



EMKAY TOOLS

EMKAY TAPS AND CUTTING TOOLS LTD.

Registered Office & factory Address: B-27 & B-27/1, M.I.D.C. Industrial Area, Hingna Road, Nagpur-440016 (India)
CIN: L29220MH1995PLC091091

ANNEXURE II

Corporate Governance Report at the end of the financial year 2017-18

I. Disclosure on website in terms of Listing Regulations		
Item	Compliance status (Yes/No/NA)	
Details of business	Yes	
Terms and conditions of appointment of independent directors	Yes	
Composition of various committees of board of directors	Yes	
Code of conduct of board of directors and senior management personnel	Yes	
Details of establishment of vigil mechanism /Whistle Blower policy	Yes	
Criteria of making payments to non-executive directors	Not Applicable	
Policy on dealing with related party transactions	Not Applicable	
Policy for determining 'material' subsidiaries	Not Applicable	
Details of familiarization programs imparted to independent directors	Not Applicable	
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	
Email address for grievance redressal and other relevant details	Yes	
Financial results	Yes	
Shareholding pattern	Yes	
Details of agreements entered into with the media companies and/or their associates	Not Applicable	
New name and the old name of the listed entity	Not Applicable	
II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA)
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16 (1)(b) & 25 (6)	Yes
Board composition	17 (1)	Not Applicable
Meeting of Board of directors	17 (2)	Not Applicable
Review of Compliance Reports	17 (3)	Not Applicable
Plans for orderly succession for appointments	17 (4)	Not Applicable
Code of Conduct	17 (5)	Not Applicable
Fees/compensation	17 (6)	Not Applicable
Minimum Information	17 (7)	Not Applicable
Compliance Certificate	17 (8)	Not Applicable
Risk Assessment & Management	17 (9)	Not Applicable
Performance Evaluation of Independent Directors	17 (10)	Not Applicable

For Emkay Taps And Cutting Tools Ltd.

S. Sohane
Company Secretary
21/11/2018



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Composition of Audit Committee	18 (1)	Not Applicable
Meeting of Audit Committee	18 (2)	Not Applicable
Composition of nomination & remuneration committee	19 (1) & (2)	Not Applicable
Composition of Stakeholder Relationship Committee	20 (1) & (2)	Not Applicable
Composition and role of risk management committee	21 (1),(2),(3), (4)	Not Applicable
Vigil Mechanism	22	Yes
Policy for related party Transaction	23 (1), (5), (6), (7) & (8)	Not Applicable
Prior or Omnibus approval of Audit Committee for all related party transactions	23 (2),(3)	Yes
Approval for material related party transactions	23 (4)	Not Applicable
Composition of Board of Directors of unlisted material Subsidiary	24 (1)	Not Applicable
Other Corporate Governance requirements with respect to subsidiary of listed entity	24 (2),(3),(4), (5) & (6)	Not Applicable
Maximum Directorship & Tenure	25 (1) & (2)	Not Applicable
Meeting of independent directors	25 (3) & (4)	Yes
Familiarization of independent directors	25 (7)	Not Applicable
Memberships in Committees	26 (1)	Not Applicable
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26 (3)	Yes
Disclosure of Shareholding by Non-Executive Directors	26 (4)	Not Applicable
Policy with respect to Obligations of directors and senior management	26 (2)&26 (5)	Not Applicable

III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Not Applicable**

Name : SHRUTI SOHANE
Designation : Company Secretary
Date : April 14, 2018
Place : Nagpur

For Emkay Taps And Cutting Tools Ltd.

S. Sohane
Company Secretary
14/4/2018