

General information about company	
Scrip code	530459
Name of the entity	VALSON INDUSTRIES LTD.
Date of start of financial year	01-04-2015
Date of end of financial year	31-03-2016
Reporting Quarter	Yearly
Date of Report	31-03-2016
Risk management committee	Not Applicable

Annexure I													
Annexure I to be submitted by listed entity on quarterly basis													
I. Composition of Board of Directors													
Disclosure of notes on composition of board of directors explanatory													
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
1	Mr	Suresh N. Mutreja	AAGPM3524K	00052046	Executive Director	Chairperson	MD	26-06-1983			1	0	0
2	Mr	Varun S. Mutreja	AJCPM2784Q	07022832	Executive Director	Not Applicable		14-11-2014			1	2	0
3	Mrs	Asha S. Mutreja	AAGPM3523Q	07092404	Executive Director	Not Applicable		14-02-2015			1	0	0
4	Mr	Surendrakumar Suri	AFZPS2776K	00427799	Non-Executive - Independent Director	Not Applicable		31-01-2005		134	1	2	0
5	Mr	Chandan S. Gupta	AACPG5833H	00082609	Non-Executive - Independent Director	Not Applicable		31-10-2003		149	1	0	1
6	Mr	Pradip C. Shah	AAUPS1584P	00012803	Non-Executive - Independent Director	Not Applicable		14-02-2015		13	1	1	1

Text Block	
Textual Information(1)	DESIGNATION: WHOLE-TIME DIRECTOR-CFO
Textual Information(2)	DESIGNATION: WHOLE-TIME DIRECTOR

Annexure 1					
II. Composition of Committees					
Is there any change in composition of committees compare to previous quarter					Yes
Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
1	Audit Committee	Chandan S. Gupta	Non-Executive - Independent Director	Chairperson	
2	Audit Committee	Surendrakumar Suri	Non-Executive - Independent Director	Member	
3	Audit Committee	Varun S. Mutreja	Executive Director	Member	
4	Audit Committee	Pradip C. Shah	Non-Executive - Independent Director	Member	
5	Nomination and remuneration committee	Chandan S. Gupta	Non-Executive - Independent Director	Chairperson	
6	Nomination and remuneration committee	Surendrakumar Suri	Non-Executive - Independent Director	Member	
7	Nomination and remuneration committee	Pradip C. Shah	Non-Executive - Independent Director	Member	
8	Stakeholders Relationship Committee	Pradip C. Shah	Non-Executive - Independent Director	Chairperson	
9	Stakeholders Relationship Committee	Surendrakumar Suri	Non-Executive - Independent Director	Member	
10	Stakeholders Relationship Committee	Varun S. Mutreja	Executive Director	Member	

Text Block

Annexure 1			
Annexure 1			
III. Meeting of Board of Directors			
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)
1	07-11-2015		
2		10-02-2016	94

Text Block

Annexure 1						
IV. Meeting of Committees						
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	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)
1	Audit Committee	10-02-2016	Yes	All the Members were present in the Meeting	07-11-2015	94
2	Stakeholders Relationship Committee	10-02-2016	Yes	All the Members were present in the Meeting	07-11-2015	94

Text Block

Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes of material transaction with related party			Textual Information(1)

Text Block	
Textual Information(1)	Shareholders' approval is obtained at the 31st Annual General Meeting held on 14th August, 2015.

Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
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
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	NA
6	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
7	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

Text Block

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.valsonindia.com/product_overview
2	Terms and conditions of appointment of independent directors	NA		
3	Composition of various committees of board of directors	Yes		www.valsonindia.com/management
4	Code of conduct of board of directors and senior management personnel	Yes		www.valsonindia.com/investor
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.valsonindia.com/investor
6	Criteria of making payments to non-executive directors	NA		
7	Policy on dealing with related party transactions	Yes		www.valsonindia.com/investor
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		www.valsonindia.com/investor
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.valsonindia.com/investor
11	email address for grievance redressal and other relevant details	Yes		www.valsonindia.com/investor
12	Financial results	Yes		www.valsonindia.com/investor
13	Shareholding pattern	Yes		www.valsonindia.com/investor
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	NA		
Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]				Textual Information(1)

Text Block	
Textual Information(1)	The Company has availed exemption provided under regulation 15 (2) of SEBI (LODR) Regulations, 2015 in respect of clauses (b) to (i) of sub-regulation (2) of regulation 46. However, the Company has adopted all the policies described under the Companies Act, 2013 and SEBI (LODR) Regulations, 2015

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	NA	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	Yes	
11	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1), (2),(3),(4)	NA	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1), (5),(6),(7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
20	Approval for material related party transactions	23(4)	Yes	
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2), (3),(4),(5) & (6)	NA	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	NA	
	Any other information to be provided - Add Notes			

Annexure II		
III. Affirmations		
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA

Signatory Details	
Name of signatory	Mr. Pritesh Shah
Designation of person	Compliance Officer
Place	Mumbai
Date	06-04-2016

