Corporate Governance-March 2018.html

MSEI Symbol			
Scrip code	526159		
NSE Symbol	N.A.		
MSEI Symbol	N.A.		
ISIN	INE926C01014		
Name of the entity	NIKHIL ADHESIVES LIMITED		
Date of start of financial year	01-04-2017		
Date of end of financial year	31-03-2018		
Reporting Quarter	Yearly		
Date of Report	31-03-2018		
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			
Is there any change in information of board of directors compare to previous quarter	No		

Annexure 1		
II. Composition of Committees		
Disclosure of notes on composition of committees explanatory		
Is there any change in information of committees compare to previous quarter	No	

Audit Committee Details					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks

Non	Nomination and remuneration committee				
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks

Stak	Stakeholders Relationship Committee				
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks

Risł	Risk Management Committee				
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks

Cor	Corporate Social Responsibility Committee				
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

	Annexure 1					
An	Annexure 1					
Ш	III. Meeting of Board of Directors					
	Disclosure of notes on meeting of board of directors explanatory					
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	14-12-2017					
2		15-01-2018	31			
3		14-02-2018	29			
4		07-03-2018	20			

	Annexure 1						
IV.	Meeting of Cor	nmittees					
				Disclosu	are of notes on meeting	g of committees explanatory	
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	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee
1	Audit Committee	14-02-2018	Yes		14-12-2017	61	
2	Stakeholders Relationship Committee	14-02-2018	Yes		14-12-2017	61	
3	Nomination and remuneration committee	14-02-2018	Yes				

	Annexure 1				
V.	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	Yes			

	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.	Yes

	Annexure 1		
Sr Subject Compliance status			
1	Name of signatory	UMESH J. SANGHAVI	
2	Designation	Managing Director	

	Annexure II				
	Annexure II to be submitted by li	sted entity at the end	of the financial year (for the whole	of financial year)	
I. I	Disclosure on website in terms of Listing Re	gulations			
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.nikhiladhesives.com	
2	Terms and conditions of appointment of independent directors	Yes		www.nikhiladhesives.com	
3	Composition of various committees of board of directors	Yes		www.nikhiladhesives.com	
4	Code of conduct of board of directors and senior management personnel	Yes		www.nikhiladhesives.com	
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.nikhiladhesives.com	
6	Criteria of making payments to non- executive directors	Yes		www.nikhiladhesives.com	
7	Policy on dealing with related party transactions	Yes		www.nikhiladhesives.com	
8	Policy for determining 'material' subsidiaries	Yes		www.nikhiladhesives.com	
9	Details of familiarization programmes imparted to independent directors	Yes		www.nikhiladhesives.com	

	Annexure II			
	Annexure II to be submitted by listed entity at the	he end of the fin	ancial year (for the whole of	financial year)
I. 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
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.nikhiladhesives.com
11	email address for grievance redressal and other relevant details	Yes		www.nikhiladhesives.com
12	Financial results	Yes		www.nikhiladhesives.com
13	Shareholding pattern	Yes		www.nikhiladhesives.com
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)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	NA	

	Annexure II			
П.	Annual Affirmations			
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non- compliance may be given here.
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)	Yes	
20	Approval for material related party transactions	23(4)	Yes	

	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.
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)	NA	
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)	Yes	
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	
1	Name of signatory	
2	Designation	

	Annexure II			
III.	III. Affirmations			
Sr	Sr Particulars Compliance sta (Yes/No/NA)			
1	1The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been compliedNA			
	Any other information to be provided			

	Annexure II		
1	Name of signatory	UMESH J. SANGHAVI	
2	Designation	Managing Director	

Signatory Details	
Name of signatory	UMESH J. SANGHAVI
Designation of person	Managing Director
Place	MUMBAI
Date	11-04-2018