



ATUL LTD

Atul 396020, Gujarat, India
Telephone: (+91 2632) 230000 | 233261-5 Telefax: (+91 2632) 233639
CIN : L99999GJ1975PLC002859
Email: lalit_patni@atul.co.in Website: www.atul.co.in

SEC:A :2|4

April 07, 2016

The Company Secretary
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400 001

BSE Listing

The Manager
Listing Department
National Stock Exchange of India Limited
"Exchange Plaza" C-1, Block G
Bandra-Kurla Complex
Bandra (East)
Mumbai 400051

NEAPS

Dear Sir:

Compliance of Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are pleased to enclose herewith a statement showing the quarterly compliance report as well as Compliance report on Corporate Governance for the year ended March 31, 2016.

Kindly acknowledge the receipt of the above.

Thank you,

Yours faithfully
For Atul Ltd

Lalit Patni
Company Secretary and
Chief Compliance Officer

Encl.: as above.



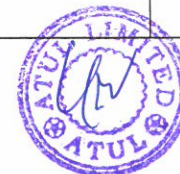
LALBHAI GROUP

Registered Office: Atul House, G I Patel Marg, Ahmedabad 380014, Gujarat, India
Telephone: (+91 79) 26460520 | 26461294 | 26463706 | Telefax: (+91 79) 26404111

Quarterly Compliance Report on Corporate Governance

1. Name of Listed Entity : ATUL LIMITED
2. Quarter ending : March 31, 2016

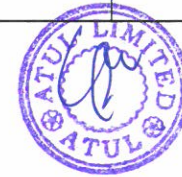
I. Composition of Board of Directors									
Title (Mr./ Ms.)	Name of the Director	DIN	PAN	Category (Chairperson/ Executive/ Non- Executive/ independent / Nominee)	Date of Appoint ment in the current term / cessation	Tenure*	No of Directorship in listed entities including this listed entity (Refer Regulation 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	Sunil S Lalbhai	00045590	AAFPL0691R	Chairperson- Executive	13/06/1984	NA	4	3	Nil
Mr	Rajendra A Shah	00009851	ABIPS1839C	Non-Executive	26/05/1983	NA	10	5	3



Dr	Satguru S Bajjal	00027961	AGNPB6200G	Independent	01/04/2014	2	3	1	3
Mr	Bansi S Mehta	00035019	AADPM4552A	Non-Executive	16/04/1992	NA	8	5	3
Mr	Hasmukh S Shah	00152195	ABWPS4450P	Independent	01/04/2014	2	4	1	2
Mr	Samveg A Lalbhai	00009278	AAFPL5537L	Executive	21/01/2000	NA	2	1	Nil
Mr	Susim M Datta	00032812	AAGPD6963M	Independent	01/04/2014	2	6	5	2



Mr	Bharathy N Mohanan	00198716	AEBPM7975B	Executive	01/01/2009	NA	1	Nil	Nil
Mr	Vedanthachari S Rangan	00030248	ADIPV5480A	Independent	01/04/2014	2	3	3	Nil
Mr	T R Gopi Kannan	00048645	ABNPT8054F	Executive	17/10/2014	NA	2	2	Nil
Mr	Mukund M Chitale	00101004	AABPC3022H	Independent	17/10/2014	1.5	4	1	2
Ms	Shubhalakshmi A Panse	02599310	AFEPP0393L	Independent	27/03/2015	1	3	1	Nil



Mr	Baldev R Arora	00194168	AAAPA5988R	Independent-Non-Executive	01/04/2015	1	2	2	Nil
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&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

* to be filled only for Independent Director..

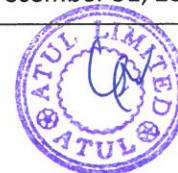
II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non- Executive / independent/Nominee) §
1. Audit Committee	Dr S S Baijal	Chairperson
	Mr B S Mehta	Member
	Mr V S Rangan	Member
2. Nomination & Remuneration Committee	Mr H S Shah	Chairperson
	Dr S S Baijal	Member
	Mr R A Shah	Member
3. Risk Management Committee(if applicable)	NA	
4. Stakeholders Relationship Committee'	Mr H S Shah	Chairperson
	Mr S S Lalbhai	Member
	Mr T R Gopi Kannan	Member

&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

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 (in number of days)
October 30, 2015	January 22, 2016	86 days (Board Meeting held for consideration of unaudited financial results for the third Quarter ended on December 31, 2015)



October 30, 2015	March 25, 2016	148 days (Board Meeting held for approval of Budget for financial year 2016-17)
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IV. Meeting of Committees (Audit Committee)

<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 meetings in number of days*</i>
January 21, 2016	Quorum was present throughout the Meeting. 3 out of 3 members were present.	October 29, 2015	86 days

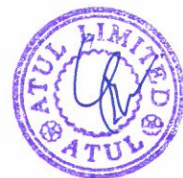
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA) ^{refer note below}
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

- Note**
- 1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
 - 2 If status is "No" details of non-compliance may be given here.

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 - **YES**
 - a. Audit Committee
 - b. Nomination & remuneration committee
 - c. Stakeholders relationship committee
 - d. Risk management committee (applicable to the top 100 listed entities)
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. 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:

For Previous Quarter – **YES**

This report will be placed before the Board Meeting scheduled on April 29, 2016.


Name & Designation

Lalit Patni

Company Secretary and Chief Compliance Officer

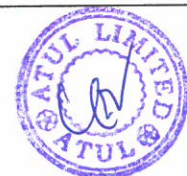


Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.

ATUL LTD
Report on Corporate Government at the end of the financial year 2015-16

I. Disclosure on website in terms of Listing Regulations		
Item	Compliance status (Yes/No/NA) refer note below	
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	Yes	
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	NA	
New name and the old name of the listed entity	NA	
II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA) refer note below
<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)	NA
<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)	Yes



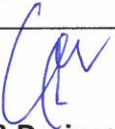

Approval for material related party transactions	23(4)	Yes
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes

Note

- 1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
- 2 If status is "No" details of non-compliance may be given here.
- 3 If the Listed Entity would like to provide any other information the same may be indicated here.

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.

Name & Designation
Lalit Patni, Company Secretary and Chief Compliance Officer