

**COMPLIANCE REPORT ON CORPORATE GOVERNANCE TO BE SUBMITTED BY LISTED ENTITY AT THE END OF THE FINANCIAL YEAR ENDED 31ST MARCH, 2016 ( for the whole of financial year)**

1. Name of Listed Entity : **PRECISION WIRES INDIA LIMITED- CIN: L31300MH1989PLC054356.**

**2. FINANCIAL YEAR ENDED ON : 31ST MARCH 2016**

ANNEXURE II

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

<b>I. disclosure on website in terms of Listing Regulations</b>		
<b>Item</b>	<b>Compliance status (Yes/No/N.A)</b>	
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	YES	
Policy on dealing with related party transactions	YES	
Policy for determining 'material' subsidiaries	We don't have any subsidiary	
Details of familiarization programmes imparted to independent directors	YES	
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 entered into any agreement.	
New name and the old name of the listed entity	N.A.	
<b>II Annual Affirmations</b>		
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)</b>
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	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)	Appointed Vice Chairman and Managing Director
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)	yes
Performance Evaluation of Independent Directors	17(10)	Majority of Independent Directors attend important Meetings such as that of Board of Directors and Committees of Audit, Nomination and Remuneration, Stakeholders Relationship and Corporate Social Responsibility.
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)	N.A.
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

PRECISION WIRES INDIA LIMITED  
hobby hobby

APPROVED BY THE BOARD

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Approval for material related party transactions	23(4)	N.A.
Composition of Board of Directors of unlisted material Subsidiary	24(1)	N.A.
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	N.A.
Maximum Directorship & Tenure	25(1) & (2)	YES
Meeting of Independent directors	25(3) & (4)	YES
Familiarization of independent directors	25(7)	Out of Six Independent Directors, two are Ex- Executive Directors of large public Sector Banks; one chartered Accountant and retired Vice Chairman / Director of large Engineering Unit, one Technocrat Entrepreneur, having experience of more than 40 Years in the Industry. One Director of very large Industrial group. Lady Director, MBA & Ex-Banker. Therefore, they dont need the familiarization of Industry.
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

**Note**

- 1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. 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 transacrtons, the words "N.A." may be indicated.
2. If status is "No" details of non-compliance may be given here.
3. If the Listed Entity would like to provide any other information the same may be indicated here.

**III Affirmatios:**

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied.

*MAHENDRA R. MEHTA*  
**MAHENDRA R. MEHTA**  
**Managing Director/CEO**