

MSEI Symbol	
Scrip code	506027
NSE Symbol	
MSEI Symbol	
ISIN	INE866G01013
Name of the entity	BHORUKA ALUMINIUM LIMITED
Date of start of financial year	01-04-2017
Date of end of financial year	31-03-2018
Reporting Quarter	Yearly
Date of Report	31-03-2018
Risk management committee	Not Applicable

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Is there any change in information of board of directors compare to previous quarter

Yes

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	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)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	RAJ KUMAR AGGARWAL	AAPPA8159F	01559120	Executive Director	Chairperson related to Promoter	MD	01-04-2015			1	2	0		
2	Mr	AKHILESH KUMAR PANDEY	ALFPP9320A	03325271	Executive Director	Not Applicable		30-09-2014			1	0	0		
3	Mr	SALIGRAMA PARSWANNATH SHANTHINATH	AHWPS6067N	05320198	Non-Executive - Independent Director	Not Applicable		30-09-2014		60	1	2	2		
4	Mr	SHROFF PUTABASAPPA MANJUNATH	ABTPM6132H	06719007	Non-Executive - Independent Director	Not Applicable		30-09-2014		60	1	1	0		

Annexure I**Annexure I to be submitted by listed entity on quarterly basis****I. Composition of Board of Directors**

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	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)	Notes for not providing PAN	Notes for not providing DIN
5	Mr	RAM EKBAL SINGH	AKSPS1685D	06389606	Non-Executive - Independent Director	Not Applicable		30-09-2014	14-02-2018	60	1	0	0		
6	Mrs	SRINIVAS CHANDRAKALA	FCVPS7976D	07142316	Non-Executive - Independent Director	Not Applicable		30-09-2015		60	1	2	1		

Annexure 1

II. Composition of Committees

Disclosure of notes on composition of committees explanatory	Textual Information(1)
Is there any change in information of committees compare to previous quarter	Yes

Annexure 1 Text Block

Textual Information(1)

Consequent to Cessation of Shri Ram Ekbal Singh Independent Director from the Board of Directors of the Company, all the Committees have been re-constituted and the same has been reported to the Exchange on 14th February, 2018.

Audit Committee Details					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	05320198	SALIGRAMA PARSWANNATH SHANTHINATH	Non-Executive - Independent Director	Chairperson	
2	06719007	SHROFF PUTABASAPPA MANJUNATH	Non-Executive - Independent Director	Member	
3	07142316	SRINIVAS CHANDRAKALA	Non-Executive - Independent Director	Member	
4	01559120	RAJ KUMAR AGGARWAL	Executive Director	Member	

Nomination and remuneration committee					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	07142316	SRINIVAS CHANDRAKALA	Non-Executive - Independent Director	Chairperson	
2	05320198	SALIGRAMA PARSWANNATH SHANTHINATH	Non-Executive - Independent Director	Member	
3	06719007	SHROFF PUTABASAPPA MANJUNATH	Non-Executive - Independent Director	Member	

Stakeholders Relationship Committee					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	05320198	SALIGRAMA PARSWANNATH SHANTHINATH	Non-Executive - Independent Director	Chairperson	
2	07142316	SRINIVAS CHANDRAKALA	Non-Executive - Independent Director	Member	
3	01559120	RAJ KUMAR AGGARWAL	Executive Director	Member	

Risk Management Committee					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks

Corporate Social Responsibility Committee					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	01559120	RAJ KUMAR AGGARWAL	DISCLOSURE COMMITTEE	Executive Director	Chairperson	
2	03325271	AKHILESH KUMAR PANDEY	DISCLOSURE COMMITTEE	Executive Director	Member	

Annexure 1

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory

Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)
1	14-11-2017		
2	24-11-2017		9
3		05-01-2018	41
4		14-02-2018	39

Annexure 1**IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory							
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee
1	Audit Committee	14-02-2018	Yes	3	14-11-2017	91	
2	Nomination and remuneration committee	14-02-2018	Yes	3			
3	Stakeholders Relationship Committee	14-02-2018	Yes	3			

Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	
Disclosure of notes of material transaction with related party			Textual Information(1)

Text Block

Textual Information(1)

As per Section 188(1) (b) of the Act read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 (Rules) and Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [SEBI (LODR)], transaction entered into between related parties for selling or otherwise disposing of property of any kind exceeding the threshold limit mentioned in the Rule and SEBI (LODR) to be approved by the members of the Company by way of an Ordinary Resolution.

Accordingly approval for transaction with Boruka Fabcons Private Limited, being a related party for the sale of land and building admeasuring 4039 Sq. Mtrs situated at Plot No. 427E (Part) in Survey No.29 Hebbal Industrial Area, Kasaba Hobli, Mysuru -570 016 pursuant to Section 188 (1) (b) of the Companies Act, 2013 and Rules made there under and Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 was sought from Shareholders through Postal Ballot (including voting through Electronic means) vide Postal Ballot Notice dated 24th November 2017 and the Shareholders have approved the aforesaid related party transaction by way of passing Ordinary Resolution with requisite majority on 4th January 2018.

Annexure 1**VI. Affirmations**

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	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.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	RAJ KUMAR AGGARWAL
2	Designation	Managing Director

Text Block

Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		http://www.bhorukaaluminium.com/index.htm
2	Terms and conditions of appointment of independent directors	Yes		http://www.bhorukaaluminium.com/images/pdf/Terms%20of%20Appointment%20Independent%20Directors.pdf
3	Composition of various committees of board of directors	Yes		http://www.bhorukaaluminium.com/leadership.htm
4	Code of conduct of board of directors and senior management personnel	Yes		http://www.bhorukaaluminium.com/images/pdf/Code_of_Conduct_or_Board_of_Directors.pdf
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		http://www.bhorukaaluminium.com/images/pdf/WhistleblowerPolicy.pdf
6	Criteria of making payments to non-executive directors	NA		
7	Policy on dealing with related party transactions	Yes		http://www.bhorukaaluminium.com/images/pdf/Related%20Party%20Transaction%20Policy.pdf
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		http://www.bhorukaaluminium.com/independent_directors.htm

Annexure II**Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)****I. Disclosure on website in terms of Listing Regulations**

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		http://www.bhorukaaluminium.com/contact_Investor_Relations.htm
11	email address for grievance redressal and other relevant details	Yes		http://www.bhorukaaluminium.com/contact_Investor_Relations.htm
12	Financial results	Yes		http://www.bhorukaaluminium.com/financial.htm
13	Shareholding pattern	Yes		http://www.bhorukaaluminium.com/share_ownership.htm
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	NA		

Annexure II**II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	Yes	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	NA	

Annexure II**II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2),(3), (4)	NA	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5),(6), (7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	NA	
20	Approval for material related party transactions	23(4)	Yes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3), (4),(5) & (6)	NA	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

Annexure II

Annexure II		
1	Name of signatory	
2	Designation	

Annexure II

III. Affirmations

Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA
	Any other information to be provided	

Annexure II

1	Name of signatory	RAJ KUMAR AGGARWAL
2	Designation	Managing Director

Signatory Details

Name of signatory	RAJ KUMAR AGGARWAL
Designation of person	Managing Director
Place	Mysore
Date	31-03-2018

