

<b>General information about company</b>	
Scrip code	517514
Name of the entity	D & H INDIA LIMITED
Date of start of financial year	01-04-2016
Date of end of financial year	31-03-2017
Reporting Quarter	Yearly
Date of Report	31-03-2017
Risk management committee	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														
Is there any change in information of board of directors compare to previous quarter												Yes		
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 (Refer Regulation 25(1) of Listing Regulations)	Number of memberships 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)	Notes
1	Mr	HARSH VORA		00149287	Executive Director	Not Applicable	MD	29-10-2014			1	0	0	Textual Information(2)
2	Mr	MADHUSUDAN JAIN		00145329	Executive Director	Not Applicable		24-01-2016			1	1	0	Textual Information(3)
3	Mrs	ATITHI VORA		06899964	Executive Director	Not Applicable		01-10-2014			1	1	0	Textual Information(4)
4	Mr	SAURABH VORA		02750484	Executive Director	Not Applicable		01-10-2014			1	0	0	Textual Information(5)

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5	Mr	SUSHIL RAWKA		00156990	Non-Executive - Non Independent Director	Not Applicable		30-09-2015			1	2	1	Textual Information(6)
6	Mr	JAGDISH CHAND KAPUR		00155290	Non-Executive - Independent Director	Not Applicable		30-09-2014		60	1	4	2	Textual Information(7)
7	Mr	SURJIT SINGH		00654215	Non-Executive - Independent Director	Not Applicable		30-09-2014	07-02-2017	60	1	0	0	Textual Information(8)
8	Mr	BASANT SINGH JOHARI		00155715	Non-Executive - Independent Director	Not Applicable		30-09-2014	13-02-2017	60	1	0	0	Textual Information(9)

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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 (Refer Regulation 25(1) of Listing Regulations)	Number of memberships 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)	Notes
9	Mr	SUNIL KATHARIYA		07155856	Non-Executive - Independent Director	Chairperson		15-05-2015		60	1	3	1	Textual Information(10)
10	Mr	ESHANYA B GUPPTA		01727743	Non-Executive - Independent Director	Not Applicable		15-05-2015		60	1	2	0	Textual Information(11)

<b>Text Block</b>	
Textual Information(1)	Shri Harsh Vora is Managing Director of the Company
Textual Information(2)	Shri Madhusudan Jain is Whole Time Director of the Company
Textual Information(3)	Mrs. Atithi Vora is Whole Time Director of the Company
Textual Information(4)	Shri Saurabh Vora is Whole Time Director of the Company
Textual Information(5)	Shri Sushil Rawka is non-Independent Director of the Company
Textual Information(6)	Shri Jagdish Chand Kapur is Independent Director of the Company
Textual Information(7)	Shri Surjit Singh resign from the Board and all committee w.e.f. 07/02/2017
Textual Information(8)	Shri Basant Singh Johari passes away on 13th February 2017
Textual Information(9)	Shri Sunil Kathariya select the Chairman for the board meeting held on 7th february 2017
Textual Information(10)	Shri Eshanya B Gupta is Independent Director of the Company

<b>Annexure 1</b>					
<b>II. Composition of Committees</b>					
Disclosure of notes on composition of committees explanatory					
Is there any change in information 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	JAGDISH CHAND KAPUR	Non-Executive - Independent Director	Member	
2	Audit Committee	SUSHIL RAWKA	Non-Executive - Non Independent Director	Member	
3	Audit Committee	ESHANYA B GUPPTA	Non-Executive - Independent Director	Member	
4	Audit Committee	SUNIL KATHARIYA	Non-Executive - Independent Director	Chairperson	
5	Audit Committee	MRS ATITHI VORA	Executive Director	Member	
6	Stakeholders Relationship Committee	SUSHIL RAWKA	Non-Executive - Non Independent Director	Chairperson	
7	Stakeholders Relationship Committee	JAGDISH CHAND KAPUR	Non-Executive - Independent Director	Member	
8	Stakeholders Relationship Committee	MADHUSUDAN JAIN	Executive Director	Member	
9	Stakeholders Relationship Committee	SUNIL KATHARIYA	Non-Executive - Independent Director	Member	
10	Nomination and remuneration committee	JAGDISH CHAND KAPUR	Non-Executive - Independent Director	Chairperson	

<b>Annexure 1</b>					
<b>II. Composition of Committees</b>					
Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
11	Nomination and remuneration committee	ESHANYA B GUPPTA	Non-Executive - Independent Director	Member	
12	Nomination and remuneration committee	SUNIL KATHARIYA	Non-Executive - Independent Director	Member	
13	Risk Management Committee	JAGDISH CHAND KAPUR	Non-Executive - Independent Director	Chairperson	
14	Risk Management Committee	SUNIL KATHARIYA	Non-Executive - Independent Director	Member	
15	Risk Management Committee	ESHANYA B GUPPTA	Non-Executive - Independent Director	Member	

<b>Annexure 1</b>			
<b>Annexure 1</b>			
<b>III. Meeting of Board of Directors</b>			
Disclosure of notes on meeting of board of directors explanatory			
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	14-11-2016		
2		07-02-2017	84



<b>Annexure 1</b>							
<b>IV. Meeting of Committees</b>							
Disclosure of notes on meeting of committees explanatory							
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)	Name of other committee
1	Audit Committee	07-02-2017	Yes	Yes	14-11-2016	84	
2	Stakeholders Relationship Committee	07-02-2017	Yes	Yes	14-11-2016	84	

<b>Annexure 1</b>			
<b>V. Related Party Transactions</b>			
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	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

<b>Annexure 1</b>		
<b>VI. Affirmations</b>		
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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

<b>Annexure II</b>				
<b>Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)</b>				
<b>I. Disclosure on website in terms of Listing Regulations</b>				
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.dnhindia.com
2	Terms and conditions of appointment of independent directors	Yes		www.dnhindia.com
3	Composition of various committees of board of directors	Yes		www.dnhindia.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.dnhindia.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.dnhindia.com
6	Criteria of making payments to non-executive directors	Yes		www.dnhindia.com
7	Policy on dealing with related party transactions	Yes		www.dnhindia.com
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		www.dnhindia.com

<b>Annexure II</b>				
<b>Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)</b>				
<b>I. Disclosure on website in terms of Listing Regulations</b>				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.dnhindia.com
11	email address for grievance redressal and other relevant details	Yes		www.dnhindia.com
12	Financial results	Yes		www.dnhindia.com
13	Shareholding pattern	Yes		www.dnhindia.com
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		

<b>Annexure II</b>				
<b>II. Annual Affirmations</b>				
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)	Yes	
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	

<b>Annexure II</b>				
<b>II. Annual Affirmations</b>				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
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)	Yes	
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	

<b>Annexure II</b>				
<b>II. Annual Affirmations</b>				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
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)	Yes	
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)	Yes	
	Any other information to be provided - Add Notes			



<b>Annexure II</b>		
<b>III. Affirmations</b>		
<b>Sr</b>	<b>Particulars</b>	<b>Compliance status (Yes/No/NA)</b>
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
	Any other information to be provided	

<b>Signatory Details</b>	
Name of signatory	RAJESH SEN
Designation of person	Company Secretary
Place	INDORE
Date	06-04-2017

