

**ANNEXURE I**

To,

January 03, 2019

BSE Limited Listing Department P.J. Tower, Dalal Street, Mumbai – 400 001  <b>Script Code:539251</b>	National Stock Exchange of India Ltd. Exchange Plaza, 5 <sup>th</sup> Floor, Plot No. C/1,G-Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051  <b>Symbol :BALKRISHNA</b>
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Sub: **Corporate Governance Report for the Quarter Ended 31<sup>st</sup> December, 2018.**

Pursuant to Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Compliance Report on Corporate Governance of the Company is given hereunder:

1. Name of Listed Entity : **BALKRISHNA PAPER MILLS LIMITED**
2. Quarter ending : **31<sup>st</sup> December, 2018.**

<b>I. Composition of Board of Directors</b>								
<b>Title (Mr. / Ms)</b>	<b>Name of the Director</b>	<b>PAN * &amp; DIN</b>	<b>Category ** (Chairperson /Executive/ Non-Executive/Independent/ Nominee)</b>	<b>Date of Appointment in the current term /cessation</b>	<b>Tenure*** (months)</b>	<b>No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)</b>	<b>Number of membership in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)</b>	<b>No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)</b>
Mr.	Anurag Poddar	PAN AACPP1926G DIN00599143	Chairman-Executive director	11/02/2018	11	1	1	NIL
Mr.	Ankit Poddar	PAN AACPP1924E DIN03521731	Executive-Whole-time director	11/02/2018	11	1	NIL	NIL
Mr.	Shrutisheel Jhanwar	PAN ADPPJ9106N DIN03582803	Executive-Whole-time director	11/02/2018	11	1	2	NIL
Mr.	Ramanlal B. Golecha	PAN ABBPG1919Q DIN07987241	Independent Director	20/11/2017	13	1	1	1


**Registered Office:**

A/7, Trade World, Kamala City, Senapati Bapat Marg, Lower Parel (W), Mumbai - 400 013

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Mr.	Harish Narendra Motiwalla	PAN AFAPM1447A DIN00029835	Independent Director	11/02/2015	47	7	4	5
Mr.	Rakesh N. Garodia	PAN AAAPG8736D DIN00143438	Independent Director	11/02/2015	47	4	7	1
Ms.	Meghna Shah	PAN AVOPS2520C DIN07081068	Independent Director	11/02/2015	47	1	NIL	NIL

\* 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	Ramanlal B. Golecha	Chairperson- Independent
	Harish Narendra Motiwalla	Independent
	Rakesh N. Garodia	Independent
	Shrutisheel Jhanwar	Executive
2. Nomination & Remuneration Committee	Ramanlal B. Golecha	Chairperson - Independent
	Harish Narendra Motiwalla	Independent
	Rakesh N. Garodia	Independent
3. Risk Management Committee (if applicable)	N.A.	N.A.
4. Stakeholders Relationship Committee	Rakesh N. Garodia	Chairperson - Independent
	Harish Narendra Motiwalla	Independent
	Anurag Poddar	Executive
	Shrutisheel Jhanwar	Executive

& 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)
7 <sup>th</sup> August, 2018	3 <sup>rd</sup> November, 2018	87 days

## IV. Meeting of Committees

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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			
3 <sup>rd</sup> November, 2018	Yes. Three members were present	7 <sup>th</sup> August, 2018	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) <sup>refer note below</sup>
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	N.A.

#### 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. **Yes**
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
  - a. Audit Committee **Yes**
  - b. Nomination & Remuneration Committee **Yes**
  - c. Stakeholders Relationship Committee **Yes**
  - d. Risk Management Committee (applicable to the top 100 listed entities) **N. A.**
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. **Yes**
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. **Yes**

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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:

**The meeting of the Board of Directors of the Company will be scheduled to be held on or before 14<sup>th</sup> February, 2019, hence this Report will be placed in the said meeting.**

For **BALKRISHNA PAPER MILLS LIMITED**



**Omprakash Singh**  
**Company Secretary & Compliance Officer**

