



AMOL DICALITE LIMITED

Registered Office / Corporate Office:
301, 'Akshay', 53, Shrimali Society, Navrangpura, Ahmedabad-380 009 (India)
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CIN : L14100GJ1979PI.C003439. Website: www.amoldicalite.com

10th April, 2018

To,
Executive- Listing
The Calcutta Stock Exchange Ltd
7, Lyons Range,
Kolkata – 700 001

Sub: Submission of Quarterly Compliance Report on Corporate Governance u/r. 27 of Listing Regulation, 2015.

Dear Sir

Kindly find enclosed herewith Quarterly Compliance Report on Corporate Governance for quarter & year ended on 31th March, 2018 under regulation 27 of SEBI (Listing Obligations & Disclosure Requirements) Regulation, 2015.

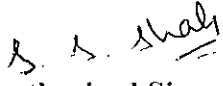
Please take the same on your record.

Kindly acknowledge the receipt and oblige.

Thanking you,

Yours faithfully,

For Amol Dicalite Ltd.


Authorized Signatory

Encl.: As above

Quarterly Corporate Governance Report

1	Name of Listed Entity	AMOL DICALITE LIMITED							
2	Quarter Ending	31 st March, 2018							
I. Composition of Board of Directors									
Title (Mr. / Ms.)	Name of the Director	PAN & 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 (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)	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
		PAN	DIN						
Mr.	Shreyas C. Sheth	ACTPS7669G	00009350	Chairman / Executive	01/07/2014 (Re-appointed as MD)	NA	1	-	-
Mr.	Ashok C. Gandhi	ABCPG5178J	00022507	Independent / Non executive	20/09/2014	5 years	5	8	1

Mr.	Kaushik D. Shah	ACAPS7054A	00024305	Independent / Non executive	20/09/2014	5 years	5	8	4
Mr.	Naishadh I. Parikh	AAUPP1245Q	00009314	Independent / Non executive	20/09/2014	5 years	2	4	1
Mr.	Darshan B. Sheth	ABGPS4900E	00133960	Non – Executive	Re-appointment w.e.f. 28/09/2015 (Originally appointed w.e.f. 30/05/2013)	NA	1	-	-
Mrs.	Priti S. Sheth	ANZPS6758B	02409190	Non – Executive	10/02/2015	NA	1	-	-

Note:

\$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 into 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 directors 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	1. Mr. Kaushik D. Shah 2. Mr. Ashok C. Gandhi 3. Mr. Naishadh I. Parikh	Chairman /Independent/Non-executive Independent/ Non-executive Independent/ Non-executive
2. Nomination & Remuneration Committee	1. Mr. Naishadh I. Parikh 2. Mr. Kaushik D. Shah 3. Mr. Ashok C. Gandhi	Chairman /Independent/Non-executive Independent/ Non-executive Independent/ Non-executive
3. Risk management Committee (if applicable)	NA	NA
4. Stakeholders' Relationship Committee	1. Mr. Ashok C. Gandhi 2. Mr. Kaushik D. Shah 3. Mr. Naishadh I. Parikh	Chairman/Independent/Non-executive Independent/ Non-executive Independent/ Non-executive
&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 13/12/2017	Date(s) of Meeting (if any) in the relevant quarter 12/02/2018	Maximum gap between any two consecutive (in number of days) 61 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*
Audit Committee 12/02/2018	Yes All three directors were present.	13/12/2017	61 Days
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional			
V. Related Party Transactions			
Subject		Compliance status (Yes/No/NA)refer note below	
Whether prior approval of audit committee obtained		Yes	
Whether shareholder approval obtained for material RPT		N.A.	
Whether details 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: Report submitted in previous quarter has been placed before the Board of Directors of the Company. There were no comments/ Observations/ Advice of the Board on the same.

For, Amol Dicalite Ltd.



Shreyas C. Sheth
Chairman & MD
DIN: 00009350

Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for whole of financial year)

1. Disclosure on website in terms of Listing Regulations

Sr. No.	Item	Compliance Status (Yes/ No/ N.A.)
1	Details of business	Yes
2	Terms and conditions of appointment of independent directors	Yes
3	Composition of various committee of board of directors	Yes
4	Code of conduct of board of directors and senior management personnel	Yes
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes
6	Criteria of making payments to non-executive directors	NA*
7	Policy on dealing with related party transactions	Yes
8	Policy for determining 'material' subsidiaries	Yes
9	Details of familiarization programmes imparted to independent directors	Yes
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes
11	email address for grievance redressal and other relevant details	Yes
12	Financial results	Yes
13	Shareholding pattern	Yes
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

* The Company does not make any payment to non-executive directors except payment of sitting fees.

II Annual Information


Sr. No.	Particulars	Regulation Number	Compliance Status (Yes/ No/ N.A.)	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)	Yes	
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)	NA	
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	Will be complied in Annual Report for the year 2017-18
29	Policy with respect to Obligations of directors and senior management	26(2)&(5)	Yes	
	Any other information to be provided - Add Notes			

III Affirmation:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied: NA

For, Amol Dicalite Ltd.


 Shreyas C. Sheth
 Chairman & MD
 DIN: 00009350

Details:

1. Shreyas Sheth: Director in one listed company.

Amol Dicalite Ltd.

2. Ashok Gandhi: Director in five listed companies

Amol Dicalite Ltd.

Stakeholder Relationship Comm. – Member & Chairman
Audit Comm. – Member

Aarvee Denims & Exports Ltd.

Audit Comm. – Member

Ahmedabad Steel craft Ltd.

Audit Comm. – Member

Dishman Carbogen Amcis Ltd.

Audit Comm. – Member
Stakeholder Relationship Comm. – Member

Bloom Dekor Ltd.

Audit Comm. – Member
Stakeholder Relationship Comm. – Member

3. Kaushik D. Shah: Director in five listed company.

Amol Dicalite Ltd.

Stakeholder Relationship Comm. – Member
Audit Comm. - Member & Chairman

W. H. Brady & Co. Ltd.

Stakeholder Relationship Comm. – Member
Audit Comm. - Member & Chairman

Brady & Morris Engineering Co. Ltd.

Stakeholder Relationship Comm. – Member
Audit Comm. - Member & Chairman

Arman Financial Services Ltd.

Stakeholder Relationship Comm. – Member
Audit Comm. – Member & Chairman

Restile Ceramics Limited (Listed Company)

Non Executive Independent Director

4. Naishadh I. Parikh: Director in two listed company.

Amol Dicalite Ltd.

Stakeholder Relationship Comm. – Member
Audit Comm. – Member

Symphony Ltd.

Stakeholder Relationship Comm. – Member & Chairman
Audit Comm. – Member

5. Darshan B. Sheth: Director in one listed company.

Amol Dicalite Ltd.

6. Priti S. Sheth: Director in one listed company.

Amol Dicalite Ltd.