



ARROW
GREENTECH LTD.
FORMERLY KNOWN AS ARROW COATED PRODUCTS LTD.

ANNEXURE

NAME OF LISTED ENTITY: **ARROW GREENTECH LIMITED (FORMERLY KNOWN AS ARROW COATED PRODUCTS LIMITED)**
QUARTER ENDED: **MARCH 2016**

I. Composition of Board of Directors

Title (Mr. / Ms.)	Name of Director	PAN & DIN	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)	Date of Appointment in the current term / cessation	Tenure*	No. of Directorships in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of Memberships in Audit / Stakeholder Committees including this entity (Refer Regulation 26(1) of Listing Regulations)	No. of posts of Chairman in Audit / Stakeholder Committee held in listed entities including this listed entity
Mr.	Shilpan Patel	PAN- AGAPP4652K DIN - 00341068	Chairperson	01/04/2014	-	1	-	-
Mr.	Neil Patel	PAN- AKRPP8491M DIN - 00607101	Executive	01/04/2014	-	1	2	-
Mr.	Haresh Mehta	PAN - AAEPM9498E DIN- 00376589	Non- Executive Independent	01/04/2015	5 years	1	1	1
Ms.	Suneeta Thakur	PAN- AABPT5267D DIN- 06864894	Non- Executive Independent	29/09/2014	5 years	1	1	-
Mr.	Harish Mishra	PAN -AAJPM2790E DIN- 05301127	Non- Executive Independent	29/09/2014	5 years	1	1	1
Mr.	Dinesh Modi	PAN- AAFPM3811L DIN- 00004556	Non- Executive Independent	29/09/2014	5 years	2	2	1

To be filled in 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.



ARROW GREENTECH LTD.

Unit No 372, Bldg No 3, 7th Floor, Solitaire Corporate Park, Guru Hargovindji Marg, Chakala, Andheri (East), Mumbai 400093, Maharashtra, INDIA
Phone: +91 -22-4074 9000 Fax: +91-22-4074 9099 Email: contact@arrowcoated.com Website: www.arrowcoated.com
CIN No.: L21010MH1992PLC069281



ARROW
GREENTECH LTD.

II. Composition of Committees

Name of Committee	Name of Committee Members	Category (Chairperson / Executive / Non Executive / Independent / Nominee)
1. Audit Committee	1. Mr. Harish Mishra 2. Mr. Haresh Mehta 3. Ms. Suneeta Thakur 4. Mr. Neil Patel	Chairman – Independent & Non – Executive Director Independent & Non – Executive Director Independent & Non – Executive Director Executive Director
2. Nomination Committee	1. Mr. Harish Mishra 2. Mr. Haresh Mehta 3. Mr. Dinesh Modi	Chairman - Independent & Non – Executive Director Independent & Non – Executive Director Independent & Non – Executive Director
3. Risk Management Committee	Not Applicable	
4. Stakeholders' Relationship Committee	1. Mr. Haresh Mehta 2. Mr. Dinesh Modi 3. Mr. Neil Patel	Chairman - Non Independent & Executive Director Independent & Non – Executive Director Executive Director

III. Meetings of Board of Directors

Dates of Meetings in previous quarter	Dates of Meetings in the relevant quarter	Maximum gap between any two consecutive meetings (in number of days)
November 7, 2015	February 6, 2016	90 days

IV. Meetings of Committees

Dates of Meetings in the relevant quarter	Whether requirement of Quorum met (Details)	Date(s) of meetings of the Committee in previous quarter	Maximum gap between any two consecutive meetings (in number of days) *
Audit Committee Meeting – February 6, 2016	Yes, the following members were present 1. Mr. Harish Mishra 2. Mr. Haresh Mehta 3. Ms. Suneeta Thakur	November 7, 2015	90 days



ARROW GREENTECH LTD.

Unit No 372, Bldg No 3, 7th Floor, Solitaire Corporate Park, Guru Hargovindji Marg, Chakala, Andheri (East), Mumbai 400093, Maharashtra, INDIA
Phone: +91 -22-4074 9000 Fax: +91 -22-4074 9099 Email: contact@arrowcoated.com Website: www.arrowcoated.com

CIN No.: L21010MH1992PLC069281



ARROW
GREENTECH LTD.
FORMERLY KNOWN AS ARROW COATED PRODUCTS LTD.

Dates of Meetings in the relevant quarter	Whether requirement of Quorum met (Details)	Date(s) of meetings of the Committee in previous quarter	Maximum gap between any two consecutive meetings (in number of days) *
Stakeholders Grievance Committee Meeting – February 6, 2016	Yes , the following members were present 1. Mr. Haresh Mehta 2. Mr. Dinesh Modi 3. Ms. Suneeta Thakur	November 7, 2015	90 days

***Mandatory only for Audit Committee. Other Committees is Optional**

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	Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

***Note:** 1. In 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, 'NA' may be indicated.
2. If status is 'No', details of non-compliance may be given here.



ARROW GREENTECH LTD.

Unit No 372, Bldg No 3, 7th Floor, Solitaire Corporate Park, Guna Hargovindji Marg, Chakala, Andheri (East), Mumbai 400093, Maharashtra, INDIA
Phone: +91-22-4074 9000 Fax: +91-22-4074 9099 Email: contact@arrowcoated.com Website: www.arrowcoated.com
CIN No.: L21010MH1992PLC069281

VI. Affirmations

1. The composition of the 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 Top 100 listed entities) – **Not Applicable**
3. The Committee members have been made aware of their powers, roles 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. The report and / or the report submitted in the previous quarter has been placed before the Board of Directors. Any comments / observations / advice of the Board of Directors may be mentioned here: **Nil**

For Arrow Greentech Limited

Poonam Bansal

Poonam Bansal
Company Secretary



ARROW GREENTECH LTD.



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



CIN No.: L21010MH1992PLC069281

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)	Yes
Meeting of Board of directors	17(2)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Not Applicable
Performance Evaluation of Independent Directors	17(10)	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of nomination & remuneration committee	19(1) & (2)	Yes
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes
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)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party transactions	23(4)	Yes
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Memberships in Committees	26(1)	Yes
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)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes



ARROW GREENTECH LTD.

Unit No 372, Bldg No 3, 7th Floor, Solitaire Corporate Park, Guru Hargovindji Marg, Chakala, Andheri (East), Mumbai 400093, Maharashtra, INDIA

Phone: +91-22-4074 9000 Fax: +91-22-4074 9099 Email: contact@arrowcoated.com Website: www.arrowcoated.com

CIN No.: L21010MH1992PLC069281



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. - Yes

For Arrow Greentech Limited

Poonam Bansal
Poonam Bansal
Company Secretary



ARROW GREENTECH LTD.

Unit No 372, Bldg No 3, 7th Floor, Solitaire Corporate Park, Guru Hargovindji Marg, Chakala, Andheri (East), Mumbai 400093, Maharashtra, INDIA

Phone: +91-22-4074 9000 Fax: +91-22-4074 9099 Email: contact@arrowcoated.com Website: www.arrowcoated.com

CIN No.: L21010MH1992PLC069281