



Safety • Quality • Reliability

July 11, 2019

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

To,  
The Executive Director  
Listing Department  
BSE Limited  
Mumbai  
Scrip Code: 532725

Sub: Quarterly Compliance Report on Corporate Governance for the Quarter ended on 30.06.2019.

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 of Solar Industries India Limited for the Quarter ended on 30.06.2019.

This is for your information and records.

Thanking you.

Yours Truly,

For Solar Industries India Limited

Khushboo Pasari  
Company Secretary &  
Compliance Officer



## Solar Industries India Limited

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CIN : L74999MH1995PLC085878 🌐 www.solargroup.com

**CORPORATE GOVERNANCE REPORT**

1. Name of the Listed Entity **M/s Solar Industries India Limited**

2. Quarter ending **June 30, 2019 of Financial Year 2019-2020**

I. Composition of Board of Directors												
Title (Mr./ Ms)	Name of the Director	PAN <sup>s</sup>	DIN	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee) <sup>2</sup>	Date of Birth	Initial Date of Appointment	Date of Appointment	Tenure*	No. of Directorship in Listed Entities including this Listed Entity (Refer Regulation 25(1) of Listing Regulations)	No. of Independent Director in Listed entities including this listed entity	No. of Memberships in Audit/ Stakeholder Committee (s) including this Listed Entity (Refer Regulation 26(1) of Listing Regulations)	No. of post of Chairperson in Audit/ Stakeholder Committee held in Listed Entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Satyanarayan Nuwal	AAUPN0199B	00713547	Chairman and Executive Director	25-07-1952	24-02-1995	01-04-2016	N.A.	01	0	00	00
Mr.	Kailashchandra Nuwal	AAUPN0201E	00374378	Vice Chairman and Executive Director	06-07-1957	25-10-2005	01-04-2016	N.A.	01	0	00	00
Mr.	Manish Nuwal	AAZPN3399J	00164388	Managing Director and CEO	12-03-1974	25/10/2008	01-04-2016	N.A.	01	0	03	00
Mr.	Anil Kumar Jain	ADKPJ4921A	03532932	Executive Director	21-11-1951	25-05-2015	25-05-2015	N.A.	01	0	01	00
Mr.	Suresh Menon	ADJPM4726D	07104090	Executive Director	15-11-1960	11-05-2018	11-05-2018	N.A.	01	0	00	00

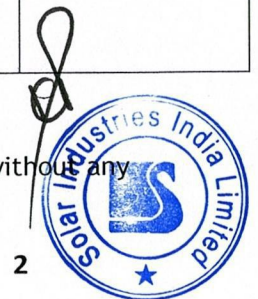


I. Composition of Board of Directors												
	Name of the Director	PAN <sup>5</sup>	DIN	Category (Chairperson / Executive/ Non-Executive/ Independent / Nominee) <sup>6</sup>	Date of Birth	Initial Date of Appointment	Date of Appointment	Tenure*	No. of Directorship in Listed Entities including this Listed Entity (Refer Regulation 25(1) of Listing Regulations)	No. of Independent Director in Listed entities including this listed entity	No. of Memberships in Audit/ Stakeholder Committee (s) including this Listed Entity (Refer Regulation 26(1) of Listing Regulations)	No. of post of Chairperson in Audit/ Stakeholder Committee held in Listed Entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Anant Sagar Awasthi	AAEPA2008C	00228429	Non-Executive Independent Director	14-01-1941	25-10-2005	01-04-2019	12 Months	01	01	00	00
Mr.	Dilip Patel	AACPP8236D	00013150	Non-Executive Independent Director	20-10-1947	18-06-2008	01-04-2019	60 Months	02	02	01	05
Mr.	Ajai Nigam	ACIPN8290R	02820173	Non-Executive Independent Director	29-08-1949	27-10-2009	01-04-2019	60 Months	01	01	01	00
Mr.	Amrendra Prasad Verma	AANPV8215D	00236108	Non-Executive Independent Director	29-12-1952	05-11-2012	01-04-2019	60 Months	03	03	03	03
Mrs.	Madhu Vij	AADPV0710A	00025006	Non-Executive Independent Director	16-07-1955	23-03-2015	23-03-2015	60 Months	03	03	02	00

<sup>5</sup>PAN number of any director would not be displayed on the website of Stock Exchange

<sup>6</sup>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.

