

- (ii) Recommending the amount of expenditure to be incurred on the activities referred to in CSR policy.
- (iii) Monitoring the CSR Policy of the Company from time to time.

## 6.2 Meetings and Attendance

Two Meetings of the Corporate Social Responsibility Committee of the Company were held during the Financial Year 2016-17 on May 5, 2016 and October 28, 2016. The names of the members, chairperson and attendance details are as under:

Sl. No.	Name	Chairman/Member	No. of meetings held	No. of meetings attended
1.	Mr S. Sandilya	Chairman	2	2
2.	Mr Siddhartha Lal	Member	2	2
3.	Mr Prateek Jalan	Member	2	2

Mr Manhar Kapoor, General Counsel & Company Secretary acts as the Secretary to the Corporate Social Responsibility Committee.

## 7. RISK MANAGEMENT COMMITTEE

In terms of Regulation 21 of the SEBI (LODR) Regulations, 2015, the Company has a Risk Management Committee. The constitution of the Risk Management Committee is in compliance with the above provisions. As on March 31, 2017, the Risk Management Committee consists of two Directors and the Chief Financial Officer.

## 7.1 Major Terms of Reference

- (i) To assist the Board in formulating the Risk Management Plan and practices.
- (ii) To monitor and review risk management plan and practices of the Company as approved by the Board.

## 7.2 Members of the Committee

Sl. No.	Name	Chairman/Member
1.	Mr Siddhartha Lal (Managing Director & Chief Executive Officer)	Chairman
2.	Mr S. Sandilya (Chairman and Non-Executive Independent Director)	Member
3.	Mr Lalit Malik (Chief Financial Officer)	Member

## 8. SHARES COMMITTEE

The Shares Committee of the Company consists of three members i.e. Mr Siddhartha Lal - Managing Director & Chief Executive Officer, Mr Lalit Malik - Chief Financial Officer and Mr Manhar Kapoor - General Counsel & Company Secretary to look after and approve transfer/transmission of equity shares, dematerialisation, issue of duplicate certificates, etc. All valid requests for transfer & transmission of shares in physical form, duplicate issue of share certificate were processed in time.

During the financial year ended March 31, 2017, 21 meetings of the Committee were held to approve requests for transfer of 3,911 shares, 66,763 shares for dematerialisation, 19,953 shares for issue of duplicate certificates, 3,983 shares for name deletion and 4,702 shares for transmission of securities.

## 9. REMUNERATION OF DIRECTORS

### 9.1 Remuneration to Managing Director

The remuneration of the Managing Director is fixed by the Board of Directors and approved by shareholders in the Annual General Meeting. The details of remuneration of Managing Director for the financial year ended March 31, 2017 is as under:

Name of the Director	Salary	Commission	Perquisites	Service Contract	
				Tenure	Notice period
Mr Siddhartha Lal Managing Director	3.29	4.20	1.71	5 years (Members at their AGM held on June 18, 2016, approved re-appointment of Mr Siddhartha Lal as Managing Director w.e.f. May 1, 2016 up to April 30, 2021)	3 months' notice or salary in lieu of notice for 3 months or for such period which falls short of 3 months

Total remuneration paid as Salary, Allowances, Perquisites and Commission does not exceed 5% of the net profits computed in the manner provided under Section 197 read with Section 198 of the Companies Act, 2013.

Factors such as industry standards, responsibilities and performance assessment are considered while determining the Quantum of Commission to be paid to the Managing Director.

No sitting fee has been paid to Mr Siddhartha Lal and no stock option have been granted to him under the Company's Employees Stock Option Plan, 2006, during the financial year ended March 31, 2017.

### 9.2 Remuneration to Non-Executive and Independent Directors

The members of the Company in their 33rd Annual General Meeting held on March 20, 2015 had