

05<sup>th</sup> April, 2017

To,

The Manager (Listing)  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai-400 001

**Scrip Code: 532290**

To,

The Manager (Listing)  
**National Stock Exchange of India Limited**  
Exchange Plaza,  
Bandra Kurla Complex,  
Bandra (East),  
Mumbai-400 051

**Scrip Code: BLBLIMITED**

**Subject: Submission of Corporate Governance Report**

Dear Sir/Ma'am,

Please find enclosed the Quarterly Compliance Report on Corporate Governance for the quarter ended **31<sup>st</sup> March, 2017** as per the requirement of Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is for your information and record please.

Thanking You,

For **BLB LIMITED**



**(ABHA GARG)**  
**COMPANY SECRETARY**



**M No : A38787**  
**Place : New Delhi**

**BLB Limited**

CIN : L67120HR1981PLC051078  
Corporate Member : NSE & BSE

**Registered Office :** SCO (Shop Cum Office) No.22, Spring Field Colony, Extension No.1, Near Sector 31-32, Faridabad-121003, Haryana  
Tel : 011-49325600. Fax : 011-49325637  
Website : www.blblimited.com, Email : info@blblimited.com

### CORPORATE GOVERNANCE REPORT

1. Name of Listed Entity : BLB LIMITED  
 2. Quarter ended : 31ST MARCH, 2017

Annexure-I

I. Composition of Board of Directors								
Title (Mr./Mrs.)	Name of the Director	PAN <sup>3</sup> & DIN	Category (Chairperson/ Executive/ Non - Executive/ Independent/ Nominee) <sup>4</sup>	Date of Appointment in current term / cessation	Tenure *	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	No of membership 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)
Mr.	Brij Rattan Bagri	AFQPB7963N00007441	Chairperson/ Non Executive Director	04.12.1981	NA	1	1	NA
Mr.	Vikram Rathi	AACPR3071Q00007325	Executive Director	28.01.1994	NA	1	2	NA
Mr.	Keshav Chand Jain	AAGPJ0016K00007539	Non Executive Director	04.12.1981	NA	1	NIL	NA
Mr.	Rajesh Kumar Damani	AAEPD6379H01405935	Independent Director	31.08.2009	7 years and 7 months	1	2	2
Mr.	Manas Jain	AGZPJ3621P02785654	Independent Director	04.03.2011	6 years and 1 months	1	2	NA
Mrs.	Dhwani Jain	APRPJ0449L06985038	Independent Director	20.10.2014	2 year and 5 months	1	NIL	NA

<sup>3</sup>PAN number of any director would not be displayed on the website of Stock Exchange.

<sup>4</sup>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.

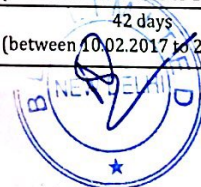
II. Composition of Committee			
	Name of Committee	Name of Committee Members	Category (Chairperson/ Executive/ Non Executive / Independent/ Nominee) <sup>5</sup>
1.	Audit Committee	Mr. Rajesh Kumar Damani	Independent Director/ Chairperson of the Committee
		Mr. Brij Rattan Bagri	Non - Executive Director
		Mr. Manas Jain	Independent Director
2.	Nomination and Remuneration Committee	Mr. Rajesh Kumar Damani	Independent Director/ Chairperson of the Committee
		Mr. Keshav Chand Jain	Non Executive Director
		Mr. Manas Jain	Independent Director
3.	Risk Management Committee (if applicable)	NA	NA
4.	Stakeholder Relationship Committee'	Mr. Rajesh Kumar Damani	Chairperson of the Committee/ Independent Director
		Mr. Vikram Rathi	Executive Director
		Mr. Manas Jain	Independent Director

<sup>5</sup>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	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
27.12.2016	10.02.2017	44 days (between 27.12.2016 to 10.02.2017)
	25.03.2017	42 days (between 10.02.2017 to 25.03.2017)

