

CORPORATE GOVERNANCE REPORT

1. Name of Listed Entity **BLB LIMITED**
 2. Quarter ended **31ST MARCH, 2018**

Annexure-I

I. Composition of Board of Directors								
Title (Mr./Mrs.)	Name of the Director	PAN ⁵ & DIN	Category (Chairperson/ Executive/ Non - Executive/ Independent/ Nominee) ⁶	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	AFQPB7963N 00007441	Chairperson/ Non Executive Director	04.12.1981	NA	1	1	NA
Mr.	Vikram Rathi	AACPR3071Q 00007325	Executive Director	28.01.1994	NA	1	2	NA
Mr.	Keshav Chand Jain	AAGPJ0016K 00007539	Non Executive Director	04.12.1981	NA	1	NIL	NA
Mr.	Rajesh Kumar Damani	AAEPD6379H 01405935	Independent Director	31.08.2009	8 years and 7 month	1	2	2
Mr.	Manas Jain	AGZPJ3621P 02785654	Independent Director	04.03.2011	7 years and 1 month	1	2	NA
Mrs.	Dhwani Jain	APRPJ0449L 06985038	Independent Director	20.10.2014	3 year and 05 months	1	NIL	NA

⁵PAN number of any director would not be displayed on the website of Stock Exchange.

⁶Category 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			
1.	Name of Committee	Name of Committee Members	Category (Chairperson/ Executive/ Non Executive / Independent/ Nominee) ⁵
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 ¹	Mr. Rajesh Kumar Damani	Chairperson of the Committee/ Independent Director
		Mr. Vikram Rathi	Executive Director
		Mr. Manas Jain	Independent Director

⁵Category 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)
14.12.2017	14.02.2018	61 DAYS
-	15.03.2018	28 DAYS


FOR BLB LIMITED
NEW DELHI
COMPANY SECRETARY

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*
a. Audit Committee			
14.02.2018	Yes	14.12.2017	61 DAYS
b. Stakeholders Relationship Committee			
25.01.2018	Yes	08.12.2017	47 DAYS
24.02.2018	Yes	-	29 DAYS
24.03.2018	Yes	-	27 DAYS
c. Nomination and Remuneration Committee			
11.01.2018	-	-	-

*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: None

Name & Designation:

(ABHA GARG)
COMPANY SECRETARY

Dated: 13.04.2018

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.

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

I. Disclosure on website in terms of Listing Regulations		
ITEM	COMPLIANCE STATUS (Yes / No/ NA) refer note below	
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	
II. Annual Affirmations		
Particulars	Regulation Number	COMPLIANCE STATUS (Yes / No/ NA) refer note below
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)	NA
Vigil Mechanism	22	Yes
Policy for Related Party Transaction	23(1), (5), (6), (7) & (8)	Yes

For BLB LIMITED

COMPANY SECRETARY



Prior or omnibus approval of Audit Committee for all related parties transactions	23(2), (3)	Yes
Approval for material related party transaction	23(4)	Yes
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: 13.04.2018

