

Compliance Report on Corporate Governance

Name of Listed Entity **FOSECO INDIA LIMITED**
Quarter ended **31-Dec-18**
BSE Scrip Code: 500150 **NSE Symbol: FOSECOIND** **ISIN: INE519A01011**

I. Composition of Board of Directors

Whether the listed entity has a regular Chairperson **Yes**

Title	Name of Director	PAN	Director Identification no.	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Original Date of Appointment as a Director	Date of Appointment in the current term	Date of cessation	Tenure	No. of Directorship in Listed entity including this listed entity	Number of memberships in Audit / Stakeholder Relationship Committee including this listed entity	No. of Post of Chairperson in Audit / Stakeholder Relationship Committee held in listed entities including this listed entity
A	B	C	D	E	F	G	H	I	J	K	L
Mr	Sanjay Mathur	AIDPM2777P	00029858	Executive / Managing Director	01-Apr-07	01-Apr-16			1	1	0
Mr	Ajit Shah	AAJPS8536J	02396765	Non-Executive / Independent	17-Oct-13	27-Mar-15		45 months	2	3	2
Mrs	Indira Parikh	AEHPP4908H	00143801	Non-Executive / Independent	21-Jul-14	27-Mar-15		45 months	7	7	0
Ms	Merryl France Durrenbach *	ZZZZZ9999Z	06920690	Non-Executive	21-Jul-14	27-Mar-15	26-Oct-18		0	0	0
Mr	Glenn Cowie *	ZZZZZ9999Z	07163534	Non-Executive	24-Apr-15	26-Apr-16			1	0	0
Mr	Ravi Moti Kirpalani	AHGPK5205L	02613688	Non-Executive / Independent / Chairperson	26-Oct-18	26-Oct-18		2 months	1	2	1

Note: The number of post of Chairpersonship shown under Column L above, are included in the number of Membership shown under Column K.

* Foreign Director, PAN not obtained

II. Composition of Committees

Name of the Committees	Director Identification no.	Name of the Committee Members	Category (Chairperson/Executive/Non-Executive/Independent/ Nominee)	Date of Appointment	Date of cessation
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1 Whether the Audit Committee has a regular Chairperson Yes					
Audit Committee	02396765	Ajit Shah	Chairperson / Non-Executive / Independent	17-Oct-13	
	00143801	Indira Parikh	Non-Executive / Independent	21-Jul-14	
	06920690	Merryl France Durrenbach *	Non-Executive / Non-Independent	21-Jul-14	26-Oct-18
	02613688	Ravi Moti Kirpalani	Non-Executive / Independent	26-Oct-18	

2 Whether the Nomination and Remuneration Committee has a regular Chairperson Yes					
Nomination & Remuneration Committee	02396765	Ajit Shah	Chairperson / Non-Executive / Independent	17-Oct-13	
	00143801	Indira Parikh	Non-Executive / Independent	21-Jul-14	
	07163534	Glenn Cowie	Non-Executive / Non-Independent	24-Apr-15	
	02613688	Ravi Moti Kirpalani	Non-Executive / Independent	26-Oct-18	

3 Risk Management Committee	Not Applicable				
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4 Whether the Stakeholders' Relationship Committee has a regular Chairperson Yes					
Stakeholders' Relationship Committee	00029858	Sanjay Mathur	Executive	26-Apr-07	
	02396765	Ajit Shah	Non-Executive / Independent	17-Oct-13	
	00143801	Indira Parikh	Non-Executive / Independent	21-Jul-14	
	02613688	Ravi Moti Kirpalani	Chairperson / Non-Executive / Independent	26-Oct-18	



5	Whether the Corporate Social Responsibility Committee has a regular Chairperson					Yes
Corporate Social Responsibility Committee	02396765	Ajit Shah	Non-Executive / Independent	21-Jul-14		
	00143801	Indira Parikh	Chairperson / Non-Executive / Independent	21-Jul-14		
	00029858	Sanjay Mathur	Executive	21-Jul-14		
	02613688	Ravi Moti Kirpalani	Non-Executive / Independent	26-Oct-18		

III. Meeting of the 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 meetings in number of days
18-Jul-18	26-Oct-18	99

IV. Meeting of Committees

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 meetings in number of days
Audit Committee		
18-Jul-18	26-Oct-18	99

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 has been reviewed by Audit Committee	Yes

VI. Affirmations

- The composition of the Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. -- Yes
- The composition of the following Committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Audit Committee	Yes
Nomination & Remuneration Committee	Yes
Stakeholders Relationship Committee	Yes
Risk Management Committee	Not Applicable
- 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
- The Meetings of the Board of Directors and the above Committees have been conducted in the manner specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. -- Yes
- This report and/or the report submitted in the previous quarter has been placed before the Board of Directors. Any comments / observations / advice of the Board of Directors may be mentioned here: -- Yes

For Foseco India Limited

Mahendra Kumar Dutia
 Mahendra Kumar Dutia
 Company Secretary / Compliance Officer
 Dated: 14-01-2019

