

COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of Listed Entity HEG LIMITED
 Quarter ending 30th September, 2017

I. Composition of Board of Directors

Title (Mr./Ms.)	Name of the Director	PAN & DIN	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)	Date of Appointment in the current term / cessation	Tenure	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations) #	Number 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.	Ravi Jhunjhunwala	AAGPJ0739D & 00060972	Chairperson-Executive	Original Date of Appointment as Director is 08.09.1979 and date of appointment in current tenure as Chairman, Managing Director & CEO is 13.02.2014	-	6	5	-
Mr.	Riju Jhunjhunwala	AAKPJ4377M & 00061060	Non-Executive	30-04-2009	-	3	3	1
Mr.	Shekhar Agarwal	AAEPA6590M & 00066113	Non-Executive	15.07.1996	-	5	4	-
Mr.	Dharmendar Nath Davar	AAAPD0015E & 00002008	Non-Executive - Independent	30.08.2014	30.08.2014 to 29.08.2019 for a period of 5 years	6	9	4
Mr.	Kamal Gupta	AAHPG1101F & 00038490	Non-Executive - Independent	30.08.2014	30.08.2014 to 29.08.2019 for a period of 5 years	4	10	5
Mr.	Om Parkash Bahl	AAAPB0987D & 02643557	Non-Executive - Independent	30.08.2014	30.08.2014 to 29.08.2019 for a period of 5 years	1	1	-
Ms.	Vinita Singhania	AJWPS3242B & 00042983	Non-Executive - Independent	30.08.2014	30.08.2014 to the conclusion of the 46th Annual General Meeting of the Company to be held in the calendar year 2018.	4	-	-
Mr.	Satyendra Nath Bhattacharya	ACQPB4089E & 06758088	Non-Executive	22.09.2015	-	2	-	-
Mr.	Satish Chand Mehta	AAOPM7409D & 02460558	Non-Executive - Independent	23.06.2016	23.06.2016 to 22.06.2021 for a period of 5 years	1	-	-

Directorship includes Directorship in all Listed entities (whether Independent or not).

Membership includes Chairmanship in Committees.



II. Composition of Committees				
Name of Committee	Name of Committee members		Category (Chairperson / Executive / Non-Executive / Independent / Nominee)	
1 Audit Committee	Mr. Dharmendar Nath Davar		Chairperson-Non-Executive-Independent	
	Mr. Shekhar Agarwal		Non-Executive	
	Mr. Kamal Gupta		Non-Executive -Independent	
	Mr. Om Parkash Bahl		Non-Executive -Independent	
2 Nomination and Remuneration Committee	Mr. Dharmendar Nath Davar		Chairperson-Non-Executive-Independent	
	Mr. Kamal Gupta		Non-Executive -Independent	
	Mr. Om Parkash Bahl		Non-Executive -Independent	
3 Risk Management Committee (if applicable)	Not Applicable			
4 Stakeholders Relationship Committee	Mr. Riju Jhunjunwala		Chairperson-Non-Executive	
	Mr. Ravi Jhunjunwala		Executive	
	Mr. Kamal Gupta		Non-Executive - Independent	
5 Corporate Social Responsibility Committee	Mr. Ravi Jhunjunwala		Chairperson-Executive	
	Mr. Dharmendar Nath Davar		Non-Executive - Independent	
	Ms. Vinita Singhania		Non-Executive - Independent	
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)	
30-05-2017	02-08-2017		63	
IV. Meeting of Committees				
Name of the Committee	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	02-08-2017	Yes, All members present.	30/05/2017	63
Stakeholders Relationship Committee	02-08-2017	Yes, All members present.	30/05/2017	63
Corporate Social Responsibility Committee	02-08-2017	Yes, All members present.	30/05/2017	63
V. Related Party Transactions				
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	
VI. Affirmations				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 b. Nomination and Remuneration Committee c. Stakeholders Relationship Committee d. Risk Management committee (applicable to the top 100 listed entities)			Yes Yes Yes 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) Compliance Report on Corporate Governance for the quarter ended 30th June, 2017 had been placed before the Board of Directors at its meeting held on 2nd August, 2017. No comments/observations/advice were made by the Board of Directors. b) Compliance Report on Corporate Governance for the quarter ended 30th September, 2017 shall be placed before the Board of Directors at its ensuing meeting.			



For HEG LIMITED

VIVEK CHAUDHARY
COMPANY SECRETARY

Date: 12th October, 2017

COMPLIANCE REPORT ON CORPORATE GOVERNANCE		
Name of Listed Entity Quarter ending	HEG LIMITED 30th September, 2017	
Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA)
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes (Business Responsibility Report is not applicable to the Company).
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	No*
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	No*
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes
Note *Dr. Om Parkash Bahl who is a member of Audit Committee and also of Nomination and Remuneration Committee was authorized to attend the Annual General Meeting by the respective committees.		
For HEG Limited  Vivek Chaudhary Company Secretary		

12th October, 2017