

SAT
INDUSTRIES
LIMITED

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Global Business



SIL/BSE/2015-16
04-03-2016

The General Manager,
Department of Corporate Services,
BSE Ltd.,
P.J.Towers, Dalal Street
Mumbai - 400 001.

Company Code: 511076

Dear Sir,

Sub: Revised Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Quarterly Compliance Report on Corporate Governance.

This is to inform you that the Corporate Governance Report for the quarter ended on 31st December, 2015 which we have submitted to you on 13th January, 2016 in this last one alphabetical of PAN is missing of Mrs. Shehnaz D. Ali, Whole-time Director of our Company.

Please find enclosed herewith revised Quarterly Compliance Report on Corporate Governance for the quarter ended on 31st December, 2015.

Thanking you,

Yours faithfully,
For SAT INDUSTRIES LIMITED

Alka Gupta
Company Secretary



Encl.: As above

Quarterly Compliance Report on Corporate Governance

Name of the Company : SAT INDUSTRIES LIMITED

Quarter Ending on : 31-12-2015

| I. Composition of Board of Directors | | | | | | | | |
|---------------------------------------------|----------------------|------------------------------|-------------------------------------------------------------------------|----------------------------------------------------|----------|--------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Title (Mr / Ms) | Name of the Director | PAN & DIN | Category (Chairperson/Executive/Non-Executive/independent/Nominee) & | Date of Appointment in the current term /cessation | Tenure * | 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) |
| Mrs | SHEHNAZ D. ALI | P: AAWPD4123H D: 00185452 | Executive | 01/012011 | | 1 | Stakeholder:1 | NIL |
| Mr. | HARIKANT TURGALIA | P: AADPT4782B D: 00049544 | Executive | 01/01/2011 | | 1 | Audit: 1 Stakeholder:1 | NIL |
| Mr. | ASAD DAUD | P: APGPD9243R D: 02491539 | Non-Executive | 19/07/2014 | | 1 | | NIL |
| Mr. | RAMESH CHANDRA SONI | P: AEAPS8452A D: 00049497 | Non-Executive-independent | 01/10/2014 | 5 yrs | 1 | Audit: 1 Stakeholder:1 | Audit: 1 Stakeholder:1 |
| Mr. | Sunil Mithalal Jain | P: AFMPJ1802Q D: 03398788 | Non-Executive-independent | 01/10/2014 | 3 yrs | 1 | | NIL |



| | | | | | | | | |
|-----|---------------------------------|------------------------------|-------------------------------------------|------------|--------------|---|----------|-----|
| Mr. | NIKHIL KHANDER AO RAUT | P: ATZPR9321D D: 06653335 | Non- Executive - independ ent | 01/10/2014 | 3 yr s | 1 | Audit: 1 | NIL |
|-----|---------------------------------|------------------------------|-------------------------------------------|------------|--------------|---|----------|-----|

II. Composition of Committees

| Name of Committee | Name of Committee members | Category (Chairperson/Executive/Non-Executive/independent/Nominee) |
|------------------------------------------------|------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------|
| 1. Audit Committee | 1. Mr. Ramesh Chandra Soni- Chairman 2. Mr. Nikhil Raut-Member 3. Mr. Harikant Turgalia-Member | Non-Executive-independent Non-Executive-independent Executive |
| 2. Nomination & Remuneration Committee | 1. Mr. Ramesh Chandra Soni- Chairman 2. Mr. Nikhil Raut-Member 3. Mr. Sunil Jain-Member | Non-Executive-independent Non-Executive-independent Non-Executive-independent |
| 3. Risk Management Committee(if applicable) | NA | |
| 4. Stakeholders Relationship Committee' | 1. Mr. Ramesh Chandra Soni- Chairman 2. Mr. Harikant Turgalia-Member 3. Mrs. Shehnaz D Ali-Member | Non-Executive-independent Executive Executive |

III. Meeting of Board of Directors

| <i>Date(s) of Meeting (if any) in the previous quarter</i> | <i>Date(s) of Meeting (if any) in the relevant quarter</i> | <i>Maximum gap between any two consecutive (in number of days)</i> |
|------------------------------------------------------------|------------------------------------------------------------|--------------------------------------------------------------------|
| 07/08/2015 | 03/10/2015 | 43 |
| 20/08/2015 | 09/11/2015 | 36 |
| | 28/11/2015 | 18 |
| | 09/12/2015 | 10 |

IV. Meeting of Committees

| <i>Date(s) of meeting of the committee in the relevant quarter</i> | <i>Whether requirement of Quorum met (details)</i> | <i>Date(s) of meeting of the committee in the previous quarter</i> | <i>Maximum gap between any two consecutive meetings in number of days*</i> |
|--------------------------------------------------------------------|--------------------------------------------------------------------------------|--------------------------------------------------------------------|----------------------------------------------------------------------------|
| 1. Audit Committee- 09/11/2015 | Yes, Mr. Ramesh Chandra Soni Mr. Nikhil Raut Mr. Harikant Turgalia | 07/08/2015 | 91 |
| 2. Stakeholders Relationship Committee -09/11/2015 | Yes, Mr. Ramesh Chandra Soni | 07/08/2015 | 91 |



| | | | |
|--|---------------------------------------------|--|--|
| | Mr. Harikant Turgalia Mrs. Shehnaz D Ali | | |
|--|---------------------------------------------|--|--|

V. Related Party Transactions

| Subject | Compliance status (Yes/No/NA) |
|--------------------------------------------------------------------------------------------------------|--------------------------------------|
| Whether prior approval of audit committee obtained | NA |
| Whether shareholder approval obtained for material RPT | NA |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | NA |

VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee
 - b. Nomination & remuneration committee
 - c. Stakeholders relationship committee
 - d. Risk management committee (applicable to the top 100 listed entities)
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.
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 the report submitted in the previous quarter will be placed before Board of Directors in the ensuing Board Meeting.

For **SAT INDUSTRIES LIMITED**

Alka Gupta

Alka Gupta
Company Secretary

