

# ISHAN DYES & CHEMICALS LTD.



12<sup>th</sup> January, 2016

To,  
Department of Corporate Services (DCS-CRD),  
Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai - 400001

Ref: ISHAN DYES & CHEMICALS LIMITED

BSE SCRIP CODE: 531109

Sub: CORPORATE GOVERNANCE REPORT AS PER REGULATION 27(2) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 FOR QUARTER ENDED 31<sup>ST</sup> DECEMBER, 2015

Dear Sir,

Pursuant to the Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Corporate Governance Report for the quarter ended 31<sup>st</sup> December, 2015.

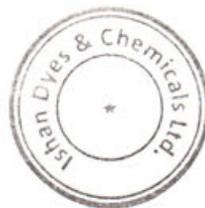
Kindly take the same on your records and acknowledge receipt for the same.

Thanking You,

Yours truly,

For Ishan Dyes & Chemicals Ltd

**Piyush N. Patel**  
Chairman & Managing Director  
(DIN - 00450807)



Encl.: As above



Quarterly Compliance Report on Corporate Governance

1. Name of the Listed Entity : ISHAN DYES & CHEMICALS LIMITED Scrip code : 531109
2. Quarter ending : DECEMBER, 2015

I. Composition of Board of Directors							
Title (Mr./Ms)	Name of the Director	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 (Refer Regulation 25(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)
Mr.	Piyushbhai Natvarlal Patel	PAN - ADTPP3881C DIN - 00450807	Chairman- Executive Director	10/11/2014	N.A.	1	0
Mr.	Shrinal Piyushbhai Patel	PAN - AXTPP1243N DIN - 02992519	Executive Director	01/02/2013	N.A.	1	0
Mrs.	Anilaben Piyushbhai Patel	PAN - AFSPP2037H DIN - 00450893	Non-Executive Director	05/03/1999	N.A.	1	0
Mr.	Marutbhai Dineshchandra Patel	PAN - AXTPP1184C DIN - 01886954	Non-Executive Director	08/09/1994	N.A.	1	0
Mr.	Roopin Amrit Patel	PAN - AJBPP3196Q DIN - 03302732	Independent Director	20/09/2010	5 Years	1	0
Mr.	Mayankkumar Hasmukhbhai Patel	PAN - ASMPP5315R DIN - 02838526	Independent Director	20/09/2010	5 Years	1	3
Mr.	Yatinbhai Gordhanbhai Patel	PAN - ADOPP7997G DIN - 03616381	Independent Director	23/09/2014	1 Year	2	0
Mr.	Ronak Yatinkumar Desai	PAN - AHBPD6755B DIN - 02808811	Independent Director	30/04/2005	10 years	1	0



SPAN 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) s
<b>Audit Committee</b>	Roopin Amrit Patel	Chairman - Independent Director
	Mayankkumar Hasmukhbhai Patel	Independent Director
	Yatinbhai Gordhanbhai Patel	Independent Director
	Ronak Yatin Kumar Desai	Independent Director
<b>Nomination &amp; Remuneration Committee</b>	Roopin Amrit Patel	Chairman - Independent Director
	Mayankkumar Hasmukhbhai Patel	Independent Director
	Yatinbhai Gordhanbhai Patel	Independent Director
	Ronak Yatin Kumar Desai	Independent Director
<b>Stakeholders Relationship Committee</b>	Roopin Amrit Patel	Chairman - Independent Director
	Anilaben Piyushbhai Patel	Non-Executive Director
	Piyushbhai Natvarlal Patel	Executive Director

\*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, i.e. July, 2015 to Sept, 2015	Date(s) of Meeting (if any) in the relevant quarter, i.e. Oct, 2015 to Dec, 2015	Maximum gap between any two consecutive (in number of days)
10 <sup>th</sup> August, 2015	05 <sup>th</sup> October, 2015	13 days
01 <sup>st</sup> September, 2015	16 <sup>th</sup> October, 2015	11 days
22 <sup>nd</sup> September, 2015	09 <sup>th</sup> November, 2015	24 days
	24 <sup>th</sup> November, 2015	15 days



**IV. Meeting of Committees**

<i>Date(s) of meeting of the committee in the relevant quarter, i.e. Oct, 2015 to Dec, 2015</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter, i.e. July, 2015 to Sept, 2015</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
<b>Audit Committee</b>			
09 <sup>th</sup> November, 2015	Yes Numbers of members entitled to attend: 4 Numbers of members actually attended: 3	10 <sup>th</sup> August, 2015	91 Days
<b>Nomination &amp; Remuneration Committee</b>			
NIL	N.A.	29 <sup>th</sup> September, 2015	N.A.
<b>Stakeholders Relationship Committee</b>			
NIL	N.A.	29 <sup>th</sup> September, 2015	N.A.
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional			
<b>Subject</b>			
Whether prior approval of audit committee obtained			
Whether shareholder approval obtained for material RPT			
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee			
<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.			

**V. Related Party Transactions**

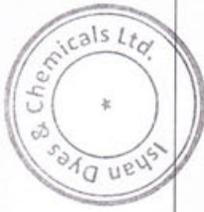
<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes



## VI. Affirmations

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
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 manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
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

**For Ishan Dyes & Chemicals Limited**



A handwritten signature in black ink, appearing to read "Piyush N. Patel".

**Piyush N. Patel**  
Chairman & Managing Director