

**ANNEXURE I**

**Quarterly Compliance Report on Corporate Governance**

1. Name of Listed Entity - Atul Limited  
 2. Quarter ending - September 30, 2019  
 i. **Composition of Board of Directors**

Sr. no.	Name of the Director	DIN	PAN	Category (Chairman   Executive   Non- executive   Independent   Nominee)	Sub category	Date of appointment	Date of cessation	Date of birth	Tenure (Months)	No. of Directorship in listed entities including this listed entity	No. of memberships in Audit   Stakeholders Committee(s) including this listed entity	No. of post of Chairman in Audit   Stakeholder Committee held in listed entities including this listed entity	Membership in Committees of the Company	Remarks
01	Mr Sunil Lalbhai	00045590		C & ED	MD	July 01, 2019				5	3	1	SC	
02	Mr Samveg Lalbhai	00009278		ED	MD	December 15, 2016				3	0	0	NA	
03	Mr Bharathy Mohanan	00198716		ED		January 01, 2017				1	0	0	NA	
04	Mr Gopi Kannan Thirukonda	00048645		ED		October 17, 2014				2	4	0	SC	
05	Mr Rajendra Shah	00009851		NED		July 26, 2013		July 07, 1931		8	2	3	NRC	
06	Mr Bansi Mehta	00035019		ID		June 01, 2018	May 31, 2023	September 19, 1935	16	5	3	2	AC	
07	Mr Susim Datta	00032812		ID		April 01, 2014	March 31, 2024	July 01, 1936	66	3	4	2	NA	
08	Mr Srinivasa Rangan	00030248		ID		April 01, 2014	March 31, 2024	February 13, 1960	66	2	6	0	AC	
09	Mr Mukund Chitale	00101004		ID		October 17, 2014	October 16, 2019	November 16, 1949	59	5	3	4	AC, NRC	Reappointed for second term of five years effective October 17, 2019
10	Mrs Shubhalakshmi Panse	02599310		ID		March 27, 2015	March 26, 2020	January 28, 1954	54	5	2	3	NA	Reappointed for second term of five years effective March 27, 2020
11	Mr Baldev Arora	00194168		ID		April 01, 2015	March 31, 2020	June 03, 1944	54	2	3	1	AC, SC, NRC	Reappointed for second term of five years effective April 01, 2020

C: Chairman, MD: Managing Director, ED: Executive Directors, NED: Non-executive Director, ID: Independent Director

AC: Audit Committee, SC: Stakeholders Relationship Committee, NRC: Nomination and Remuneration Committee, NA: Not applicable

<b>Company remarks</b>	
<b>Whether permanent chairman appointed</b>	Yes

ii. **Composition of Committees**

a. **Audit Committee**

Sr. No.	Name of the Director	Category	Chairman   Membership	Appointment date	Cessation date
1	Mr Bansi Mehta	ID	Chairman	January 25, 2001	
2	Mr Srinivasa Rangan	ID	Member	August 12, 2010	
3	Mr Baldev Arora	ID	Member	January 19, 2018	
4	Mr Mukund Chitale	ID	Member	July 20, 2018	

<b>Company remarks</b>	-
<b>Whether permanent chairman appointed</b>	Yes

b. **Stakeholders Relationship Committee**

Sr. No.	Name of the Director	Category	Chairman   Membership	Appointment date	Cessation date
1	Mr Sunil Lalbhai	C & ED	Member	July 23, 2014	
2	Mr Gopi Kannan Thirukonda	ED	Member	July 24, 2015	
3	Mr Baldev Arora	ID	Chairman	March 23, 2018	

<b>Company remarks</b>	-
<b>Whether permanent chairman appointed</b>	Yes,

c. **Risk Management Committee**

Sr. No.	Name of the Director	Category	Chairman   Membership	Appointment date	Cessation date
1	Mr Sunil Lalbhai	C & ED	Chairman	April 01, 2019	
2	Mr Bharathy Mohanan	ED	Member	April 01, 2019	
3	Mr Gopi Kannan Thirukonda	ED	Member	April 01, 2019	

<b>Company remarks</b>	-
<b>Whether permanent chairman appointed</b>	Yes,

d. **Nomination and Remuneration Committee**

Sr. No.	Name of the Director	Category	Chairman   Membership	Appointment date	Cessation date
1	Mr Rajendra Shah	NED	Member	October 21, 2016	
2	Mr Mukund Chitale	ID	Chairman	July 20, 2018	
3	Mr Baldev Arora	ID	Member	January 18, 2019	

<b>Company Remarks</b>	-
<b>Whether Permanent chairman appointed</b>	Yes

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
April 26, 2019	July 26, 2019

Company remarks	
Maximum gap between any two consecutive (in number of days)	90

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Requirement of Quorum met (details)	Whether requirement of Quorum met (Yes   No)
Audit Committee	April 25, 2019	July 25, 2019	4	Yes, all the Members were present. 4 Independent Directors were present.

Company remarks	Quorum was present throughout the Meeting.
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	90

v. Related Party Transactions

Subject	Compliance status (Yes   No   NA)	Remark
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Not Applicable	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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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
  - a. Audit Committee - **Yes**
  - b. Nomination & remuneration committee - **Yes**
  - c. Stakeholders relationship committee - **Yes**
  - d. Risk management committee (applicable to the top 500 listed entities) - **Yes**
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. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
  - b. Any comments/observations/advice of Board of Directors may be mentioned here:

For Previous Quarter: <b>Yes</b> This report will be placed before the Board Meeting scheduled on October 25, 2019.
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Name : Lalit Patni  
Designation : Company Secretary and Chief Compliance Officer

Half yearly Compliance Report on Corporate Governance

1. Name of Listed Entity : **Atul Limited**
2. Half year ending : **September 30, 2019**

<b>I Affirmations</b>		
<b>Broad heading</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA) refer note below</b>
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
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes*
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes*
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes
<p><b>Note</b></p> <ol style="list-style-type: none"> <li>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.</li> <li>2 If status is "No" details of non-compliance may be given here.</li> <li>3 If the Listed Entity would like to provide any other information the same may be indicated here.</li> </ol> <p>*The Chairmen of Audit Committee and Nomination and Remuneration Committee had authorised one of the Members of the respective committee to attend the AGM on their behalf and answer the questions of the Members, if any.</p>		
<p><b>Name &amp; Designation</b>  <b>Lalit Patni</b>  <b>Company Secretary and</b>  <b>Chief Compliance Officer</b></p>		