

# STAR DELTA TRANSFORMERS LTD.

Regd. Office : 92-A, Industrial Area, Govindpura, Bhopal-462 023 (M.P.) INDIA  
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website : www.stardeltatransformers.com, CIN-L31102MP1977PLC001393



ISO 9001:2008 CERTIFIED CO.

No.SDTL/BOD/2016

Dated: 15<sup>th</sup> January 2016

M/s BSE Limited  
Listing Department  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai- 400001  
Phones : 91-22-22721233/4  
Email:corp.relations@bseindia.com

**SCRIP CODE: 539255**

Subject: Quarterly Compliance report on Corporate Governance pursuant to Regulation 27(2) of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015

Sirs,

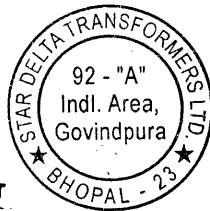
Pursuant to Regulation 27(2) of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015, please find enclosed Quarterly Compliance report on Corporate Governance for the quarter ended December 31, 2015.

Thanking You

For & on behalf  
Star Delta Transformers Ltd

  
(Shweta Agarwal)

Company Secretary/ Compliance Officer



**Name of Listed Entity:** Star Delta Transformers Limited

**Quarter ending:** December 2015 (III Quarter)

<b>I. Composition of Board of Directors</b>								
Title (Mr/ Ms)	Name of the Director	Pan <sup>s</sup> & DIN	Category (Executive/ Non-Executive/ Independent/ Nominee) <sup>&amp;</sup>	Date of appointment in the current term /cessation	Tenure*	Number of directorships in listed entities including this listed entity	Number of Memberships in Audit /Stakeholder Committee including this listed entity	Number of post of Chairperson in Audit/ Stakeholder Committee including this listed entity
Mr.	Kishore Gupta	PAN:AAWPG4766F DIN:00014205	Executive/Pro moter	31-10-1987	NA	1 (Not serving as Independent Director in any listed entity)	0	0
Mr.	Rakesh Gupta	PAN:AAXPG9477C DIN:00014139	Whole Time Director/Pro moter	15-10-1987	NA	1 (Not serving as Independent Director in any listed entity)	2	0
Mr.	Shashendra Lahri	PAN:AAGPL5032M DIN:02704101	Non-Executive/Ind ependent	27-03-2015 <sup>#</sup>	9 months	1	0	0
Mr.	Laxmendra Maheshwari	PAN:ABDPM5050A DIN:00278005	Non-Executive/Ind ependent	27-03-2015 <sup>##</sup>	9 months	1	2	1
Mrs.	Chhavi Kharb	PAN:AEGPK4385N DIN:01791358	Non-Executive/Ind ependent	27-03-2015	9 months	1	2	1

<sup>§</sup>PAN number of any director would not be displayed on the website of Stock Exchange

&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

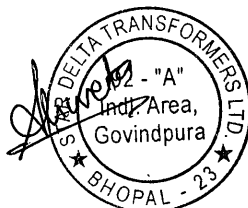
\* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

<sup>#</sup>Original Date of Appointment-25/06/2009

<sup>##</sup> Original Date of Appointment-25/06/2009

## II. Composition of Committees

Name of Committee	Name of Committee Members	Category
<i>Audit Committee</i>	Mrs. Chhavi Kharb	Chairperson/Non-Executive/Independent
	Mr. Laxmendra Maheshwari	Member/Non-Executive/Independent
	Mr. Rakesh Gupta	Member/Executive
<i>Nomination &amp; Remuneration Committee</i>	Mr. Laxmendra Maheshwari	Chairperson/Non-Executive/Independent
	Mr. Shashendra Lahri	Member/Non-Executive/Independent
	Mrs. Chhavi Kharb	Member/Non-Executive/Independent
	Mr. Kishore Gupta	Member/Executive
<i>Risk Management Committee</i>	Not Applicable	Not Applicable
<i>Stakeholder Relationship Committee</i>	Mr. Laxmendra Maheshwari	Chairperson/Non-Executive/Independent
	Mrs. Chhavi Kharb	Member/Non-Executive/Independent
	Mr. Rakesh Gupta	Member/Executive



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 meeting (in number of days)
11-07-2015	09-11-2015	89
13-08-2015	25-12-2015	

#### IV. Meeting Of Committees

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 meeting (in number of days)*
09-11-2015	Yes (All present)	11-07-2015	89
25-12-2015	Yes(All present)	13-08-2015	

\*This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

#### V. Related Party Transactions

Subject	Compliance Status
Whether prior approval of Audit committee obtained	Yes. Also, Company has obtained approval from Regional Director under Section 297 (1) of the Companies Act 1956
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

#### VI. Affirmations

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
  - Audit Committee
  - Nomination & remuneration committee
  - Stakeholders relationship committee
  - ~~Risk management committee (applicable to the top 100 listed entities)~~ NA
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- 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.
- This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here *(To be placed for the first time)* NA

*Shweta*

Shweta Agarwal  
 Company Secretary & Compliance Officer  
 Date:15<sup>th</sup> January 2016  
 Place: Bhopal

