



National Stock Exchange of India Limited
"Exchange Plaza"
Bandra-Kurla Complex
Bandra (E)
Mumbai 400 051

Scrip Code-SRF

SRF/SEC/NSE

14.07.2016

Dear Sir,

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

In compliance with Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, we hereby submit a copy of the Quarterly Report on Corporate Governance in the prescribed format, for the quarter ended 30th June, 2016.

Kindly take the same on record and acknowledge.

Thanking you,

Yours faithfully,

For SRF LIMITED

A handwritten signature in black ink, appearing to read "SANJIV KUMAR SHARMA".

**SANJIV KUMAR SHARMA
(COMPLIANCE OFFICER)**

Encl: As above

SRF LIMITED

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ANNEXURE - 1

CORPORATE GOVERNANCE REPORT

Name of Company : SRF Limited
 Quarter Ending : 30.06.2016

I. Composition of Board of Directors

Title (Mr. / Ms)	Name of the Director	PAN\$ / DIN	Category (Chairperson/Executive/ Non- Executive/in dependent/N ominee) &	Date of Appointment in the current term /cessation	Tenure 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
						(Refer Regulation 25(1) of Listing Regulations)	(Refer Regulation 26(1) of Listing Regulations)	(Refer Regulation 26(1) of Listing Regulations)
Mr.	Arun Bharat Ram	AAAPB2686F/ '00694766	Chairman- Executive	15/06/2013	N.A.	3	4	Nil
Mr.	Ashish Bharat Ram	AAHPR1497F/ '00671567	Managing Director- Executive	23/05/2015	N.A.	2	1	Nil Nil
Mr.	Kartik Bharat Ram	AALPB6243M/ '00008557	Deputy Managing Director- Executive	01/06/2016	N.A.	2	2	Nil
Mr.	Vinayak Chatterjee	AABPC2139H/ '00008933	Non- Executive- Independent Director	04/08/2014	172 months	4	2	1
Mr.	Ravichandra Kambhampaty	ABIPK7893C/ '00641900	Executive Director	01/10/2015	N.A.	1	Nil	Nil
Mr.	Tejpreet Singh Chopra	ADNPC6578R/ '00317683	Non- Executive- Independent Director	04/08/2014	57 months	2	1	1 1
Mr.	Lakshman Lakshminarayan	AACPL6344C / '00012554	Non- Executive/ Independent Director	04/08/2014	56 months	6	3	1
Mr.	Vellayan Subbiah	AADPV8920B/ '01138759	Non- Executive/ Independent Director	04/08/2014	50 months	2	3	Nil
Mr.	Pramod Bhasin	AABPB8414E / '01197009	Non- Executive/ Independent Director	04/08/2014	47 months	3	2	Nil
Ms.	Dr. Meenakshi Gopinath	AAAPG1215F / '00295656	Non- Executive Director	28/10/2014	N.A.	1	Nil	Nil

\$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.

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II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) \$
1. Audit Committee	Mr. Vinayak Chatterjee	Chairperson of Committee , Non-Executive/Independent Director
	Mr. Lakshman Lakshminarayan	Member-Non-Executive/Independent Director
	Mr. Vellayan Subbiah	Member-Non-Executive/Independent Director
2. Nomination & Remuneration Committee	Mr. Vinayak Chatterjee	Chairperson of Committee , Non-Executive/Independent Director
	Mr. Tejpreet Singh Chopra	Member-Non-Executive/Independent Director
	Mr. Vellayan Subbiah	Member-Non-Executive/Independent Director
3. Risk Management Committee(if applicable)	N.A.	N.A.
4. Stakeholders Relationship Committee'	Mr. Tejpreet Singh Chopra	Chairperson of Committee , Non-Executive/Independent Director
	Mr. Vinayak Chatterjee	Member-Non-Executive/Independent Director
	Mr. Arun Bharat Ram	Member-Executive Director
	Mr. Ashish Bharat Ram	Member-Executive Director
	Mr. Kartik Bharat Ram	Member-Executive Director
5. Committee of Directors - Financial Resources	Mr. Arun Bharat Ram	Member-Executive Director
	Mr. Ashish Bharat Ram	Member-Executive Director
	Mr. Kartik Bharat Ram	Member-Executive Director
6. Corporate Social Responsibility Committee	Dr. Meenakshi Gopinath	Chairperson of Committee ,Non-Executive Non Independent director
	Mr. Lakshman Lakshminarayan	Member-Non-Executive/Independent Director
	Mr. Kartik Bharat Ram	Member-Executive 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

III. Meeting of Board of Directors

S.NO	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)
1	08-02-2016	-
2	08-04-2016	59
3	10-05-2016	31

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IV. Meeting of Committees

Type of Committee	Date(s) of 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*
Audit Committee	10/05/2016	Yes, All/Majority of members were physically present	8/02/2016	91
Nomination & Remuneration Committee	Nil	N.A.	8/02/2016	N.A.
Stakeholders Relationship Committee'	04/04/2016, 18/04/2016, 20/05/2016 & 16/06/2016,	Yes, Majority of Directors were present in the meeting.	29/01/2016 & 26/02/2016	N.A.
Corporate Social Responsibility Committee	10-05-2016	Yes, Majority of Directors were present in the meeting.		N.A.
Committee of Directors - Financial Resources	10-05-2016	Yes, Majority of Directors were present in the meeting.	13/01/2016, 08/02/2016, 16/03/2016 & 21/03/2016	N.A.

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

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)refer note below
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	NA

Note

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 requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.

2 If status is "No" details of non-compliance may be given here.

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VI. We hereby affirm that-

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
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 will be placed before Board of Directors in forthcoming Board meeting.

For SRF LIMITED



**SANJIV KUMAR SHARMA
(COMPLIANCE OFFICER)**

Date: 14.07.2016