

# Gujarat Sidhee Cement Limited

**Corporate Office**  
N K Mehta International House, 2nd Floor,  
178 Backbay Reclamation, Mumbai 400 020  
T +91 22 6636 5444  
F +91 22 6636 5445  
E sidhee-mum@mehtagroup.com  
CIN : L26940GJ1973PLC002245

Date : January 14, 2016

GSCL/SEC/Clause49/2016/

BOMBAY STOCK EXCHANGE LTD  
Corporate Relationship Dept.  
Phiroze Jeejeebhoy Towers  
Dalal Street  
MUMBAI - 400 001.

Dear Sirs,

**Company Code :518029.**

**Sub : Report under Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015.**

In compliance with Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulation, 2015, we are submitting the following disclosures:

- (a) Quarterly Compliance Report on Corporate Governance, for the quarter ended 31<sup>st</sup> December, 2015, as per Annexure I
- (b) Statement with regards to regulation 27(2)(b).

We would request you to take the same on record & confirm.

Thanking you,

Yours Faithfully,  
For **GUJARAT SIDHEE CEMENT LTD.**



**V. R. MOHNOT**  
**CFO & CO.SECRETARY**  
Encl : As above.



**Regd. Office & Works**  
Sidheegram, Veraval 362 276  
Gujarat, India



ANNEXURE I									
GUJARAT SIDHEE CEMENT LIMITED									
31-Dec-15									
I. Composition of Board of Directors									
Sl. No.	Name of Listed Entry	PANs & DIN	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee) &	Date of Appointment in the current term/cessation	Tenure*	No. of Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No. of post of Chairperson in Audit/ Stakeholder Committee(s) including this listed entity	
1	Mr. Mahendra N. Mehta	AABPM7687C 00632863	Chairperson	18.09.2014	—	2	Nil	Nil	
2	Mr. Jay M. Mehta	AABPM7683G 00152072	Executive	01.01.2013	—	3	2	1	
3	Mr. M. L. Jandon	AAAPT2929F 00078923	Independent	31.05.2014	upto 31.03.2019	1	1	Nil	
4	Mr. P. K. Bchi	AHUPB7970M 00653839	Independent	31.05.2014	upto 31.03.2019	2	1	Nil	
5	Mr. Y. K. Vyas	AAXPV2137L 03420201	Nominee of GIIC	10.02.2015	—	3	Nil	Nil	
6	Mr. S. V. S. Raghavan	AANPS3581M 00111019	Independent	31.05.2014	upto 31.03.2019	2	2	1	
7	Mr. Bimal Thakkar	AAAPT9315K 00087404	Independent	31.05.2014	upto 31.03.2019	3	2	Nil	
8	Mr. K. N. Bhandari	AELPB5635F 00026078	Independent	31.05.2014	upto 30.05.2019	7	3	Nil	
9	Mr. M. N. Rao	ADDPM2030N	Independent	31.05.2014	upto 30.05.2019	2	1	1	





<p>&amp; 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</p> <p>Not Applicable under regulation 2(115) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015</p>			
<b>III. Meeting of Board of Directors</b>			
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)
10/8/2015	26/10/2015		76
<b>IV. Meeting of Committees (Audit Committee)</b>			
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*
26/10/2015	Yes 4 members attended	10/8/2015	76
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.			
<b>V. Related Party Transactions</b>			
<b>Subject</b>			
Whether prior approval of audit committee obtained			
Yes			
Whether shareholder approval obtained for material RPT			
Yes			
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee			
Yes			
<b>Compliance status (Yes/No/N/A) refer note below</b>			
Yes			
Yes			
Yes			
<b>Note</b>			
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.		
<b>VI Affirmations</b>			
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.		
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)		
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		
4	The meetings of the board of directors and the above committees have been conducted in the		

5 manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.  
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. No observations / comments of Board of Directors.

Name & Designation

  
V. R. MOHAN

CEO & COMPANY SECRETARY

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.

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## Details of material transactions with related parties under regulation 27(2) (b)

We hereby confirm that there are no material transaction with related parties as specified under Regulation 27 (2) (b) for the quarter ended 31<sup>st</sup> December, 2015.

For GUJARAT SIDHEE CEMENT LIMITED



V. R. MOHNOT

C F O & COMPANY SECRETARY



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Gujarat, India