

SDL/SEC/SE/REG 27/Dec-2015-16

To
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai – 400 001

12th January, 2016

Sub: Quarterly Corporate Governance Report (revised) – Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015

Dear Sir,

We are pleased to enclose herewith revised Corporate Governance Report as required under Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 for the quarter ended 31st December, 2015.

Kindly take the information on records and oblige.

Please ignore the report sent on 06.01.2016.

Thanking you,

Yours Faithfully,

For Schrader Duncan Limited



Company Secretary

Enc: as above

Schrader Duncan Limited
Registered Office & Plant

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Karegaon, Tal. Shirur,
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CIN NO. L28991PN1961PLC139151

Quarterly Corporate Governance Report
{Under Regulation 27(2) of SEBI (Listing Obligation & Disclosure Requirements) 2015}

1. Name of Listed Entity: Schrader Duncan Limited
2. Quarter ending: 31st December 2015

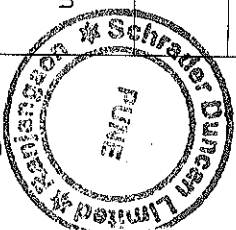
1. Composition of Board of Directors

Title (Mr./Ms)	Name of the Director	PANs & 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)
Mr.	Jagdish Prasad Goenka	ADVPG8549C	Chairman-Non Executive	02/08/1962	N.A.	2	0	2
		00136782						
Mr.	Arvind Goenka	ADDPG4464E	Non Executive	25/06/1991	N.A.	3	2	0
		00135653						
Mr.	Shantanu Parvati	AGBPP1554H	Executive	29/07/2011	N.A.	1	1	0
		03575619						
Mr.	Brij Behari Tandon	AAAPT1143M	Non Executive-Independent	13/04/2012	5 years	7	6	2
		00740511						
Mr.	Nitin Kaul	BVGPK8859P	Non Executive-Independent	13/04/2012	5 years	1	0	0
		01718619						
Mr.	Om Prakash Dubey	ACUPPD5768L	Non Executive-Independent	26/04/2012	5 years	2	1	2
		00228441						
Ms.	Arti Kant	AAIPK8196M	Non Executive-Independent	02/02/2015	5 years	1	1	0
		03218058						

[&]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.



II. Composition of Committees

Name of the Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) s
1. Audit Committee	O P Dubey Arvind Goenka B B Tandon	Executive/Independent/Nominee) s Non Executive- Independent Non Executive Non Executive- Independent
2. Nomination & Remuneration Committee	O P Dubey Arvind Goenka B B Tandon Nitin Kaul	Non Executive- Independent Non Executive- Independent Non Executive- Independent Non Executive- Independent
3. Stakeholders Relationship Committee	J P Goenka Shantanu Parvati O P Dubey	Chairman- Non Executive Executive Non Executive- Independent

&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

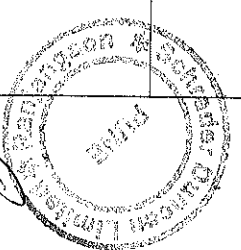
III. Meeting of Board of Directors


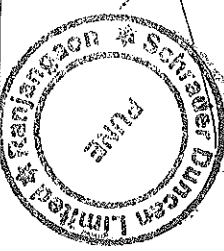
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
7.08.2015	6.11.2015	91 days

IV. Meeting of Committees

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:6.11.2015	Yes- All three members present	07.08.2015	91 days
Stakeholder Relationship Committee: 6.11.15	Yes- Shantanu Parvati & B B Tandon present	07.08.2015	
Nomination Remuneration Committee: No meeting held	N.A.	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/N/A) ^{refer note below}
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes
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.	
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/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: Not applicable as the SEBI (LODR) Regulation, 2015 came into force from the 1 st Dec 2015.	
 Shantanu Parvati Whole-time Director 	

Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.