

## CORPORATE GOVERNANCE REPORT

1. Name of Listed Entity: **Fineotex Chemical Limited**
2. Quarter Ending/Year Ending: **31<sup>st</sup> December 2016**

### 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 the listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr.	Surendrakumar Tibrewala	AAAPT7373B 00218394	Chairman/ Managing Director	01/10/2016		1	Nil	Nil
Mr.	Sanjay Tibrewala	ACQPT0742E 00218525	Executive Director	01/10/2016		1	1/1	Nil
Mr.	Manmohan Mehta	AABPM2579D 00391964	Independent Director	23/09/2014	27 months	1	1/1	Nil
Mr.	Alok Dhanuka	AMJPD5916D 06491610	Independent Director	23/09/2014	27 months	1	1/1	1/1
Mr.	Navin Bhimsen Mittal	ABMPM5770G 03555295	Independent Director	28/09/2015	15 months	1	Nil	Nil
Ms.	Ritu Gupta	ADJPT0534C 00218561	Non Executive Director	23/09/2014		1	Nil	Nil

### II. Composition of Committees

Sr. No	Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non Executive/Independent/Nominee)
1.	Audit Committee	1. Mr. Alok Dhanuka 2. Mr. Sanjay Tibrewala 3. Mr. Manmohan Mehta	Chairperson/Independent Executive Independent
2.	Nomination & Remuneration Committee	1. Mr. Manmohan Mehta 2. Mr. Navin Mittal 3. Mr. Alok Dhanuka	Chairperson/Independent Independent Independent



3.	Risk Management Committee	NOT APPLICABLE	
4.	Stakeholders Relationship Committee	1. Mr. Alok Dhanuka 2. Mr. Manmohan Mehta 3. Mr. Sanjay Tibrewala	Chairperson/Independent Director Independent Director Executive Director
5.	Corporate Social Responsibility Committee	1. Surendrakumar Tibrewala 2. Sanjay Tibrewala 3. Manmohan Mehta	Chairperson/Executive Director Executive Director Independent Director

### 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)
13.08.2016		
22.09.2016	14.11.2016	53

### IV. Meeting Of Committees

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive (in number of days)
<b>A. Audit Committee</b>			
14.11.2016	Yes 3 members present	13.08.2016	92
<b>B. Stakeholders Relationship Committee</b>			
14.11.2016	Yes 3 members present	13.08.2016	92
<b>C. Nomination and Remuneration Committee</b>			
14.11.2016	Yes 3 members present	22.09.2016	52

### 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	Yes
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**Note: Shareholders approval was not obtained for material RPT since there was no transactions with related party which were material in nature.**

#### 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
3.
  - a. Audit Committee
  - b. Nomination & remuneration committee
  - c. Stakeholders relationship committee
  - d. Risk management committee (applicable to the top 100 listed entities): NA
4. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
5. 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.
6. 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:

**For FINEOTEX CHEMICAL LIMITED**

*S. Tibrewala*

Mr. Surendrakumar Tibrewala  
Chairman & Managing Director

