

## Corporate Governance Report for the quarter ended on 31<sup>st</sup> December 2015

Name of the Entity	<b>Noble Explochem Limited</b>
Quarter ending	<b>31<sup>st</sup> December 2015</b>

<b>I Composition of Board of Directors</b>								
Title (Mr./MRS)	Name of the Director	PAN and 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 entity	No. of Members in Audit/ Stakeholders Committee including this Listed entity	No of Chairpersons in Audit / Stakeholders committee held in listed entity including this listed entity
Mr.	Tikamchand Kothari	AADPK1836D	Chairman and Executive Director	26/12/2001	180 months	1	1	0
Mr.	Ramehchand Koathari	AADPK0821C	Executive Director	26/12/2001	180 months	1	2	0
Mr.	Mahaveer Dhanecha	AAWPD9683D	Independent Director	29/06/2006	114 months	1	3	3
Mr.	Rajesh Joshi	AJVPJ4042M	Non-executive Director	21/05/2007	103 months	1	2	0
Mr.	Shayam Sunder Sharma	APNPS3141Q	Independent Director	18/06/2007	102 months	1	2	0
	Vijaykumar Jain	AAFPJ9476L	Independent Director	26/02/2008	94 months	1	0	0
Smt.	Vinda Warhadpande	AALPW5011A	Executive Director	01/10/2014	15 months	1	0	0

<b>II Composition of Committees</b>			
Name of the Committee	Name of committee Members	Category Chairperson, Executive/ Non-executive/ Independent / Nominee	
1	Audit Committee		
	Mahaveer Dhanecha	Independent Director and Chairman of the Committee	
	Rajesh Joshi	Non-executive Director and member of the Committee	
	Shyam Sunder Sharma	Independent Director and member of the Committee	
	Ramesh chand Kothari	Executive Director and member of the Committee	
2	Nomination and Remuneration Committee		
	Mahaveer Dhanecha	Independent Director and Chairman of the Committee	
	Shyam Sunder Sharma	Independent Director and member of the Committee	
	Ramesh chand Kothari	Executive Director and member of the Committee	
3	Risk Management Committee		
	N.A.	N.A	N.A.
4	Stakeholders Relationship Committee		
	Mahaveer Dhanecha	Independent Director and Chairman of the Committee	
	Tikam chand Kothari	Executive Director and member of the Committee	
	Ramesh chand Kothari	Executive Director and member of the Committee	

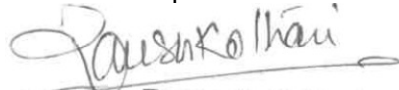
<b>III Meeting of Board of Directors</b>		
Dates of meeting in previous Quarter	Dates of meeting in the relevant Quarter	Maximum gap between any two consecutive meetings in number of days
10/08/2015	10/11/2015	92 DAYS

<b>IV Meeting of Committees</b>				
Name of Committee	Whether requirement of quorum met (Details)	Date of meeting in the relevant quarter	Dates of meeting in previous Quarter	Maximum gap between any two consecutive meetings in number of days
Audit Committee	Yes All members were present	10/11/2015	10/08/2015	92 Days
Stakeholders Relationship Committee	Yes All members were present	10/11/2015	10/08/2015	92 Days

<b>V Related Party Transactions</b>	
Subject	Compliance Status (YES/No/N.A.)
Whether prior approval of Audit Committee obtained	N. A.
Whether Shareholders approval obtained for material RTP	N. A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	N. A.

<b>VI Affirmation</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 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:

For Noble Explochem Limited



R. C Kothari  
Managing Director