

BOMBAY STOCK EXCHANGE LIMITED
CORPORATE SERVICES
FLOOR 25, P.J. TOWERS
DALAL STREET
MUMBAI 400001.

FAX: 22723121/2037
2041/2061/2039/3719

E:SEC: 1013

COURIER

DATE: 13/01/2016

Dear Sirs/Madam,

Sub: Quarterly Compliance Report on Corporate Governance - Clause 27 of the Listing Agreement for the Quarter ended on 31/12/2015.

Ref: SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

With reference to the above, we are submitting herewith a Corporate Governance Report for the Quarter ended 31/12/2015.

Kindly take the above in your records and acknowledge.

Thanking you,

Yours faithfully,
For ELGI EQUIPMENTS LIMITED



VAISHNAVI PM
COMPANY SECRETARY

Encl: As Above.

ANNEXURE - I

Formats to be submitted by listed entity on quarterly basis

1. Name of the Listed Entity : ELGI EQUIPMENTS LIMITED

2. Quarter ending : 31st December, 2015

I. Composition of Board of Directors

Title (Mr. / Ms.)	Name of the Director	PAN & 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)	No. of membership in Audit / Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No. of Chairperson in Audit / Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Jairam Varadaraj	AAZPJ2601H &00058056	Executive/ Managing Director	29/05/1992	NA	5	4	0
Dr.	T. Balaji Naidu	ACQPB7351P &00002755	Non-Executive / Non-Independent	26/07/1984	NA	2	1	0
Mr.	Sudarsan Varadaraj	AGVPS9449J &00133533	Non-Executive/ Non-Independent	18/11/1993	NA	4	3	1
Mr.	Harjeet Singh Wahan	AAPW0122D &00003358	Non-Executive/ Non-Independent	01/04/2015	NA	1	1	0
Dr.	Madhavi Gopinath	AAEPM2958H &00096061	Non-Executive/ Independent	31/07/2015	1 Year	1	0	0
Mr.	N. Mohan Nambiar	AFRPM7736D &00003660	Non-Executive/ Independent	25/09/2014	33Years	1	2	1
Mr.	B. Vijayakumar	ABTPV3639A &00015583	Non-Executive/ Independent	25/09/2014	22Years	4	3	0
Dr.	Ganesh Devaraj	AALPD9422G &00005238	Non-Executive/ Independent	25/09/2014	13Years	1	1	0
Mr.	M. Ramprasad	AAGPR3883G &00004275	Non-Executive/ Independent	25/09/2014	11Years	1	1	1

\$ - PAN number of any director would not be displayed on the website of Stock Exchanges;

& - Categories 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 the Board of Directors of the listed entity in continuity without any cooling off period.

For ELGI EQUIPMENTS LIMITED

VAISHNAVI. PM
COMPANY SECRETARY

II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson / Executive / Non-executive / Independent / Nominee)
1. Audit Committee	Mr. M. Ramprasad - Chairman Mr. N. Mohan Nambiar - Member Dr. Ganesh Devaraj - Member Mr. Harjeet Singh Wahan - Member	Non-Executive/Independent Non-Executive/Independent Non-Executive/Independent Non-Executive/Non-Independent
2. Nomination and Remuneration Committee	Mr. M. Ramprasad - Chairman Mr. N. Mohan Nambiar - Member Dr. Ganesh Devaraj - Member	Non-Executive/Independent Non-Executive/Independent Non-Executive/Independent
3. Stakeholders Relationship Committee	Mr. N. Mohan Nambiar - Chairman Dr. T. Balaji Naidu - Member Mr. Jairam Varadaraj - Member	Non-Executive/Independent Non-Executive Executive
§ - Categories 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)
31/07/2015	30/10/2015	90

IV. Meeting of Audit 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 in number of days *
30/10/2015	Yes – All 4 Members present	31/07/2015	90
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional			

For ELGI EQUIPMENTS LIMITED

VAISHNAVI. PM
COMPANY SECRETARY

V. Related Party Transactions	
Subject	Compliant Status (Yes/No/NA) <small>refer note below</small>
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
Note: 1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/NA. 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. Affirmation

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure of requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure of requirements) Regulations, 2015 .
 - i. Audit Committee
 - ii. Nomination & Remuneration Committee
 - iii. Stakeholders Relationship Committee
 - iv. 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 of requirements) Regulations, 2015 .
4. The meetings of the board of directors and the above committees have been conducted in the manner specified in SEBI (Listing obligations and disclosure of requirements) Regulations, 2015.
5. This report will be placed before Board of Directors in their next meeting.

Name & Designation

or **ELGI EQUIPMENTS LIMITED**

VAISHNAVI. PM
COMPANY SECRETARY

Note: Information at Table I & 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.