 110 024

Email: [arthudyog2@gmail.com](mailto:arthudyog2@gmail.com), Phone No.: 011-43541401

Website: [www.arthudyog.co.in](http://www.arthudyog.co.in)

## Quarterly Compliance Report on Corporate Governance

Name of the Company: ARTH UDYOG LIMITED

Quarter ending on : 31.03.2018

I. Composition of Board of Directors									
Title (Mr./ Ms.)	Name of the Director	PAN <sup>s</sup> & DIN	Category (Chairperson /Executive/ Non-Executive/independent/ <sup>&amp;</sup> 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 Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	
Mr.	Anupam Kumar Garg	ACCSPG0985E 06726278	Non- Executive Independent	27/05/2016	Appointed for a term of 5 years	1	2	NIL	
Ms.	Shweta Saxena	BHEPS1097M 03120958	Non- Executive Independent	27/05/2016	Appointed for a term of 5 years	1	2	NIL	
Mr.	Nityanand Singh	AAAAPS2193Q 00288319	Non- Executive	11/10/2013	NA	2	3	NIL	

<sup>§</sup>PAN number of any director would not be displayed on the website of Stock Exchange

<sup>&</sup>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) <sup>5</sup>	
1. Audit Committee	Mr. Anupam Kumar Garg	Non- Executive Independent Director	
	Mr. Nityanand Singh	Non- Executive Director	
	Ms. Shweta Saxena	Non- Executive Independent Director	
2. Nomination & Remuneration Committee	Mr. Anupam Kumar Garg	Non- Executive Independent Director	
	Mr. Nityanand Singh	Non- Executive Director	
	Ms. Shweta Saxena	Non- Executive Independent Director	
3. Risk Management Committee (if applicable)	NA		
4. Stakeholders' Relationship Committee	Mr. Anupam Kumar Garg	Non- Executive Independent Director	
	Mr. Nityanand Singh	Non- Executive Director	
	Ms. Shweta Saxena	Non- Executive Independent Director	
<sup>5</sup> 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			
<b>III. Meeting of Board of Directors</b>			
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 meeting (in number of days)*	
09/11/2017	06/02/2018	88	
<b>IV. Meeting of Committees</b>			
<b>Audit Committee Meeting</b>			
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*
06/02/2018	All Members were present	09/11/2017	88
<b>Stakeholders' Relationship Committee Meeting</b>			
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*
NA	NA	NA	NA



## Nomination & Remuneration Committee Meeting

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*
06/02/2018	All Members were present	NA	NA

\* 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		NA
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

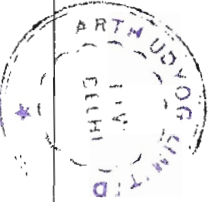
- In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/NA. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
- 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
  - Stakeholder's relationship committee
  - Risk management committee (applicable to the top 100 listed entities)-Not Applicable
- 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:

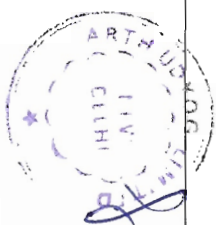
(Ruchi Bhatia)

Company Secretary



**Format to be submitted by Listed entity at the end of the Financial Year**

<b>I. Disclosure on website in terms of Listing Regulations</b>		
<b>Item</b>		<b>Compliance status (Yes/No/NA)</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 transaction		Yes
Policy for determining 'Material' subsidiaries		NA
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 Pattern		Yes
Details of agreements entered into with the Media Companies and/or their associates		NA
New Name and the old name of the listed entity		NA
<b>II. Annual Affirmations</b>		
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance Status (Yes/No/ NA)</b>
Independent Director(s) have been appointed in terms of specified criteria of 'independence'	16(1)(b) & 25(6)	Yes



and/or 'eligibility'			
Board Composition	17(1)	Yes	
Meeting of Board of directors	17(2)	Yes	
Review of Compliance Reports	17(3)	NA	
Plans for orderly succession for appointments	17(4)	Yes	
Code of conduct	17(5)	Yes	
Fees/ compensation	17(6)	Yes	
Minimum information	17(7)	Yes	
Compliance Certificate	17(8)	Yes	
Risk Assessment & Management	17(9)	Yes	
Performance Evaluation of Independent Directors	17(10)	Yes	
Composition of Audit Committee	18(1)	Yes	
Meeting of Audit Committee	18(2)	Yes	
Composition of Nomination & Remuneration Committee	19(1) & (2)	Yes	
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
Composition and role of Risk Management Committee	21(1), (2), (3), (4)	NA	
Vigil Mechanism	22	Yes	
Policy for Related Party Transaction	23(1), (5), (6), (7) & (8)	Yes	
Prior or Omnibus approval of audit Committee for all related party transaction	23(2), (3)	NA	
Approval for material related party transactions	23(4)	NA	
Composition of board of directors of unlisted material subsidiary	24(1)	NA	
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2), (3), (4), (5), (6)	NA	
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. **NA**




**Name & Designation:**  
**Ruchi Bhatia**  
**Company Secretary and Compliance Officer / Managing Director / CEO**