20 MICRONS®
LIMITED

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

4th April, 2019

TO :

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

Dear Sirs,

Re : Corporate Governance Report - Quarter ended on 31.03.2019.

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 31.03.2019.

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

20 MICRONS LTD. VADODARA

[Anuja K. Muley]
Company Secretary

Encl. : as above.

CORPORATE GOVERNANCE REPORT

1. Name of Listed Entity: **20 MICRONS LIMITED** **ANNEXURE - I**

2. Quarter ending: **31ST MARCH, 2019**

I. Composition of Board of Directors

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	0	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 Non-Independent	04.05.2016	NA	1	0	0
Mr.	Pravinchandra M. Shah	ALUPS5966N 00017558	Non-Executive – Independent	27.09.2014 *	Since 05/08/2006 **	1	1	1
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

* = 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.

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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)
31.10.2018	07.02.2019	98 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
07.02.2019	Yes (all three committee members who are also independent directors, were present)	31.10.2018	98 days

V. Related Party Transactions	
Subject	**Compliance status (Yes/No/NA)**
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

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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 : NIL

For 20 Microns Ltd.

20 MICRONS LTD. VADODARA

(Anuja Muley)
Company Secretary
Date: 4th April, 2019

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

CORPORATE GOVERNANCE REPORT

1. Name of Listed Entity: 20 MICRONS LIMITED

2. Financial Year: 2018-19

I. Disclosure on website in terms of Listing Regulations	
Item	***Compliance status (Yes/No/NA)***
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 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**

II Annual Affirmations		
Particulars	***Regulation Number***	***Compliance status (Yes/No/NA)***
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**

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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 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**

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.

For 20 Microns Ltd.

(Anuja Muley)
Company Secretary

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