

January 11, 2018

To

The Manager, Listing Department, The National Stock Exchange of India Ltd., Exchange Plaza, NSE Building Bandra Kurla Complex, Bandra East, Mumbai 400 051 Fax : 022-26598237, 022-26598238	The General Manager - Listing Department, BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001 Fax : 022-22722041, 022-22723719
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Dear Sir,

Sub : **Regulation 27** : Filing of Quarterly Compliance Report on Corporate Governance for the quarter ending December 31, 2017

As required under Regulation 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith Quarterly Compliance Report on Corporate Governance of the Company for the quarter ending December 31, 2017.

Thanking you,

Yours faithfully,  
For Polyplex Corporation Limited

  
Ashok Kumar Gurnani  
Company Secretary

akgurnani@polyplex.com

Encl : as above.

**Polyplex Corporation Limited**  
(CIN: L25209UR1984PLC011596)

B-37, Sector-1, Noida - 201 301, Distt. Gautam Budh Nagar (U.P.) India  
Board: +91.120.2443716-19, Fax: +91.120.2443723 & 24 Website : www.polyplex.com

Registered Office: Lohia Head Road, Khatima - 262308, Distt. Udham Singh Nagar, Uttarakhand, India

<b>Regulation 27: Compliance Report on Corporate Governance</b>	<b>ANNEXURE I</b>
<b>1. Name of Listed Entity: POLYPLEX CORPORATION LIMITED</b>	
<b>2. Quarter Ending; December 31, 2017</b>	

<b>I. Composition of Board of Directors</b>										
Title( Mr./ Ms.)	Name of the Director	PAN§ and DIN		Category (Chairperson/Executive/Non-Executive/)	Date of Appointment in the		Tenure*	No. Of Independent Directorships in Listed entities	No of Memberships in Audit/Stakeholder Committee(s)	No of post of Chairperson in Audit/Stakeholder
		PAN	DIN		Appointment	Cessation				
1	Mr. Sanjiv Saraf	ABKPS8381D	00003998	Chairman-Non Executive Non Independent Director	18-Oct-1984	-	-	-	1	1
2	Mr. Pranay Kothari	AAIPK0223F	00004003	Executive Director (CEO)	7-Sep-2015	-	-	-	2	-
3	Mr. Sanjiv Chadha	AREPC3826B	00356187	Non-Executive Non Independent Director	17-Jun-2005	-	-	-	-	-
4	Mr. Brij Kishore Soni	AALPS3718A	00183432	Non Executive Independent Director	1-Apr-2014	-	5 Years	1	2	2
5	Mr. Suresh Inderchand Surana	AADPS5838B	00009757	Non Executive Independent Director	1-Apr-2014	-	5 Years	1	1	-
6	Mr. Jitender Balakrishnan	AEIPB9233Q	00028320	Non Executive Independent Director	1-Apr-2014	-	5 Years	6	7	3
7	Ms. Pooja Haldea	AAQPH7615C	07123158	Non Executive Independent Director	30-Mar-2015	-	5 Years	1	1	-
8	Mr. Ranjit Singh	APWPS2494D	01651357	Non Executive Independent Director	12-May-2016	-	5 Years	1	-	-

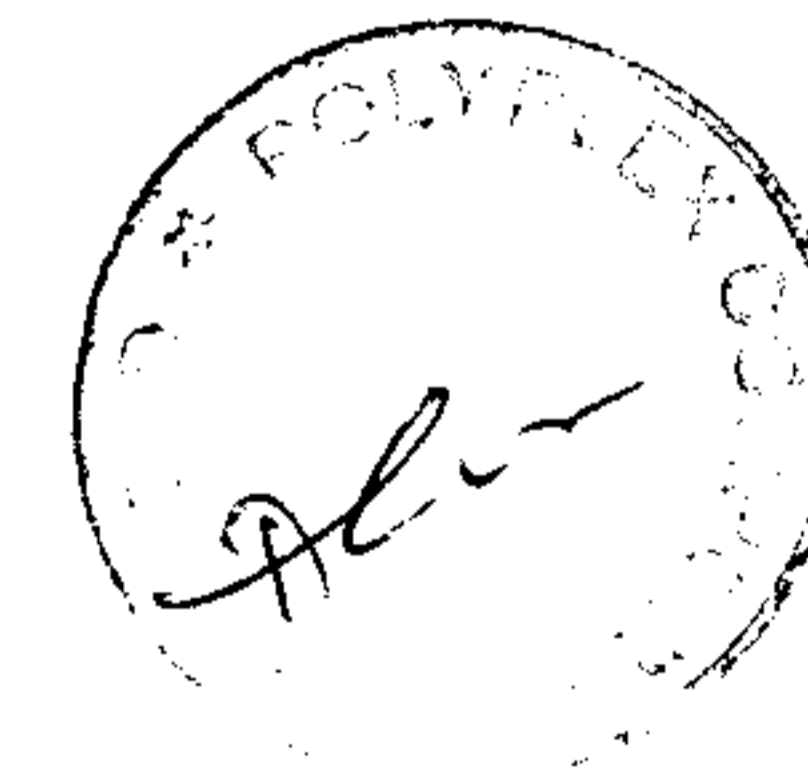
§ PAN number of any director would not be displayed on the website of Stock Exchange.