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IV. Meeting of Committees			
Date(s) of the 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*
<b>a. Audit Committee</b>			
10.02.2017 and 24.03.2017	Yes	30.12.2016	41 days (between 30.12.2016 to 10.02.2017) 41 days (between 10.02.2017 to 24.03.2017)
<b>b. Stakeholders Relationship Committee</b>			
-	NA	-	
<b>c. Nomination and Remuneration Committee</b>			
24.03.2017	NA	-	

\*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 shareholders approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been received by Audit Committee	Yes

**Note:**

- In the column "Compliance Status", compliance or non compliance may be indicated by Yes / No / NA. 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 word "NA" may be indicated.
- If status is "No" details of non - compliance may be given here

VI. Affirmations	
1.	The composition of Board of Directors is in term of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
2.	The composition of the following committees is in term of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
	a. Audit Committee
	b. Nomination and Remuneration Committee
	c. Stakeholders Relationship Committee
	d. Risk Management Committee (applicable to top 100 listed entities)
3.	The committee members have been made aware of their power, 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: <b>None</b>

Name & Designation:

(ABHA GARG)  
COMPANY SECRETARY

Dated: 05.04.2017



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

<b>I. Disclosure on website in terms of Listing Regulations</b>		<b>COMPLIANCE STATUS (Yes / No/ NA) refer note below</b>
<b>ITEM</b>		
Details of business		Yes
Terms and conditions of appointment of independent directors		Yes
Composition of various committees of Board of Directors		Yes
Code of Conduct of Board of Directors and senior management personnel		Yes
Details of establishment of Vigil Mechanism / Whistle Blower Policy		Yes
Criteria for making payments to non-executive directors		NA
Policy on dealing with related party transactions		Yes
Policy for determining 'material' subsidiaries		Yes
Details of familiarization programmes imparted to independent directors		Yes
Contact information of the designated officials of listed entity who are responsible for assisting and handling investor grievances		Yes
Email address for grievance redressal and other relevant details		Yes
Financial results		Yes
Shareholding pattern		Yes
Details of agreements entered into with the media companies and / or their associates		NA
New name and the old name of the listed entity		Yes
<b>II. Annual Affirmations</b>		
<b>Particulars</b>	<b>Regulation Number</b>	<b>COMPLIANCE STATUS (Yes / No/ NA) refer note below</b>
Independent director(s) have been appointed in term of specified criteria of 'independence' and / or 'eligibility'	16(1)(b) & 25(6)	Yes
Board Composition	17(1)	Yes
Meeting of Board of Directors	17(2)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession of appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fee/ compensation	17(6)	NA
Minimum information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment and Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of Nomination and Remuneration Committee	19(1) & (2)	Yes
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes
Composition and role of risk management committee	21(1), (2), (3), (4)	Yes
Vigil Mechanism	22	Yes



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Policy for Related Party Transaction	23(1), (5), (6), (7) & (8)	Yes
Prior or omnibus approval of Audit Committee for all related parties transactions	23(2), (3)	Yes
Approval for material related party transaction	23(4)	NA
Composition of Board of Director of unlisted material subsidiary	24(1)	Yes
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2), (3), (4), (5) & (6)	Yes
Maximum directorship & tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Membership in committees	26(1)	Yes
Affirmation with compliance to code of conduct from the members of the Board of Directors and Senior Managerial Personnel	26(3)	Yes
Disclosure of shareholding by Non Executive Directors	26(4)	NA
Policy with respect to Obligations of Directors and Senior Management	26(2) & 26(5)	Yes

**Note**

1. In the column "Compliance Status", compliance or non compliance may be indicated by Yes / No / NA. 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 word "NA" may be indicated
2. If status is "No" details of non - compliance may be given here
3. If the listed entity would like to provide any other information the same may be indicated here

**III. Affirmations:**

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

**Name & Designation:**

(ABHA GARG)  
COMPANY SECRETARY ★



Dated: 05.04.2017

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