

Innovating with YOU

7/Govt/SE-8 January 15, 2016

By Courier

Bombay Stock Exchange Limited Department of Corporate Service Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 Fax No. (022) 2272 3121

Dear Sir,

Sub: Corporate Governance Report

Kindly find enclosed herewith Corporate Governance Report for the quarter ended December 31, 2015 under regulation 27(2) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Hope, you will find the same in order.

Thanking you,

Yours faithfully, for Yash Papers Limited

Ved Krishna Managing Director DIN: 00182260

Encl: As above.

ANNEXURE I

1. Name of Listed Entity

Yash Papers Limited

2. Quarter ending

31st December, 2015

| l. | Compositio | n of Board of Dir | rectors | | | | | |
|-----------------------|-------------------------------|------------------------|--|---|----------------------------|--|--|---|
| Title (Mr./ Ms) | Name of the Director | PAN & DIN | Category(Chairperson /Executive/Non- Executive/Independent /Nominee | Date of Appointment in the current term/cessation | Tenure | No of Directorship in listed entities including this listed entity | Number of membership in Audit/Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations) | No of post of Chairperson in Audit/Stakehold er Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations) |
| Mr. | Kaikobad Dorab Pudumjee | ABKPP5506D 01594401 | Chairman & Independent Director | 09/08/2014 | 5 Years upto 31/03/2019 | 2 | 1 | 1 |
| Mr. | Ved Krishna | AJRPK1551C 00182260 | Managing Director (Promoter) | 09/08/2014 | 3 Years upto 08/08/2017 | 1 | 1 | - |
| Mr. | Narendra Kumar Agrawal | ABQPA2664M 05281887 | Director Works (Whole-time-director) | 09/08/2014 | 3 Years upto 08/08/2018 | 1 | 1 | - |
| Mr. | Gyanendra Nath Gupta | AAGPG2885F 00027502 | Independent Director | 09/08/2014 | 5 Years upto 31/03/2019 | 10 | 1 | 3 |
| Mrs. | Manjula Jhunjhunwala | ABSPJ4695H 00192901 | Non-Independent Director (Promoter) | 17/06/1981 | 5 Years upto 31/03/2019 | 1 | 1 | - |
| Ms. | Kimberly Ann McArthur | BYEPM4617C 05206436 | Independent Director | 09/08/2014 | 5 Years upto 31/03/2019 | 1 | 1 | - |

for Yash Papers Ltd.

Ved Kristina Managing Directo

| Dr. | Indroneel Banerjee | AISPB1599B 06404397 | Independent Director | 09/08/2014 | 5 Years upto 31/03/2019 | 1 | 3 | <u>.</u> : |
|-----|-----------------------------|------------------------|----------------------|------------|----------------------------|---|---|------------|
| Mr. | Jaideep Narain Mathur | AEMPM1275P 06560639 | Independent Director | 09/08/2014 | 5 Years upto 31/03/2019 | 1 | 1 | - |
| Mr. | Mudar Patherya | AFLPP0747F 01377691 | Independent Director | 09/08/2014 | 5 Years upto 31/03/2019 | 7 | 1 | - |
| Mr. | Atul Kumar Gupta | ACNPG5646B 01734070 | Independent Director | 09/08/2014 | 5 Years upto 31/03/2019 | 3 | 1 | _ |

II. Composition of Committees

| Name of Committee | Name of Committee Members | Category |
|--|---------------------------|------------------------------|
| | | (Chairperson/Executive/ Non- |
| | | Executive/Independent/ |
| | | Nominee) |
| 1. Audit Committee | Mr. Gyanendra Nath Gupta | Chairman, Independent, Non- |
| | | Executive |
| | Mr. Atul Kumar Gupta | Independent, Non-Executive |
| | Dr. Indroneel Banerjee | Independent, Non-Executive |
| 2. Nomination & Remuneration Committee | Mr. Gyanendra Nath Gupta | Chairman , Independent, |
| | | Non-Executive |
| | Dr. Indroneel Banerjee | Independent, Non-Executive |
| | Mr. Atul Kumar Gupta | Independent, Non-Executive |
| 3. Risk Management Committee (if applicable) | N.A. | N.A. |
| 4. Stakeholders Relationship Committee | Dr. Indroneel Banerjee | Chairman, Independent, Non |
| | | Executive |
| | Mrs. Manjula Jhunjhunwala | Non-Independent, Non- |
| | | Executive |
| | Ms. Kimberly Ann McArthur | Independent, Non-Executive |

for Yash Papers Ltd.

