



Dalmia Laminators Ltd.

Compliance Report on Corporate Governance


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

1	Name of Listed Entity	Dalmia Laminators Limited	
2	Year ending	March 31, 2017	
I. Disclosure on website in terms of Listing\ Regulations			
Item	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	Yes		
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		
Criteria of making payments to non-executive directors	NA		
Policy on dealing with related party transactions	Yes		
Policy for determining 'material' subsidiaries	Yes		
Details of familiarization programmes imparted to independent	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)^{refer note below}	
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 & 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	

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CIN : L51491WB1986PLC040284



Dalmia Laminators Ltd.

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)	Yes
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 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. – Not Applicable		
 Govind Kumar Agarwal Company Secretary / Compliance Officer		