



SHREE PUSHKAR CHEMICALS & FERTILISERS LTD.

CIN : U24100MH1993PLC071376

A Government of India Recognised Export House

An ISO 9001:2008 & 14001:2004 Certified Company

202, A Wing, Bldg. No. 3, Rahul Mittal Industrial Estate,

Sir M. V. Road, Andheri (E), Mumbai - 400 059, India.

Tel. : +91-22-4270 2525 • Fax : +91-22-2850 4242

email : info@shreepushkar.com • Website : www.shreepushkar.com

Dated: 14th January, 2016

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

BSE Limited,
Corporate Relations Dept.,
P.J. Towers, Dalal Street,
Mumbai - 400001

Sub: - Submission of Quarterly Compliance Report on Corporate Governance

Respected Sir/Madam,

Pursuant to Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith a Quarterly Compliance Report on Corporate Governance for the quarter ended December 31, 2015 in the prescribed format.

We request you to take the same on your record.

Thanking you.
Yours faithfully,

For Shree Pushkar Chemicals & Fertilisers Limited,


Kishan Bhargava
Company Secretary & Compliance Officer
Mem No: A 34138
Encl.: As above



Factory – Unit I : B -102/103, MIDC Lote Parshuram, Taluka Khed, Dist. Ratnagiri, Maharashtra, India.

Tel. : +91-2356 272718, 272625 • Fax : +91-2356 272625

Unit II : D-25, MIDC Lote Parshuram, Taluka Khed, Dist. Ratnagiri, Maharashtra, India.

Tel. : +91-2356 272255 • Fax : +91-2356 273255

Corporate Governance

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity: **Shree Pushkar Chemicals & Fertilisers Limited**
2. Quarter ending: **December 31, 2015**

| I. Composition of Board of Directors | | | | | | | | |
|---|----------------------------|----------------------------|--|---|--------------|--|--|--|
| Title (Mr./Ms) | Name Of the Director | PAN \$ & DIN | Category (Chairperson /Executive/Non- Executive/inde- pendent/Nomi- nee)& | Date of Appointm- ent in the current term /cessation | Tenure* | No of Directors hip in listed entities includin- g this listed entity (Refer Regulatio- n 25(1) of Listing Regulati- ons) | Number of Memberships in Audit/Stake- holder Committee(s) (including this listed entity (ReferRe- gulation2 6(1)of Listing Regulations) | No of post of ChairpersoninAu- dit/StakeholderC- ommitteeheldinli- stedentitiesinclu- dingthislistedenti- ty (ReferRegulation 26(1) of Listing Regulations) |
| Mr. | Punit Makharia | AACPM4481B and 01430764 | Chairman & Managing Director | 01/04/2011 | | 1 | 1 | - |
| Mr. | Gautam Makharia | AACPM4482C and 01354843 | Joint Managing Director | 01/04/2011 | | 1 | - | - |
| Mr. | Nirmal Kedia | AAMPK1658E and 00050769 | Independent Director | 28/07/2014 | 1.5 years | 3 | 3 | 2 |
| Mr. | Ramakant Nayak | AAAPN1764A and 00129854 | Independent Director | 28/07/2014 | 1.5 years | 5 | 7 | 3 |
| Mr. | Dinesh Modi | AAFPM3811L and 00004556 | Independent Director | 28/07/2014 | 1.5 years | 2 | 5 | 1 |
| Mrs. | Poonam Garg | AAHPG4685Q and 00049894 | Nominee Director | 26/03/2013 | | 2 | - | - |



§PAN number of any director would not be displayed on the website of Stock Exchange

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

*to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of direct or of the listed entity in continuity without any cooling off period.

II. Composition of Committees

| Name of Committee | Name of Committee members | Category (Chairperson/Executive/Non-Executive/independent/Nominee)§ |
|---|---|---|
| 1.Audit Committee | Mr. Ramakant Nayak Mr. Dinesh Modi Mr. Punit Makharia | Chairperson – Independent Independent Executive |
| 2.Nomination & Remuneration Committee | Mr. Nirmal Kedia Mr. Dinesh Modi Mr. Ramakant Nayak | Chairperson – Independent Independent Independent |
| 3.Risk Management Committee (if applicable) | N.A. | |
| 4.Stakeholders Relationship Committee' | Mr. Dinesh Modi Mr. Nirmal Kedia Mr. Ramakant Nayak | Chairperson – Independent Independent Independent |

&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) |
|--|---|---|
| 5 th September, 2015; 29 th August, 2015; 10 th August, 2015; 7 th August, 2015 & 24 th July, 2015. | 6 th November, 2015 | 62 |

IV. Meeting of Committees

| 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* |
|---|---|---|---|
| 6 th November, 2015 | Yes | 7 th August, 2015 | 90 |



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

V. Related Party Transactions

| <i>Subject</i> | <i>Compliance status(Yes/No/NA)</i> refer note below |
|---|--|
| Whether prior approval of audit committee obtained | yes |
| Whether shareholder approval obtained for material RPT | N.A. |
| Whether detail 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
 - a. Audit Committee Yes
 - b. Nomination & remuneration committee Yes
 - c. Stakeholders relationship committee Yes
 - d. Risk management committee (applicable to the top 100 listed entities) N.A.
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: Yes (No comments made by the Board of Directors)

Name & Designation: Kishan Bhargava
Company Secretary/Compliance Officer/Managing Director/CEO

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.