

**WPIL Limited**

REGD. OFF. : "TRINITY PLAZA"
84/1A, TOPSIA ROAD (SOUTH), KOLKATA - 700 046
TEL. : (91 33) 3021 6800, FAX : (91 33) 3021 6835
WEB : <http://www.wpil.co.in>
CIN No. L36900WB1952PLC020274

ANNEXURE II**COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

1. LISTED ENTITY NAME: **WPIL LIMITED**
2. QUARTER ENDING: **30TH JUNE, 2016**

I. COMPOSITION OF BOARD OF DIRECTORS

TITL E	NAME OF THE DIRECTOR	PAN & DIN	CATEGORY	DATE OF APPOINTM ENT IN THE CURRENT TERM /CESSATIO N	TENU RE (IN MON THS)	NO OF DIREC TORSH IP IN LISTED ENTITI ES INCLU DING THIS LISTED ENTIT Y	NO OF MEMB ERSHIP S IN AUDIT/ STAKE HOLDE R COMMI TTEE(S) INCLUD ING THIS LISTED ENTITY	NO OF POST OF CHAIRPERS ON IN AUDIT/ STAKEHOL DER COMMITTE E HELD IN LISTED ENTITIES INCLUDING THIS LISTED ENTITY
Mr.	Prakash Agarwal	00249468	Executive Director & MD	01.11.2013	-	3	3	-
Mr.	K. K. Ganeriwala	00408722	Executive Director	01.11.2013	-	6	9	3
Mr.	V. N. Agarwal	00408731	Non- Executive - Non Independent Director	10.08.2015	-	8	8	-
Mrs.	Ritu Agarwal	00006509	Non- Executive - Non Independent Director	10.08.2015	-	4	-	-



**WPIL Limited**

REGD. OFF. : "TRINITY PLAZA"
84/1A, TOPSIA ROAD (SOUTH), KOLKATA - 700 046
TEL. : (91 33) 3021 6800, FAX : (91 33) 3021 6835
WEB : <http://www.wpil.co.in>
CIN No. L36900WB1952PLC020274

Mr.	Samarendra Nath Roy	00408742	Non-Executive - Independent Director	31.07.2014	23	2	3	1
Mr.	Binaya Kapoor	00544162	Non-Executive - Independent Director	31.07.2014	23	2	2	-
Mr.	Utpal Kumar Mukhopadhyay	02766045	Non-Executive - Independent Director	31.07.2014	23	3	4	2

II. COMPOSITION OF COMMITTEES

NAME OF COMMITTEE	NAME OF COMMITTEE MEMBERS	CATEGORY
1. AUDIT COMMITTEE	Mr. Utpal Kumar Mukhopadhyay Mr. Samarendra Nath Roy Mr. Binaya Kapoor Mr. K. K. Ganeriwala	Chairperson – Non- Executive - Independent Member – Non- Executive – Independent Member – Non- Executive – Independent Member – Executive Director
2. NOMINATION & REMUNERATION COMMITTEE	Mr. Samarendra Nath Roy Mr. Binaya Kapoor Mr. V. N. Agarwal	Chairperson – Non- Executive - Independent Member – Non- Executive – Independent Member – Non-Executive – Non Independent
3. STAKEHOLDERS RELATIONSHIP COMMITTEE	Mr. Samarendra Nath Roy Mr. Prakash Agarwal Mr. K. K. Ganeriwala	Chairperson – Non- Executive -Independent Member – Executive Director Member – Executive Director
4. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE	Mr. Utpal Kumar Mukhopadhyay Mr. Prakash Agarwal Mr. K. K. Ganeriwala	Chairperson – Non- Executive - Independent Member – Executive Director Member – Executive Director



WORKS : PANIHATI : 22, FERRY FUND ROAD (PANIHATI), KOLKATA - 700 114, TEL. : (033) 2553 2905/3034, FAX : (033) 2583 3459
TARATALA : 180/176, UPEN BANERJEE ROAD, TARATALA, KOLKATA - 700 060, TEL. : (033) 2401 3525 / 3644
GHAZIABAD : A-5, SECTOR - XXII, MEERUT ROAD, GHAZIABAD - 201 003, UTTAR PRADESH,
TEL. : (0120) 3015 784 / 703 / 711, FAX : (0120) 3015 740



**WPIL Limited**

REGD. OFF. : "TRINITY PLAZA"
84/1A, TOPSIA ROAD (SOUTH), KOLKATA - 700 046
TEL. : (91 33) 3021 6800, FAX : (91 33) 3021 6835
WEB : <http://www.wpil.co.in>
CIN No. L36900WB1952PLC020274

5. SHARE TRANSFER COMMITTEE	Mr. Samarendra Nath Roy	Chairperson – Non- Executive - Independent
	Mr. Prakash Agarwal	Member – Executive Director
	Mr. K. K. Ganeriwala	Member – Executive Director

III. MEETING OF BOARD OF DIRECTORS

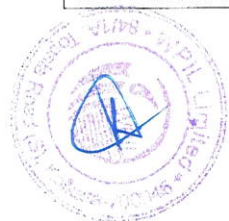
DATE(S) OF MEETING IN THE PREVIOUS QUARTER	DATE(S) OF MEETING IN THE RELEVANT QUARTER	MAXIMUM GAP BETWEEN ANY TWO CONSECUTIVE MEETINGS (IN NUMBER OF DAYS)
29 th January, 2016	26 th May, 2016	117 Days

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 – 26 th May, 2016	Yes (All Present)	29 th January, 2016	117 Days

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



WORKS : PANIHATI : 22, FERRY FUND ROAD (PANIHATI), KOLKATA - 700 114, TEL. : (033) 2553 2905/3034, FAX : (033) 2583 3459
TARATALA : 180/176, UPEN BANERJEE ROAD, TARATALA, KOLKATA - 700 060, TEL. : (033) 2401 3525 / 3644
GHAZIABAD : A-5, SECTOR - XXII, MEERUT ROAD, GHAZIABAD - 201 003, UTTAR PRADESH,
TEL. : (0120) 3015 784 / 703 / 711, FAX : (0120) 3015 740





WPIL Limited

REGD. OFF. : "TRINITY PLAZA"
84/1A, TOPSIA ROAD (SOUTH), KOLKATA - 700 046
TEL. : (91 33) 3021 6800, FAX : (91 33) 3021 6835
WEB : <http://www.wpil.co.in>
CIN No. L36900WB1952PLC020274

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. This report and/or the report submitted in the previous quarter has been placed before Board of Directors.

FOR WPIL LIMITED


[K. K. GANERIWALA]
EXECUTIVE DIRECTOR

