

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity **- Hinduja Foundries Limited**
 2. Quarter ending **- 31-Mar-2017**

I. Composition of Board of Directors										
Title (Mr./Ms)	Name of the Director	DI N	P A N	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee)	Date of Appointment	Date of cessation	Tenure	No of Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr.	DHEERAJ GOPI CHAND HINDUJA	00133410	ABKPH6165Q	C & NED	05-Sep-1998			2	0	0
Mr.	CANAKAPALLI BHAKTAVATSALRAO	00010175	AA DPR1938H	NED, ID	03-Nov-2015	02-Nov-2018	3	1	1	0
Mr.	VIJAY PUSHOTTA AMLA VAID	00219709	AABPV3676L	NED, ID	11-Mar-2015	10-Mar-2018	3.000	2	1	0
Mr.	BALAJI RAO JAGANNA	00025254	AA DP D2835K	NED, ID	22-Dec-2014	21-Dec-2017	3.000	7	7	3

	THR AO DOV ETO N									
Mr.	SRID HAR VEN KITES WAR AN	03 49 92 71	AB DPS 048 6J	NED,ID	22-Dec- 2014	21- Dec- 2017	3.00 00	1	0	0
Mrs.	MOH ANA SRINI VASA N	06 95 79 52	AEK PM 266 6N	NED,ID	22-Dec- 2014	21- Dec- 2017	3.00 00	1	5	0
Mr.	SUD HAN SHU KUM AR TRIP ATHI	06 43 16 86	AAV PT9 685 J	NED	16-Jun- 2016			2	3	0
Mr.	SRID HAR AN KESA VAN	00 05 19 76	AAK PS4 378 P	NED	16-Jun- 2016			1	2	0
Ms.	BHU MIKA BATR A	03 50 20 04	AKV PB1 516 H	NED,ID	03-Nov- 2015	02- Nov- 2018	3.00 0	5	10	3
Mr.	CHA NDR ASEK HAR AN ADU THU RAIP ERU MAL KOIL RAM ACH AND RAN	01 79 47 21	AAB PC3 632 P	ED	11-May- 2016	10- May- 2019	3	1	0	0

Mr.	DEVI RED DY MAD HUS UDH ANA RED DY	00 89 91 27	ADF PR6 791 M	ED	14-Sep- 2016	13- Sep- 2019	3	1	0	0
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II. Composition of Committees

Audit Committee			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	BALAJI RAO JAGANNATHRAO DOVETON	NED,ID	Chairperson
2	MOHANA SRINIVASAN	NED,ID	Member
3	CANAKAPALLI BHAKTAVATSALA RAO	NED,ID	Member
4	SRIDHARAN KESAVAN	NED	Member
5	BHUMIKA BATRA	NED,ID	Member

Stakeholders Relationship Committee			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	SUDHANSHU KUMAR TRIPATHI	NED	Member
2	BHUMIKA BATRA	NED,ID	Member

Risk Management Committee			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>

Nomination and Remuneration Committee			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	SUDHANSHU KUMAR TRIPATHI	NED	Member
2	SRIDHAR VENKITESWARAN	NED,ID	Chairperson
3	DHEERAJ GOPICHAND HINDUJA	C & NED	Member
4	VIJAY PURUSHOTTAMLAL VAID	NED,ID	Member

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 (in number of days)</i>
09-Nov-2016	20-Jan-2017	71

IV. Meeting of Committees				
<i>Name of the committee</i>	<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 (in number of days)</i>
				71

Audit Committee	20-Jan-2017	Yes	09-Nov-2016	
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V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	Not Applicable
Whether shareholder approval obtained for material RPT	Not Applicable
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Not Applicable

VI. Affirmations

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 - **Yes**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Not applicable**
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. - **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) Regulations, 2015.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
b. Any comments/observations/advice of Board of Directors may be mentioned here:

<p>The report submitted for the quarter ended December 31, 2016 (previous quarter) was placed before the Board of Directors at their meeting held on January 20, 2017. There were no comments / observations / advice by the Board of Directors. The report for the quarter ended March 31, 2017 will be placed at the ensuing Board Meeting.</p>
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Name : S VENKATASUBRAMANIAN
Designation : Company Secretary

ANNEXURE II

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

I. Disclosure on website in terms of Listing Regulations		
Item	Compliance status (Yes/No/NA)	
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 personnel	Yes	
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	
Criteria of making payments to non-executive directors	Yes	
Policy on dealing with related party transactions	Yes	
Policy for determining 'material' subsidiaries	Not Applicable	
Details of familiarization programmes imparted to independent directors	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	Not Applicable	
New name and the old name of the listed entity	Not Applicable	
II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA)
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes
<i>Board composition</i>	17(1)	Yes
<i>Meeting of Board of directors</i>	17(2)	Yes
<i>Review of Compliance Reports</i>	17(3)	Yes
<i>Plans for orderly succession for appointments</i>	17(4)	Yes
<i>Code of Conduct</i>	17(5)	Yes
<i>Fees/compensation</i>	17(6)	Yes
<i>Minimum Information</i>	17(7)	Yes
<i>Compliance Certificate</i>	17(8)	Yes
<i>Risk Assessment & Management</i>	17(9)	Yes
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes
<i>Composition of Audit Committee</i>	18(1)	Yes
<i>Meeting of Audit Committee</i>	18(2)	Yes
<i>Composition of nomination & remuneration committee</i>	19(1) & (2)	Yes
<i>Composition of Stakeholder Relationship Committee</i>	20(1) & (2)	Yes
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Not Applicable
<i>Vigil Mechanism</i>	22	Yes
<i>Policy for related party Transaction</i>	23(1),(5),(6),(7) & (8)	Yes

<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	Not Applicable
<i>Approval for material related party transactions</i>	23(4)	Not Applicable
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Not Applicable
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5) & (6)	Not Applicable
<i>Maximum Directorship & Tenure</i>	25(1) & (2)	Yes
<i>Meeting of independent directors</i>	25(3) & (4)	Not Applicable
<i>Familiarization of independent directors</i>	25(7)	Yes
<i>Memberships in Committees</i>	26(1)	Yes
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes
<i>Disclosure of Shareholding by Non-Executive Directors</i>	26(4)	Yes
<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	Yes

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**

Name : **S.Venkatasubramanian**
Designation : **Company Secretary**