



COSMO FERRITES LIMITED

(Govt. of India Recognised Export House)

CIN : L27106HP1985PLC006378

H.O.: 517, 5th Floor, DLF Tower-A, Jasola District Centre, New Delhi-110025 (India)

Ph.: +91-11-49398800, Fax: +91-11-49398888

E-mail : sales@cosmoferrites.com Website : www.cosmoferrites.com

CFE/SEC/SE/NP/2015-16/31

March 08, 2016

The Manager (Listing)
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400 001

Sub: Revised Corporate Governance Report for the quarter ended 31st December, 2015

Dear Sir,

With reference to your e-mail dated 04th March, 2016 regarding resubmission of Corporate Governance Report for the quarter ended December 31st, 2015. Please find enclosed herewith the same as required by the Exchange.

You are requested to take the same on your records.

Thanking You,

Yours Faithfully
For **Cosmo Ferrites Limited**

Neha Pawar

Neha Pawar
Company Secretary

Encl: as above



CORPORATE GOVERNANCE REPORT

(Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

1. Name of Listed Entity : **COSMO FERRITES LIMITED**
2. Quarter ending : **December 31, 2015**

I. Composition of Board of Directors								
Title (Mr./Ms)	Name of the Director	PAN ⁵ & DIN	Category (Chairperson/Executive/Non-Executive/independent/Nominee) ⁶	Date of Appointment on the current term/Cessation	Tenure*	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of membership in Audit/Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing regulations)	No post of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Ashok Jaipuria	00214707 AAAPJ4737B	C-NE	08/09/2015	NA	3	2	Nil
Mr.	Ambrish Jaipuria	00214687 AAKPJ3811C	E	01/04/2015	5	1	2	Nil
Mr.	Anil Kumar Jain	00027911 AADPJ6110H	NE	22/09/2014	NA	2	2	1
Mr.	Sreekant Somany	00021423 AIYPS6272Q	I-NE	22/09/2014	5	3	Nil	Nil
Mr.	Rakesh Nangia	00147386 AAHPN4647B	I-NE	22/09/2014	5	2	3	1
Mr.	Naresh Kumar Gupta	00214602 AEQPG0782D	I-NE	22/09/2014	5	1	Nil	2
Ms.	Jyoti Dixit	06953089 AJZPD6695E	I-NE	22/09/2014	5	1	Nil	Nil
Mr.	Ramakant Dwivedi	06922891 AHUPD7009H	I-NE	04/11/2014	5	1	1	Nil
Mr.	Janardhan Pralhadrao Gupta	07029205 ABPPG7509Q	I-NE	04/11/2014	5	1	1	Nil

⁵PAN number of any director would not be displayed on the website of Stock Exchange

⁶Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

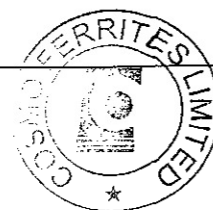
* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

Neha Pawar



II. Composition of Committees			
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominees) ⁵	
1. Audit Committee	Mr. Naresh Kumar Gupta	C-I-NE	
	Mr. Anil Kumar Jain	NE	
	Mr. Rakesh Nangia	I-NE	
	Mr. Janardhan Pralhadrao Gupta	I-NE	
	Dr. Ramakant Dwivedi	I-NE	
	Mr. Ambrish Jaipuria	E	
2. Nomination & Remuneration Committee	Mr. Shreekant Somany	C-I-NE	
	Mr. Anil Kumar Jain	NE	
	Mr. Rakesh Nangia	I-NE	
	Dr. Ramakant Dwivedi	I-NE	
3. Risk & Operations Management Committee	Not Applicable		
4. Stakeholder Relationship Committee	Mr. Naresh Kumar Gupta	C-I-NE	
	Mr. Rakesh Nangia	I-NE	
	Mr. Ashok Jaipuria	NE	
	Mr. Ambrish Jaipuria	E	
⁵ 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			
III. Meeting of Board of Directors			
Date of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)	
August 12, 2015	November 04, 2015	83 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 meeting in number of days
Audit Committee November 04, 2015	Yes	August 12, 2015	83 days
[*] This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional			
V. Related Party Transaction			
Subject	Compliance Status (Yes/No/NA) ^{refer note below}		
Whether prior approval of audit committee obtained	Yes		
Whether shareholder approval obtained for material RPT	N.A.		
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	N.A.		
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 transactions, the words "N.A." may be indicated.			
2 If status is "No" details of non-compliance may be given here.			

Neelha Pawar



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
 - d. Risk management committee- **Not Applicable**- (applicable to the top 100 listed entities)
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. Any comments/observations/advice of Board of Directors may be mentioned here: **First Report. This report will be placed before the Board at the ensuing Board Meeting.**

Neha Pawar

Neha Pawar
Company Secretary