& 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.

<b>II. Composition of Committees</b>			
<b>Name of Committee</b>	<b>Name of Committee Members</b>	<b>Category( Chairperson/ Executive/ Non Executive / independent/ Nominee)\$</b>	
1	Audit Committee	Mr. Brij Kishore Soni	Chairman-Non Executive Independent Director
		Mr. Suresh Inderchand Surana	Member- Non Executive Independent Director
		Ms. Pooja Haldea	Member- Non Executive Independent Director
		Mr. Jitender Balakrishnan	Member- Non Executive Independent Director
2	Nomination & Remuneration Committee	Mr. Jitender Balakrishnan	Chairman-Non Executive Independent Director
		Mr. Brij Kishore Soni	Member - Non Executive Independent Director
		Mr. Sanjiv Saraf	Member - Non-Executive Non Independent Director
3	Stakeholders Relationship Committee	Mr. Brij Kishore Soni	Chairman-Non Executive Independent Director
		Mr. Pranay Kothari	Member - Executive Director
4	Corporate Social Responsibility	Mr. Sanjiv Saraf	Chairman-Non Executive Non Independent Director
		Mr. Brij Kishore Soni	Member - Non Executive Independent Director
		Mr. Suresh Inderchand Surana	Member - Non Executive Independent 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



<b>III. Meeting of Board of Directors</b>		
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)
25-Jul-2017		19
14-Aug-2017	14-Nov-2017	91

#### **IV. Meeting of the Committees**

<b>A. AUDIT COMMITTEE</b>			
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 *
	Yes	25-Jul-2017	19
14-Nov-2017	Yes	14-Aug-2017	91

\* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

<b>B. STAKEHOLDERS RELATIONSHIP COMMITTEE</b>			
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
23-Oct-2017	Yes	Nil	NA
28-Nov-2017	Yes	Nil	NA
19-Dec-2017	Yes	Nil	NA

<b>C. NOMINATION &amp; REMUNERATION COMMITTEE</b>			
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
Nil	NA/ Yes	14-Aug-17	NA

<b>D. CORPORATE SOCIAL RESPONSIBILITY</b>			
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
14-Nov-17	Yes	NIL	NA


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<b>V. Related Party Transactions (RPT)</b>	
<b>Subject</b>	<b>Compliance Status(Yes/ No/ NA)</b>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes
<p>Note:</p> <p>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 requiremenst of Listing regulations, "Yes" may be indicated. Similarly, in case of Listed Entity has no related party transactions, the words"N.A." may be indicated.</p> <p>2. If status is "No" details of Non -compliance may be given here.</p>	

<b>VI. Affirmations</b>		<b>Remarks</b>
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015:	
	a. Audit Committee	Yes
	b. Nomination & remuneration committee	Yes
	c. Stakeholders relationship committee	Yes
	d. Risk management committee (applicable to the top 100 listed entities)	Not Applicable
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.	Yes
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.	Yes
5	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Compliance Report for the quarter ended September 30, 2017 was placed before the Board Meeting held on November 14, 2017 and noted. Compliance Report for Current Quarter would be placed before the next Board Meeting.
6	Any comments/observations/advice of Board of Directors may be mentioned here	Nil

Name of signatory : **ASHOK KUMAR GURNANI**  
Designation of person : **Company Secretary & Compliance Officer**  
Place : **NOIDA**  
Date : **11-01-2018**

For POLYPLEX CORPORATION LIMITED

  
Ashok Kumar Gurnani  
Company Secretary