

# NALWA SONS INVESTMENTS LIMITED

Regd. Office: 28, Najafgarh Road,  
Moti Nagar Industrial Area,  
Delhi – 110 015, India  
CIN: L65993DL1970PLC146414

July 12, 2016

BSE Ltd.  
Corporate Relationship Department,  
1st Floor, New Trading Ring,  
Rotunda Building, P J Towers,  
Dalal Street, Fort, Mumbai – 400 001  
# 022 - 2272 3121, 2037, 2041,  
3719, 2039, 2272 2061  
corp.relations@bseindia.com  
**Security Code No.: 532256**

National Stock Exchange of India Ltd.  
Exchange Plaza, 5th Floor,  
Plot no. C/1, G Block  
Bandra-Kurla Complex, Bandra(E),  
Mumbai-400051  
# 022 -2659 8237, 8238, 8347, 8348  
cmist@nse.co.in

**Security Code No. : NSIL**

Dear Sirs/Madam,

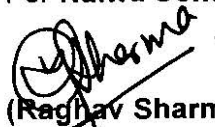
**Sub: Compliance of Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Pursuant to Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed Compliance Report on Corporate Governance for the quarter ending on June 30, 2016.

We request you to note the same and acknowledge the receipt of this letter.

Thanking You.

Yours Faithfully,  
For Nalwa Sons Investments Limited

  
(Raghav Sharma)  
Company Secretary

Encl: A/a



## COMPLIANCE REPORT ON CORPORATE GOVERNANCE

[Pursuant to Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Name of the Listed Entity	Nalwa Sons Investments Limited								
Quarter Ending	June 30, 2016								
I.	<b>Composition of Board of Directors</b>								
Sr. No.	Title (Mr./ Ms.)	Name of the Director	PAN <sup>s</sup> & DIN	Category (Chairperson/ Executive/ Non- Executive/ Independent/ Nominee) <sup>&amp;</sup>	Date of Appointment in the current term <i>/(cessation)</i>	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)
1	Mr.	Mahender Kumar Goel	ADNPG0009R00041866	Executive- Non Independent	(31/05/2016)	NA	--	--	--
2	Mr.	Suresh Jindal	ABCPJ2931J07541893	Executive- Non Independent	01/07/2016	NA	--	--	--



3	Mr.	Rajinder Parkash Jindal	AAVPJ9552B 00004594	Independent- Non Executive	29/09/2014	21 months	1	1	1
4	Mr.	Ram Gopal Garg	ABCPG8373M 00004517	Independent- Non Executive	29/09/2014	21 months	1	1	1
5	Mr.	Rakesh Kumar Garg	ABKPG0293N 00038580	Independent- Non Executive	29/09/2014	21 months	1	2	--
6	Mr.	Shailesh Goyal	ALHPG8755E 03547239	Independent- Non Executive	25/03/2015	15 months	1	3	--
7	Ms.	Vaishali Deshmukh	AJFPD1329R 07133868	Independent- Non Executive	25/03/2015	15 months	1	--	--

\$ 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 filed 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.

II. Composition of Committees			
Sr. No.	Name of Committee	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)
1	Audit Committee	Mr. Rajinder Parkash Jindal Mr. Ram Gopal Garg Mr. Rakesh Kumar Garg	Chairperson, Independent Member, Independent Member, Independent
2	Nomination and Remuneration Committee	Mr. Ram Gopal Garg Mr. Rajinder Parkash Jindal Mr. Rakesh Kumar Garg	Chairperson, Independent Member, Independent Member, Independent
3	Stakeholders Relationship Committee	Mr. Ram Gopal Garg Mr. Rajinder Parkash Jindal Mr. Rakesh Kumar Garg	Chairperson, Independent Member, Independent Member, Independent
4	Risk Management Committee (if applicable)	Not applicable	Not applicable



III.	Meeting of Board of Directors	
Date(s) of meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive meetings in number of days
Saturday, February 13, 2016	Monday, April 18, 2016	64 days
	Monday, May 30, 2016	41 days
	Thursday, June 30, 2016	30 days

IV.	Meeting of Committees			
Name of Committee	Date(s) of meeting (if any) in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of Meeting (if any) in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee	Monday, May 30, 2016	Yes 3 /3	Saturday, February 13, 2016	106 days
Nomination and Remuneration Committee	Monday, June 20, 2016	Yes 3/3	--	--
Stakeholders Relationship Committee	Monday, May 30, 2016	Yes 3/3	Saturday, February 13, 2016	NA

\*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)
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	Yes
If status is "No" details of non-compliance: 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
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. The report submitted in the previous quarter has been placed before Board of Directors. This report will be placed in the ensuing Board Meeting. Any comments/observations/advice of Board of Directors may be mentioned here.

For Nalwa Sons Investments Limited

  
(Raghav Sharma)  
Company Secretary

