

Name of Listed Entity : VST INDUSTRIES LIMITED

Quarter Ended : 30<sup>th</sup> September, 2016

I. Composition of Board of Directors								
Title (Mr./ Ms.)	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	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.	Raymond S. Noronha	ABSPN6852C 00012620	Chairperson – Non Executive	12.8.2015	-	1	2	-
Mr.	S. Thirumalai	AINPS9217J 00011899	Independent – Non Executive	1.10.2014	5 years w.e.f. 1.10.2014	1	2	1
Ms.	Mubeen S. Rafat	AEHPR9974B 06776540	Independent – Non Executive	12.8.2014	5 years w.e.f. 12.8.2014	1	2	1
Mr.	N. Sai Sankar	ABIPN9736H 00010270	Executive	1.1.2016	-	1	1	-
Mr.	Devraj Lahiri	AAVPL3162D 03588071	Executive	1.7.2016	-	1	1	-
Mr.	Ramakrishna V. Addanki	AKTPA2869A 07147591	Non-Executive - Nominee	12.8.2015	-	1	-	-



<b>II. Composition of Committees</b>		
<b>Name of Committee</b>	<b>Name of Committee Members</b>	<b>Category</b>
1.Audit Committee	Mr. S. Thirumalai Mr. Raymond S. Noronha Ms. Mubeen Rafat	Chairman - Non Executive – Independent Non Executive Non Executive - Independent
2.Nomination & Remuneration Committee	Mr. S. Thirumalai Mr. Raymond S. Noronha Ms. Mubeen Rafat	Chairman - Non Executive – Independent Non Executive Non Executive - Independent
3.Stakeholders Relationship Committee	Ms. Mubeen Rafat Mr. Raymond S. Noronha Mr. S. Thirumalai Mr. N. Sai Sankar Mr. Devraj Lahiri	Chairperson – Non Executive – Independent Non Executive Non Executive – Independent Executive Executive

<b>III. Meeting of Board of Directors</b>		
<b>Date of Meeting in the previous quarter</b>	<b>Date of Meeting in the relevant quarter</b>	<b>Maximum gap between any two consecutive meetings in number of days</b>
20.04.2016	10.08.2016	111

<b>IV. Meeting of Committees</b>			
<b>Date of Meeting of the Committee in the relevant quarter</b>	<b>Whether requirement of Quorum met</b>	<b>Date of meeting of the Committee in the previous quarter</b>	<b>Maximum gap between any two consecutive meetings in number of days</b>
Audit Committee			
10.08.2016	Yes	18.04.2016	113
Nomination & Remuneration Committee			
10-08-2016	Yes	18-04-2016	113
Stakeholders Relationship Committee			
10-08-2016	Yes	18-04-2016	113



<b>V. Related Party Transactions</b>	
<b>Subject</b>	<b>Compliance status</b>
Whether prior approval of audit committee obtained	NA
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA

<b>VI. Affirmations</b>
<ol style="list-style-type: none"> <li>1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.</li> <li>2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 <ol style="list-style-type: none"> <li>a. Audit Committee</li> <li>b. Nomination &amp; Remuneration Committee</li> <li>c. Stakeholders Relationship Committee</li> </ol> </li> <li>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</li> <li>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</li> <li>5. This report will be placed before the Board of Directors, at their next meeting scheduled tentatively in November, 2016</li> </ol>



**Affirmations (To be submitted by the listed entity at the end of 6 months after end of financial year along with second quarter report of next financial year)**

Broad heading	Regulation Number	Compliance status (Yes/No/NA)
1. 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
2. Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
3. Presence of Chairperson of the nomination and remuneration Committee at the Annual General Meeting	19(3)	Yes
4. Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

For VST INDUSTRIES LIMITED

*N. Sankar*

N. SAI SANKAR  
MANAGING DIRECTOR



Place : Hyderabad

Date : October 13, 2016