



CHL LIMITED

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CHL/SECT/BSE/2016

13th January, 2016

The Asstt. General Manager
Bombay Stock Exchange Ltd
25th Floor, P J Towers
Dalal Street
Mumbai 400 001

SCRIP CODE 532992

Sub: Quarterly Compliance Report on Corporate Governance

Dear Sir,

Please enclosed herewith the Quarterly Compliance Report for the quarter ended 31st December, 2015.

Thanking you

Yours faithfully
For **CHL Limited**

G. J. Varadarajan
Company Secretary



COMPLIANCE REPORT ON CORPORATE GOVERNANCE (Quarterly Basis)

1. Name of Listed Entity : CHL Limited
2. Quarter ending: 31st December, 2015

I. Composition of Board of Directors									
Title	Name of Director	PAN & DIN	Category (Chairperson /Executive/Non Executive/Independent/ominee)	Date of Appointment 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)	(Out of column No. 8) No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	
1	2	3	4	5	6	7	8	9	
Dr.	Lalit Kumar Malhotra	AAJPM1119K & 00213086	Chairperson - Executive	25/10/1980	35 Years	2	3	2	
Mr.	Subhash Krishandayal Ghai	AAFPG8264K 00019803	Non-Executive-Independent	29/11/1997	18 Years	2	Nil	Nil	
Mr.	Ramesh Chandra Sharma	AFJPS4464A & 00023274	Non-Executive-Independent	30/04/2003	12 Years	3	3	Nil	
Mrs.	Luv malhotra	AAJPM1121H & 00030477	Executive	22/09/2000	15 Years	2	1	Nil	
Mr.	Lalit Bhasin	00002114	Non Executive-Independent	27/01/2011	4 Years	6	5	1	
Mr.	Gagan Malhotra	AAMP7347N & 00422762	Executive	25/01/2010	5 Years	1	Nil	Nil	



Mr.	Ashok Kumar Malhotra	AFNPM3752P & 00676603	Non Executive	15/07/1985	30 Years	1	1	Nil
Ms.	Kajal Malhotra	AAJPM1120G & 01319170	Non Executive	09/02/2015	10 Months	1	Nil	Nil
Mr.	Yash Kumar Sehgal	BDXPS4867A & 03641168	Non Executive-independent	25/09/2013	3 Years	2	2	2
II. Composition of Committees								
Name of Committee		Name of Committee members			Category (Chairperson/Executive/Non-Executive/independent/Nominee)			
1. Audit Committee		1. Mr. Yash Kumar Sehgal 2. Mr. Lalit Bhasin 3. Mr. Luv Malhotra			Non-Executive-independent Director Non-Executive-independent Director Executive Director			
2. Nomination & Remuneration Committee		1. Mr. Lalit Bhasin 2. Mr. Yash Kumar Sehgal 3. Ms. Kajal Malhotra			Non-Executive-independent Director Non-Executive-independent Director Non-Executive Director			
3. Risk Management Committee		1. Mr. Yash Kumar Sehgal 2. Mr. Lalit Bhasin 3. Mr. Luv Malhotra 4. Mr. Navneet Dhawan			Non-Executive-independent Director Non-Executive-independent Director Executive Director Senior Executive employee			
4. Stakeholders Relationship Committee		1. Mr. Yash Kumar Sehgal 2. Mr. Lalit Bhasin 3. Mr. A. K. Malhotra			Non-Executive-independent Director Non-Executive-independent Director Non-Executive Director			
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 meetings (in number of days)			
11 th August, 2015		14 th November, 2015			94 days			



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*
1. Audit Committee 14.11.2015	All the members were present	11.08.2015	94 days
V. Related Party Transactions			
Subject			Compliance status (Yes/No/NA)/refer
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
VI. Affirmations			
<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. One Independent Director is being appointed.</p> <p>2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee b. Nomination & remuneration committee c. Stakeholders relationship committee d. Risk management committee (applicable to the top 100 listed entities)</p> <p>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.</p> <p>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.</p> <p>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: NA</p>			
Name & Designation:			
G. J. Varadarajan			
Company Secretary			