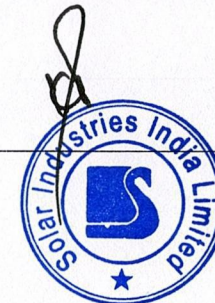
\*To be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of Directors of the listed entity in continuity without any cooling off period.



II. Composition of Committee			
Name of Committee	Name of Committee Members	Category (Chairperson / Executive/ Non-Executive/ Independent/Nominee/Member)	Date of appointment
1. Audit Committee	1. Mr. Dilip Patel 2. Mr. Ajai Nigam 3. Mr. Amrendra Prasad Verma 4. Mrs. Madhu Vij 5. Mr. Manish Nuwal	Chairman - Non Executive Independent Director Non -Executive Independent Director Non -Executive Independent Director Non -Executive Independent Director Executive - Managing Director and CEO	29-10-2018 14-11-2017 28-05-2015 25-05-2015 21-01-2009
2. Nomination and Remuneration Committee	1. Mr. Amrendra Verma (Refer note no. 4) 2. Mr. Dilip Patel 3. Mr. Ajai Nigam	Chairman - Non Executive Independent Director Non -Executive Independent Director Non -Executive Independent Director	09-05-2019 16-03-2009 28-05-2015
3. Stakeholders Relationship Committee	1. Mr. Amrendra Prasad Verma 2. Mr. Manish Nuwal 3. Mr. Anil Kumar Jain	Chairman - Non Executive Independent Director Managing Director and CEO Executive Director	30-07-2018 11-05-2018 11-05-2018
4. Risk Management Committee	1. Mr. Manish Nuwal 2. Mr. Anil Kumar Jain 3. Mr. Suresh Menon 4. Mr. Dilip Patel 5. Mr. Amrendra Prasad Verma 6. Mr. Sartaj Singh 7. Mr. Nilesh Panpaliya 8. Miss Sayali Wankhade	Chairman - Managing Director and CEO Executive Director Executive Director Non -Executive Independent Director Non -Executive Independent Director Member Member Member	30-03-2019 30-03-2019 30-03-2019 30-03-2019 30-03-2019 30-03-2019 30-03-2019 30-03-2019

**Note:**

1. The date of appointment of Chairperson is taken as the date when he was appointed as the Chairperson of the committee.
2. The date of appointment of member is taken as the date when he was appointed as the member of the committee.
3. Mr. Anant Sagar Awasthi step down from the Chairmanship of Nomination Remuneration Committee w.e.f. 09.05.2019
4. Mr. Amrendra Verma was appointed as a Chairman of Nomination Remuneration Committee w.e.f. 09.05.2019



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 Meeting (in number of days)
January 31,2019	May 09, 2019	97 Days
March 30,2019	May 09, 2019	39 Days

IV Meeting of Committees				
Type of Meetings	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	May 09, 2019	Yes Yes	January 31,2019	97 Days
			March 30,2019	39 Days
Stakeholders Relationship Committee	May 09, 2019	Yes Yes	January 31,2019	97 Days
			March 30,2019	39 Days
Nomination Remuneration Committee	May 09, 2019	Yes	March 30,2019	39 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 Transactions	
Subject	Compliance Status (Yes/No/N.A.) <small>Refer Note Below</small>
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

**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.



VI Affirmations		
Sr.No.	Subject	Compliance Status
1.	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2.	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. a. Audit Committee b. Nomination and Remuneration Committee c. Stakeholders Relationship Committee d. Risk Management Committee (applicable to top 100 listed entities)	Yes Yes Yes Yes
3.	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulation, 2015.	Yes
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) Regulation, 2015.	Yes
5.	This report and/or the report submitted in the previous quarter, has been placed before Board of Directors.	Yes

For Solar Industries India Limited

Khushboo Pasari  
Company Secretary &  
Compliance Officer

