				o be submitted by listed entity	on quarterly basis				
	Name of Listed Entity : Quarter ending :			dia Limited Iarch 2016					
Ţ	Composition of Board of Directors								
Title(Mr/M s)	Name of the Director	PAN <sup>\$</sup> and	d DIN	Category(Chairperson/Execu tive/NonExecutive/Independ ent/Nominee) <sup>&amp;</sup>		Tenure*(in months)	Number of Directorsh ip in Listed Entities including this Listed Entity	in Audit	No.of post of Chairperson in Audit Committee/Sta keholder Committee held in Listed Entities including this Listed Entity
		PAN	DIN				Refer Regulation 25(1)		Refer Regulation 26(1)
MR	SATISH RAMSWAROOP PANCHARIYA	ADRPP1806H	00042934	Executive Director	NA		2	1	0
MR	ASHOK RAMSWROOP PANCHARIYA	AEVPP6124P	00377391	<u> </u>	NA		1	0	0
MR	MADANLAL BALCHAND PURHOIT	ADMPP1964B	01284193		NA	215	1	1	1
MR	ANANT KAILASH CHANDRA SHARMA	BSMPS6132C	02897025		Cessation: 28-03-2016	76	1	1	1
MR	NEEL ASHOK DOCTOR	AAPPD7876G	03205699		NA	67	1	1	0
MR	RAMA KANT GOKUL CHAND	ARYPG5158N	03636385	Chairman-Managing Director- executive director	NA		1	0	0
MS	JAYASHREE VILAS GANGURDE			Non executive-Woman Director	NA	12	2	0	0
MR	LALIT JOSHI	BCZJP4179D	07352528	Independent Director-Non Executive Director	Appointment : 26-03-2016	0	2	2	0
& Category of more than on * to be filled o	er of any director would not be displayed on the directors means executive/non-executive/ingle category write all categories separating the only for Independent Director. Tenure would reving on Board of directors of the listed entity  Composition of Committees	dependent/Nom n with hyphen nean total period	inee. if a dire	Independent					
	Name of the Committee	N	ame Of Com	nmittee Members	Category(Chairpers	on/Executive/NonE	xecutive/In	dependent/Non	ninee) <sup>&amp;</sup>

Non-executive-Independent Director - Chairman of Audit Committee

Promoter & Executive Director

Non-executive -Independent Director

Mr Madanlal Purohit

Mr. Satish Panchariya

Mr. Anant Sharma

1 Audit Committee

	Mr. Lalit Joshi	Non-executive -	
2 Nomination and Remuneration Committee	Mr. Madanlal Purhoit	Non-executive-Independent Director	
	Mr. Anant Sharma	Non Executive-Independent-Chairman of Committee	
	Mr. Lalit Joshi	Non-executive -Independent Director	
	Mr. Neel Ashok Doctor	Non-executive-Independent Director	
3 Risk Management Committee(if applicable)	NA	NA	
4 Stakeholders Relationship Committee'	Mr. Madanlal Purohit	Non-Executive - Independent-Chairperson	
	Mr. Neel Ashok Doctor	Non-executive -Independent Director	
	Mr. Lalit Joshi	Non-executive -Independent Director	
	Mr. Anant Sharma	Non-executive -Independent Director	

&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)
13-10-2015	01-01-2016	
06-11-2015	03-02-2016	
	28-03-2016	

## **Meeting of Committees**

Date(s) of Meeting (if any) in the previous quarter	Name of the Committee	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met(details)	Maximum gap between any two consecutive (in number of days)*	
06-11-2015	Audit Committee	03-02-2016	All the members of the Audit Committee were present and the requisite quorum was met as per requirement	89	

<sup>\*</sup> 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	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

#### Noto

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

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

### V 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 & Designation

Sd/-

Ramakant Gokulchand Managing Director DIN:03636385

**Date:** 13-04-2016 Place: Mumbai

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.

ltem		Compliance status
		(Yes/No/NA) refer note below
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		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		
email address for grievance redressal and other relevant details		
Financial results		Yes
Shareholding pattern		
Details of agreements entered into with the media companies and/or their associates		
New name and the old name of the listed entity		NA
II Annual Affirmations		
Particulars	Regulation Number	Compliance status
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	of Compliance Reports 17(3) Ye	
Plans for orderly succession for appointments 17(4)		Yes
Code of Conduct 17(5) Yes		Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Not no content a management		
Performance Evaluation of Independent Directors	17(10)	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 transactions	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	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.

### SD/-

Ramakant Gokulchand

**Managing Director** 

DIN:03636385

Date: 13-04-2016 Place: Mumbai