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KANEL INDUSTRIES LTD.

KIL/LIST/BSE/REG27(2)A/QTL-REP/12-2015
DATE: 13.01.2016

To
Deputy General Manager,
Corporate Relations Department,
The Stock Exchange, Mumbai
14th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai: 400 001.

Dear Sirs,

Sub: Submission of Quarterly Compliance Report on Corporate Governance for the Third Quarter ended as on **31st December, 2015** duly signed by Chairman and Executive Officer of the company.

Ref: (1) Compliance to Regulation 27(2)(a) of SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

With reference to the above mentioned subject matter, we are Submitting herewith Quarterly Compliance report on Corporate Governance in prescribed format for **KANEL INDUSTRIES LIMITED** for the Third Quarter ended on **31st December, 2015** in Compliance to Regulation 27(2)(a) of SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 which is duly certified and signed by **DHIREN THAKKAR** Chairman and Executive Officer of the Company which please find in order as per requirements and acknowledge receipt.

Thanking you, we remain,

Yours Faithfully,
For Kanel Industries Limited.


(DHIREN THAKKAR)
Chairman and Executive Officer

Encl: Quarterly Compliance Report on Corporate Governance for the Third Quarter ended **31st December, 2015**

ANNEXURE-I

Compliance Report on Corporate Governance to be submitted by listed entity on quarterly basis

1	Name of listed entity	Kanel Industries Limited
2	Quarter ending	31st December, 2015

I COMPOSITION OF BOARD OF DIRECTORS								
Title (Mr./Ms)	Name of the Director	PAN & DIN	Category	Date of appointment in current term/cessation	Tenure(Only for Independent Director)	No. of directorship in listed entities including this listed entity	Number of membership in Audit/ Stakeholder Committee(s) including this entity	No. of post of Chair person in Audit/ Stakeholder Relationship Committee held in listed entity including this listed entity.
Mr.	Dhiren kanaiyalal Thakkar	DIN: 00610001 PAN:	Managing Director	06-06-1994	-	3	2	NIL
Mr.	VINODCHANDRA K PANDYA	DIN:02600107 PAN:	INDEPENDENT DIRECTOR	08-10-2008	5 Years	4	0	2
Mr.	Shilpaben Maganbhai Solanki	DIN:07217341 PAN:	Director	22-06-2015	5 Years	2	1	2

II COMPOSITION OF COMMITTEES

	Name of Committee	Name of Committee Members	Category
1	Audit Committee	Mr. Vinod Chandra Pandya Mr. Kiritbhai C.Patel Mr. Aditya Y. Patel	Non Executive -Independent Director Non Promoter-Non ExicutiveDirector Non Promoter-Non ExicutiveDirector
		Mr.Yogeshbhai R. Patel Mr. Dhiren Thakkar	Non Promoter-Non ExicutiveDirector Promoter-Exicutive Director
2	Nomination and Remuneration Committee	Mr. Vinod Chandra Pandya Mr. Kiritbhai C.Patel Mr. Aditya Y. Patel	Non Executive -Independent Director Non Promoter-Non ExicutiveDirector Non Promoter-Non ExicutiveDirector
		Mr.Yogeshbhai R. Patel Mr. Dhiren Thakkar	Non Promoter-Non ExicutiveDirector Promoter-Exicutive Director
3	Stakeholder Relationship Committee	Mr.Vinodchandra Pandya Mr. Aditya Y. Patel Mr. Yogesh R. Patel	Non Exicutive - Independent Director Non-promote -Non exicutive Director Non-promoter- Non Exicutive Director

III MEETING OF BOARD OF DIRECTORS

Date of Meeting in the previous quarter	Date of meeting in the relevant quarter	Maximum gap between any two consecutive meetings (in number of days)
30-05-2015	05-11-2015	120
30-09-2015		

IV MEETING OF COMMITTEES

Dates of meeting of the Committee in the relevant quarter	Whether requirement of quorum met	Dates(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days.
05-11-2015	YES	30/05/2015	120

V RELATED PARTY TRANSACTIONS

Subject	Compliance Status (Yes/ NO)
1 Whether prior approval of audit committee was obtained?	Yes
2 Whether shareholders' approval was obtained for material RPT	Yes
3 Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

VI AFFIRMATION

1	The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulation, 2015.
2	The composition of following committees is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulation, 2015. a. Audit Committee b. Nomination and Remuneration committee c. Stakeholder Relationship Committee d. Risk Management Committee
3	The Committee members have been made aware of their powers, roles and responsibilities as specified in SEBI (Listing Obligations and Disclosure requirements) Regulation, 2015.
4	The meeting of the Board of Directors and above committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure requirements) Regulation, 2015.
5	This report and/or the report submitted in the previous quarter has been placed before the Board of Directors. Any comments/ observations/ advice of the Board of Directors may mentioned here:

Name & Designation