

# 20 MICRONS<sup>®</sup> L I M I T E D

347, GIDC Industrial Estate, Waghodia - 391760, Dist. Vadodara, Gujarat, India.

**5<sup>th</sup> July, 2017**

**TO :**

<b>BOMBAY STOCK EXCHANGE LIMITED</b> Department of Corporate Services Phiroze Jeejeebhoy Towers, Dalal Street, Fort, <b>MUMBAI – 400 001.</b> <b>SCRIP CODE : 533022</b>	<b>NATIONAL STOCK EXCHANGE OF INDIA LIMITED</b> Listing Department Exchange Plaza, Bandra – Kurla Complex, Bandra [East], <b>MUMBAI – 400 051.</b> <b>SCRIP CODE : 20MICRONS</b>
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**Dear Sirs,**

**Re : Corporate Governance Report - Quarter ended on 30.06.2017.**

This has reference to the above.

In this connection, in terms of Regulation 27[2] of the Listing Obligations and Disclosure Requirements, Regulations, 2015, please find enclosed Report on the Compliance on Corporate Governance Report for the quarter ended 30.06.2017.

Hope you will find the above in order.

We request you to arrange to take the above on records and acknowledge receipt.

**Thanking you,**

**Yours faithfully  
For 20 Microns Limited**

  
**[Anuja K. Muley]  
Company Secretary**



**Encl. : as above.**

**An ISO 9001 : 2008 Certified Company**

**Regd. Office : 9-10, GIDC Ind. Estate, Waghodia - 391 760 Dist. Vadodara, Gujarat, INDIA.**

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**CIN : L99999GJ1987PLC009768**

## CORPORATE GOVERNANCE REPORT

1. Name of Listed Entity: **20 MICRONS LIMITED**

**ANNEXURE - I**

2. Quarter ending: **30<sup>TH</sup> JUNE, 2017**

<b>I. Composition of Board of Directors</b>								
Title (Mr . / Ms)	Name of the 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	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr.	Chandresh S. Parikh	AEUPP6458D 00041584	Chairman - Executive	01.04.2016	NA	1	1	0
Mr.	Rajesh C. Parikh	ADAPP1063H 00041610	Executive	01.04.2016	NA	1	1	0
Mr.	Atil C. Parikh	AMFPP1595E 00041712	Executive	01.04.2016	NA	1	1	0
Mr.	Sejalben R. Parikh	ADHPP6046M 00140489	Non-Executive	04.05.2017	NA	1	0	0
Mr.	Pravinchandra M. Shah	ALUPS5966N 00017558	Non-Executive - Independent	27.09.2014 *	Since 05/08/2006 **	1	1	2
Mr.	Ramkisan Devidayal	AAEPD6706E 00238853	Non-Executive - Independent	27.09.2014 *	Since 13/10/2007 **	3	4	2
Mr.	Atul H. Patel	AAAPP6330L 00009587	Non-Executive - Independent	27.09.2014 *	Since 27/08/2009 **	2	2	0
Mr.	Ajay I. Ranka	ABWPR8235R 01676073	Non-Executive - Independent	25.09.2015 *	Since 27/09/2014 **	1	0	0
Mr.	Sudhir R. Parikh	ACAPP7539B 00041649	Non - Executive Non - Independent	04.05.2017	Ceased to be a Director	-	-	-

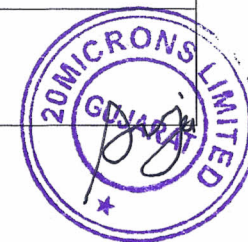


Mrs.	Darsha Kikani	R.	AAZPK4797R 00155791	Non Executive Independent	-	04.05.2017	Ceased to be a Director	-	-	-
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\* = The date mentioned is the date on which the Shareholders of the Company have regularized their respective appointments.

\*\* = Actual appointment date from which they are continuing as Directors of the Company without cooling period.

II. Composition of Committees			
Name of Committee	Name of Committee members	Category (Chairperson/Executive /NonExecutive /independent/Nominee)	
1. Audit Committee	Mr. Ramkisan Devidayal	Chairman - Non-Executive - Independent	
	Mr. Pravinchandra M. Shah	Non-Executive - Independent	
	Mr. Atul H. Patel	Non-Executive - Independent	
2. Nomination & Remuneration Committee	Mr. Pravinchandra M. Shah	Chairman -Non-Executive - Independent	
	Mr. Chandresh S. Parikh	Executive	
	Mr. Ramkisan Devidayal	Non-Executive - Independent	
	Mr. Atul H. Patel	Non-Executive - Independent	
3. Risk Management Committee(if applicable)	NA	NA	
4. Stakeholders Relationship Committee	Mr. Pravinchandra M. Shah	Chairman - Non-Executive - Independent	
	Mr. Ramkisan Devidayal	Non-Executive - Independent	
	Mr. Rajesh C. Parikh	Executive	
	Mr. Atil C. Parikh	Executive	
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)	
09.02.2017	25.05.2017	104 days	
IV. Meeting of Committees – Audit Committee			
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
25.05.2017	Yes (all three committee members who are also independent directors, were present)	09.02.2016	104 days





<b>V. Related Party Transactions</b>	
<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b>
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

#### **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 – 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.
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: NO.

**For 20 Microns Ltd.**



(Anuja Muley)  
Company Secretary  
Date: 5<sup>th</sup> July, 2017



## CORPORATE GOVERNANCE REPORT

1. Name of Listed Entity: 20 MICRONS LIMITED

2. Financial Year: 2016-17

<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 transactions	YES
Policy for determining 'material' subsidiaries	YES
Details of familiarization programs 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' and/or 'eligibility'	16(1)(b) & 25(6)	YES
Board composition	17(1)	YES
Meeting of Board of directors	17(2)	YES
Review of Compliance Reports	17(3)	YES
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 &	19(1) & (2)	YES

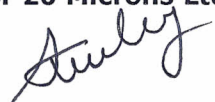


remuneration committee		
Composition of Stakeholder Relationship Committee	20(1) & (2)	YES
Composition and role of risk management committee	21(1),(2),(3),(4)	NA
Vigil Mechanism	22	YES
Policy for related party Transaction	23(1),(5),(6),(7) & (8)	YES
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	YES
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)	YES
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

### 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.

**For 20 Microns Ltd.**

  
(Anuja Muley)  
Company Secretary

