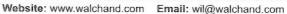
WALCHANDNAGAR INDUSTRIES LIMITED





Ref. No.: WI:SEC:2017 Date : July 13, 2017

National Stock Exchange of India Ltd Corporate Action Department Exchange Plaza, 5th floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East) Mumbai 400 051.

Fax: 26598237/38, 66418126/25/24

BSE Ltd.,

Corporate Relations Department 1st floor, New Trading Ring, Rotunda Bldg P.J. Tower,

Mumbai 400 001.

Fax:: 22723121/2039/2037

Dear Sirs,

Sub: Quarterly Compliance Report on Corporate Governance for the Quarter ended June 30, 2017

Please find enclosed herewith Report on Corporate Governance required under Regulation 27 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Quarter ended June 30, 2017.

We request you to take the same on record.

Thanking you,

Yours faithfully,

For Walchandnagar Industries Ltd.

G. S. Agrawal

Vice President (Legal & Taxation) & Company Secretary

Encl.: as above

WALCHANDNAGAR INDUSTRIES LIMITED



Corporate Governance Report under Regulation 27(2) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

- 1. Name of Listed Entity Walchandnagar Industries Ltd.
- 2. Quarter Ending June 30, 2017.

Fitle Mr./Ms.)	Name of the Director	PAN \$	DIN	Category (Chairperson /Executive/ Non- Executive/ independent/ Nominee) &	Date of Appointment in the current term/ cessation	Tenure*	ip in listed entities including	membersh- ips in Audit/ Stakeholder Committee	No. of post of Chairperson in Audit/ Stakehokler Committee held in listed entities including this listed entity
Mr.	Chakor L. Doshi	AACPD5799F	00210949	Non- Executive & Chairperson	15/05/1979	3 7	Two	Two	Nil
Mr.	Dilip J. Thakkar	ААСРТ9000Н	00007339	Non- Executive/ independent	13/02/2015	3	Five	Three	One
Mr.	Anil Kakodkar	AAFPK2030D	03057596	Non- Executive/ independent	13/02/2015	5	One	One	One
Mr.	G. N. Bajpai	ABEPB2522M	00946138	Non- Executive/ independent	13/02/2015	5	Four	Three	Two
Mr.	A. R. Gandhi	AADPG1145R	00007597	Non- Executive/ independent	13/02/2015	5	Three	One	One
Ms.	Bhavna Doshi	AACPD4427C	00400508	Non- Executive/ independent	13/02/2015	5	Five	Two	Two
Mr.	G. K. Pillai	АЛІРК5679В	01537184	Executive	25/11/2012	170	One	Nil	Nil
Mr.	Chirag C. Doshi	AEEPD0659L	00181291	Executive	25/11/2012	(5)	Two	One	Nil

^{\$ -}PAN number of any director would not be displayed on the website of Stock Exchange.

^{*-}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.



[&]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





Name of Committee	Name of Committe	e Members	Category (Chairperson/Executive/Non-Executive/in- ependent/Nominee)\$			
1. Audit Committee	Dilip J. Thakkar		Chairperson/Independent Independent Independent			
	G. N. Bajpai					
	Anil Kakodkar					
	Chakor L. Doshi		Non-Executive			
2. Nomination &	G. N. Bajpai			Chairperson/Independent		
Remuneration Committee	Dilip J. Thakkar		Independent			
**************************************	Anil Kakodkar		Independent			
	Chakor L. Doshi		Non-Executive			
3. Risk Management	G. K. Pillai		Chairperson/Executive			
Committee(if applicable)**	Chirag C. Doshi		Executive			
and the second s	Shree B. Pathak		Employ			
4. Stakeholders	Anil Kakodkar		Chairperson/Independent			
Relationship Committee	Dilip J. Thakkar		Independent			
uommucc	Chakor L. Doshi		Non-Executive			
Date(s) of meeting (if any) i previous quarter	n the Date(s) of I	Meeting (if any) in the	Maximum gap between any two consecutive			
	-		(in number of days)			
January 30, 2017	M	May 26, 2017		115		
,, 50, 501,						
IV. Meeting of Committees Audit Committee Meeting						
IV. Meeting of Committees Audit Committee Meeting Date(s) of meeting of the			of the	Maximum gap between any two		
IV. Meeting of Committees Audit Committee Meeting		Date(s) of meeting of committee in the pr		Maximum gap between any two consecutive meetings in number of		
IV. Meeting of Committees Audit Committee Meeting Date(s) of meeting of the	Whether	Date(s) of meeting of		Maximum gap between any two consecutive meetings in number of days*		





V. Related Party Transactions				
Compliance status (Yes/No/NA)refer note below				
Yes				
N.A.				
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. Affirmation

- 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 have been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here.

For Wakhandnagar Industries Limited

G. S. Agrawal

Vice President (Legal & Taxation) & Company Secretary