

General information about company	
Scrip code	507880
Name of the entity	VIP Industries 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	Not 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 Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
1	Mr	Dilip G. Piramal	AEAPP7149H	00032012	Executive Director	Chairperson		15-05-2013			2	2	0
2	Ms	Radhika Piramal	AANPP4319A	02105221	Executive Director	Not Applicable	MD	13-07-2012			1	1	0
3	Mr	Ashish Saha	AMCPS1702P	05173103	Executive Director	Not Applicable		01-02-2015			0	1	0
4	Mr	Dipak Kumar Poddar	AACPP2010P	00001250	Non-Executive - Independent Director	Not Applicable		10-07-2014		60	2	3	1
5	Mr	Gulu L. Mirchandani	AACPM1610N	00026664	Non-Executive - Independent Director	Not Applicable		10-07-2014		60	2	2	0
6	Mr	Vijay Kalantri	AACPK4653P	00019510	Non-Executive - Independent Director	Not Applicable		10-07-2014		60	1	2	1
7	Mr	Nabankur Gupta	ACHPG2150L	00020125	Non-Executive - Independent Director	Not Applicable		10-07-2014		60	5	3	2
8	Mr	Rajeev Gupta	AAAPG1185E	00241501	Non-Executive - Independent Director	Not Applicable		10-07-2014		60	6	5	0
9	Mr	Amit Jatia	AAEPJ8462D	00016871	Non-Executive - Independent Director	Not Applicable		24-07-2015		60	3	3	0

Annexure 1			
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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	23-10-2015		
2		01-02-2016	100

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	01-02-2016	Yes	Mr. Dipak Poddar, Mr. Dilip G. Piramal, Mr. Gulu Mirchandani and Mr. Vijay Kalantri	23-10-2015	101
2	Corporate Social Responsibility Committee	01-02-2016	Yes	Mr. Dilip Piramal, Ms. Radhika Piramal and Mr. Vijay Kalantri		
3	Stakeholders Relationship Committee	05-01-2016	Yes	Mr. Dilip Piramal, Mr. Ashish Saha and Mr. Vijay Kalantri	06-10-2015	91
4	Stakeholders Relationship Committee	12-01-2016	Yes	Mr. Dilip Piramal, Mr. Ashish Saha and Mr. Vijay Kalantri	13-10-2015	91
5	Stakeholders Relationship Committee	19-01-2016	Yes	Mr. Dilip Piramal, Mr. Ashish Saha and Mr. Vijay Kalantri	20-10-2015	91
6	Stakeholders Relationship Committee	02-02-2016	Yes	Mr. Dilip Piramal, Mr. Ashish Saha and Mr. Vijay Kalantri	27-10-2015	98
7	Stakeholders Relationship Committee	09-02-2016	Yes	Mr. Dilip Piramal, Mr. Ashish Saha and Mr. Vijay Kalantri	03-11-2015	98
8	Stakeholders Relationship Committee	16-02-2016	Yes	Mr. Dilip Piramal, Mr. Ashish Saha and Mr. Vijay Kalantri	10-11-2015	98
9	Stakeholders Relationship Committee	23-02-2016	Yes	Mr. Dilip Piramal, Mr. Ashish Saha and Mr. Vijay Kalantri	17-11-2015	98
10	Stakeholders Relationship Committee	01-03-2016	Yes	Mr. Dilip Piramal, Mr. Ashish Saha and Mr. Vijay Kalantri	24-11-2015	98
11	Stakeholders Relationship Committee	08-03-2016	Yes	Mr. Dilip Piramal, Mr. Ashish Saha and Mr. Vijay Kalantri	01-12-2015	98
12	Stakeholders Relationship Committee	15-03-2016	Yes	Mr. Dilip Piramal, Mr. Ashish Saha and Mr. Vijay Kalantri	08-12-2015	98
13	Stakeholders Relationship Committee	22-03-2016	Yes	Mr. Dilip Piramal, Mr. Ashish Saha and Mr. Vijay Kalantri	15-12-2015	98
14	Stakeholders Relationship Committee	29-03-2016	Yes	Mr. Dilip Piramal, Mr. Ashish Saha and Mr. Vijay Kalantri	22-12-2015	98
15	Stakeholders Relationship Committee		Yes	Mr. Dilip Piramal, Mr. Ashish Saha and Mr. Vijay Kalantri	29-12-2015	

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)	NA
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
8	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:	Textual Information(1)

Text Block	
Textual Information(1)	Corporate Governance Report pertaining to quarter ended 31-12-2015 has been placed before the Board of Directors at their meeting held on 01-02-2016 and there were no comments/observations/advice of the Board of Directors on the said report.

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.vipindustries.co.in
2	Terms and conditions of appointment of independent directors	Yes		www.vipindustries.co.in
3	Composition of various committees of board of directors	Yes		www.vipindustries.co.in
4	Code of conduct of board of directors and senior management personnel	Yes		www.vipindustries.co.in
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.vipindustries.co.in
6	Criteria of making payments to non-executive directors	No	Criteria for making payment have been disclosed in annual report and hence it is not required to disclose the same on website as per Regulation 46(2)(f) of Listing Regulations.	
7	Policy on dealing with related party transactions	Yes		www.vipindustries.co.in
8	Policy for determining 'material' subsidiaries	Yes		www.vipindustries.co.in
9	Details of familiarization programmes imparted to independent directors	Yes		www.vipindustries.co.in
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.vipindustries.co.in
11	email address for grievance redressal and other relevant details	Yes		www.vipindustries.co.in
12	Financial results	Yes		www.vipindustries.co.in
13	Shareholding pattern	Yes		www.vipindustries.co.in
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)	NA	
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)	NA	
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)	NA	
20	Approval for material related party transactions	23(4)	NA	
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)	Yes	
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)	NA	
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	Yes

Signatory Details	
Name of signatory	Shreyas Trivedi
Designation of person	Company Secretary
Place	Mumbai
Date	07-04-2016

