



**SOLAR
INDUSTRIES
INDIA
LIMITED**

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12th October, 2017

To,
The Executive Director
Listing Department
National Stock Exchange of India Limited
Mumbai : 400001
Trading Symbol: "SOLARINDS EQ"

To,
The Executive Director
Listing Department
Bombay Stock Exchange Limited
Mumbai: 400001
Scrip Code: 532725

Sub: Quarterly Compliance Report on Corporate Governance for the Quarter and Half Year ended 30.09.2017.

Ref: In terms of Regulation 27(2) (a) of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015.

Dear Sir,

With reference to above, Please find enclosed herewith, the Quarterly Compliance Report on Corporate Governance for the quarter and half year ended on 30.09.2017 of Solar Industries India Limited.

This is for your information and records.

Thanking you.

Yours Truly

For **Solar Industries India Limited**

(Khushboo Pasari)
Company Secretary &
Compliance Officer





Annexure I

Quarterly Compliance Report on Corporate Governance

1. Name of the Company: **Solar Industries India Limited**
2. Quarter ending on: **30th September, 2017**

I. Composition of Board of Directors							
Name of the Director	PAN & DIN	Category	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 this listed entity	Number of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Shri Satyanarayan Nuwal	AAUPN0199B 00713547	Chairman and Executive Director	24.02.1995		01	-	-
Shri Kailashchandra Nuwal	AAUPN0201E 00374378	Vice Chairman and Executive Director	25.10.2005		01	01	-
Shri Manish Nuwal	AAZPN3399J 00164388	Managing Director and CEO	25.10.2008		01	01	-
Shri Roomie Dara Wakil	ABMPV9437H 00180806	Executive Director	25.10.2005		01	01	-
Shri Anil Kumar Jain	ADKPJ4921A 03532932	Executive Director	25.05.2015		01	-	-
Shri Anant Sagar Awasthi	AAEPA2008C 00228429	Non-Executive Independent Director	25.10.2005	5 Years	01	-	01
Shri Dilip Patel	AACPP8236D 00013150	Non-Executive Independent Director	18.06.2008	5 Years	03	01	02
Shri Ajai Nigam	ACIPN8290R 02820173	Non-Executive Independent Director	27.10.2009	5 Years	01	-	-
Shri Amrendra Verma	AANPV8215D 00236108	Non-Executive Independent Director	05.11.2012	5 Years	02	01	-





Smt Madhu Vij	AADPV0701A 00025006	Non-Executive Independent Director	23.03.2015	5 Years	05	03	-
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Note:

\$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.

Table II - "Same as Previous Quarter"

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 meetings in number of days
29 th May, 2017	02 nd August, 2017	64 Days

IV. Meeting of Committees

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 02 nd August, 2017	Yes	29 th May, 2017	64 Days
Nomination & Remuneration Committee 02 nd August, 2017	Yes	29 th May, 2017	64 Days
Stakeholders Relationship Committee 02 nd August, 2017	Yes	29 th May, 2017	64 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 Transaction (RPT)

Subject	Compliance Status (Yes / No / NA)
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	Yes





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.
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


Khushboo Pasari
Company Secretary / Compliance Officer / ~~Managing Director~~ / CEO





ANNEXURE III

Format to be submitted by listed entity at the end of 6 months after end of financial year along-with second quarter report of next financial year

I Affirmations			
Broad heading	Regulation Number	Compliance status (Yes/No/NA)	If Status is NO details of Non - Compliance
<i>Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website</i>	46(2)	Yes	
<i>Presence of Chairperson of Audit Committee at the Annual General Meeting</i>	18(1)(d)	Yes	
<i>Presence of Chairperson of the nomination and remuneration committee at the annual general meeting</i>	19(3)	No	Could not attend the meeting as he was unwell.
<i>Whether "Corporate Governance Report" disclosed in Annual Report</i>	<i>34(3) read with para C of Schedule V</i>	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 - There is no non compliance. He could not attend the meeting as he was unwell.
- 3 If the Listed Entity would like to provide any other information the same may be indicated here:

The Ministry of Corporate Affairs has included the name of Mr. Dilip Patel (DIN:00013150), Director of M/s Incube Advisors Pvt Ltd in the list of disqualification under Section 164(2) of the Companies Act, 2013. He is also acting as Non-Executive Independent Director of Solar Industries India Limited. The above matter has been communicated to Mr. Dilip Patel. This will also be placed by the Company in its ensuing Board Meeting for discussion and necessary action will be taken based upon the decision of the Board of the Company.

Name & Designation


Khushboo Pasari

Company Secretary / Compliance Officer / ~~Managing Director~~ / CEO

