



**SOLAR
INDUSTRIES
INDIA
LIMITED**

REGD.OFFICE :
11, ZADE LAYOUT, BHARAT NAGAR,
NAGPUR - 440 033, (M.S.) INDIA.
PHONES : +91-712-2561000, 2560010, 6681888
FAX : +91-712-2560202
CIN : L74999MH1995PLC085878
e-mail : solar@solargroup.com
website : www.solargroup.com

6th July, 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 ended 30.6.2017.

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 ended on 30.06.2017 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





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Quarterly Compliance Report on Corporate Governance

1. Name of the Company: Solar Industries India Limited

2. Quarter ending on: 30th June, 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 Vakil | 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 | 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 | 02 | - |

Note:

SPAN 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.

II. Composition of Committees

| Name of Committee | Name of the Committee members | Category (Chairperson/Executive/Non Executive/independent/Nominee) \$ |
|--|-------------------------------|---|
| 1. Audit Committee | 1. Shri Dilip Patel | Non-Executive/ Independent Director |
| | 2. Shri Manish Nuwal | Managing Director and CEO |
| | 3. Shri Amrendra Verma | Non-Executive/ Independent Director |
| | 4. Smt. Madhu Vij | Non-Executive/ Independent Director |
| 2. Nomination & Remuneration Committee | 1. Shri Anant Sagar Awasthi | Non-Executive/ Independent Director |
| | 2. Shri Dilip Patel | Non-Executive/ Independent Director |
| | 3. Shri Ajai Nigam | Non-Executive/ Independent Director |
| 3. Risk Management Committee | Not Applicable | |
| 4. Stakeholders Relationship Committee | 1. Shri Anant Sagar Awasthi | Non-Executive/ Independent Director |
| | 2. Shri Kailashchandra Nuwal | Vice Chairman/Executive Director |
| | 3. Shri Roomie DaraVakil | Executive Director |

&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





| III. Meeting of Board of Directors | | |
|--|--|---|
| <i>Date(s) of Meeting (if any) in the previous quarter</i> | <i>Date(s) of Meeting (if any) in the relevant quarter</i> | <i>Maximum gap between any two consecutive meetings in number of days</i> |
| 14 th February, 2017 | 29 th May, 2017 | 103 Days |

| IV. Meeting of Committees | | | |
|--|--|---|--|
| <i>Date(s) of Meeting of the committee in the relevant quarter</i> | <i>Whether requirement of quorum met (details)</i> | <i>Date (s) of meeting of the committee in the previous quarter</i> | <i>Maximum gap between any two consecutive meetings in number of days*</i> |
| Audit Committee 29 th May, 2017 | Yes | 14 th February, 2017 | 103 Days |
| Nomination & Remuneration Committee 29 th May, 2017 | Yes | 14 th February, 2017 | 103 Days |
| Stakeholders Relationship Committee 29 th May, 2017 | Yes | 14 th February, 2017 | 103 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) | |
|--|--|
| <i>Subject</i> | <i>Compliance Status (Yes / No / NA)</i> |
| 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.

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

Khushboo Pasari

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

