

MODI UDYOG LIMITED

"WELLESLEY HOUSE" 7, RED CROSS PLACE, 3RD FLOOR KOLKATA WB 700001 IN

EMAIL: modiudyogltd@gmail.com

CIN: L51226WB1982PLC035312

Date: 15th April, 2016

To,
BSE Limited
Phiroz Jeejeebhoy Towers.
Dalal Street, Mumbai-
400001

Scrip Code in BSE: 539007

To,
The Calcutta Stock
Exchange Limited
7, Lyons Range,
Kolkata-700001

Scrip Code in CSE: 23152

To,
Metropolitan Stock
Exchange of India Ltd
Exchange Square, Suren
Road, Chakala
Andheri (East), Mumbai
400093

Scrip symbol in MSEI:
MODIUDYOG

Dear Sir/Madam,

We are enclosing herewith Quarterly Compliance Report on Corporate Governance under Regulation 27(2) (Clause 49) of the Listing Agreement for the Quarter ended 31st March, 2016.

Kindly take the same on your record and acknowledge the receipt.

Thanking you,

Yours faithfully,
For Modi Udyog Limited



Director



BSE LTD
ACKNOWLEDGEMENT

Acknowledgement No	: 1404201612025227	Date & Time	: 14/04/2016 12:03:13 PM
Scrip Code	: 539007		
Entity Name	: MODI UDYOG LIMITED		
Compliance Type	: Regulation 27(2)- Corporate Governance		
Quarter / Period	: 31/03/2016		
Mode	: E-Filing		

General information about company	
Scrip code	539007
Name of the entity	MODI UDYOG LIMITED
Date of start of financial year	01-04-2015
Date of end of financial year	31-03-2016
Reporting Quarter	Yearly
Date of Report	31-03-2016
Risk management committee	Applicable

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Sr	Title (Mr/Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity	No of pos of Chairpersc in Audit/ Stakeholder Committee held in listed entities including this listed entity
1	Mr	MONORANJAN ROY	AROPR1716R	02275811	Executive Director	Not Applicable		16-11-2015			3	0	0
2	Mr	ABHINAW KUMAR SHARMA	CKEPS8258J	05238218	Executive Director	Chairperson		04-04-2013			1	1	0
3	Mr	RAJA SAHA	AOUPS7344R	02227479	Executive Director	Not Applicable		15-10-2015	16-03-2016		0	0	0
4	Mrs	ANJANA SHAW	BKJPS5145Q	06885078	Non-Executive - Independent Director	Not Applicable		29-05-2014		22	1	1	1
5	Mrs	SAJAL DAS	BGNPD6294D	07208684	Non-Executive - Independent Director	Not Applicable		11-06-2015		12	1	0	0

Annexure 1			
Annexure 1			
III. Meeting of Board of Directors			
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)
1	19-11-2015		
2		09-02-2016	81

Annexure 1						
IV. Meeting of Committees						
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	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)
1	Audit Committee	09-02-2016	Yes	YES ALL THE MEMBERS PRESENT	05-11-2015	95

Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	

Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
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
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	Yes
6	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
7	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

Annexure II				
Annexure II 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				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.modiudyog.org
2	Terms and conditions of appointment of independent directors	Yes		www.modiudyog.org
3	Composition of various committees of board of directors	Yes		www.modiudyog.org
4	Code of conduct of board of directors and senior management personnel	Yes		www.modiudyog.org
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.modiudyog.org
6	Criteria of making payments to non-executive directors	NA		
7	Policy on dealing with related party transactions	Yes		www.modiudyog.org
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	NA		
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.modiudyog.org
11	email address for grievance redressal and other relevant details	Yes		www.modiudyog.org
12	Financial results	Yes		www.modiudyog.org
13	Shareholding pattern	Yes		www.modiudyog.org
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	NA		

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25 (6)	Yes	
2	Board composition	17(1)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	Yes	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	Yes	
11	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2),(3), (4)	Yes	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5),(6), (7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
20	Approval for material related party transactions	23(4)	Yes	
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4), (5) & (6)	NA	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

Annexure II**III. Affirmations**

1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA
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Signatory Details	
Name of signatory	MONORANJAN ROY
Designation of person	Director
Place	KOLKATA
Date	14-04-2016