Ved Krishna Managing Directo

| 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 meetings in number of days |
| 24/07/2015 26/09/2015 | 14/11/2015 | 48 days |

IV. Meeting of 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 meetings in number of days |
|---|---|---|--|
| 13/11/2015 | Yes | 24/07/2015 | 111 days |

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 | Yes |
| been reviewed by Audit Committee | |

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 (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

For Yash Papers Ltd.

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 Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: Not Applicable

s'or Yash Papers Ltd.

Ved Krishna Managing Directo

Name & Designation Managing Director



Scrip Code (516030)

Scrip Name (PASI) PAPERS LTD. - Bally (Sector 10) Ltd. (

and the second second

Compliance Module | Eisting Module | Change Password | Listing Fee Bills | Marker Intelligence | Register O'gital Signature | Circulare | Listing Fee Bills | Marker Intelligence | Register O'gital Signature | Circulare | Compliants | XBRL | No. | Compliants |

Alberta Monagation (Edic Tools

You have successfully filed the documents for Corporate Governance report - Equity &NCD - Reg. 27(2); IDR -chp VII - Reg. 72 December 2015 quarter , which are subject to verification by the Exchange.

Your Transaction Number for this submission is 15012016228098 dated Jan 15, 2016

Please mention above Transaction Number for any future communication for this submission.

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Ministry of Corporate Affairs

User ID: SKSRIVASTAV

Companies/ LLPs in which a person is/ was a director/ designated partner

DIN/DPIN: 01594401

Date: 14/01/116 03:40:48 P.M.

Name:

KAIKOBAD DORAB PUDUMJEE

| S.No. | CIN/LLPIN | CIN/LLPIN Name of the Company/ LLP | | Date of appointment at current designation | Original date of appointment | Date of | Company/ LLP Status | Defaulting status |
|-------|-----------------------|---|----------|--|------------------------------------|---------|------------------------|----------------------|
| 1 | L24231UP1981PLC005294 | YASH PAPERS LIMITED | Director | 09/08/2014 | 30/06/2007 | | Active | NO |
| 2 | U21017PN2008PTC131403 | AMASHT PAPER HYGIENE PRODUCTS PRIVATE LIMITED | Director | 12/02/2008 | 12/02/2008 | - | Active | NO |

Ministry of Corporate Affairs

User ID: SKSRIVASTAV

Companies/ LLPs in which a person is/ was a director/ designated partner

DIN/DPIN: 00182260

Date: 14/01/116 03:41:55 P.M.

Name:

VED KRISHNA

| s. | No. | CIN/LLPIN | Name of the Company/ LLP | Current designation of the Director/ Designated Partner | Date of appointment at current designation | Original date of appointment | Date of cessation | Company/ LLP Status | Defaulting status |
|-----|-----|-----------------------|------------------------------------|---|--|------------------------------------|-------------------|------------------------|----------------------|
| | 1 | L24231UP1981PLC005294 | YASH PAPERS LIMITED | Managing director | 09/08/2014 | 30/05/1999 | - | Active | NO |
| | 2 | U74999UP2006PLC031610 | SATORI GLOBAL LIMITED | Director | 20/06/2011 | 13/04/2006 | - | Active | NO |
| 1 | 3 | U51109UP1984PLC006610 | YASH AGRO PRODUCTS LIMITED | Director | 28/07/2007 | 07/04/2007 | • | Active | NO |
| 1 | 4 | U74899DL1980PTC010770 | ARTECH INFOSYSTEMS PRIVATE LIMITED | Director | 30/09/2010 | 16/03/2010 | 16/11/2015 | Active | NO |
| VI. | 5 | U40100UP2014PLC062981 | Yash Ecoenergy Limited | Director | 27/02/2014 | 27/02/2014 | - | Active | NO |
| | 6 | U40100UP2014PLC062982 | Yash Skills Limited | Director | 27/02/2014 | 27/02/2014 | • | Active | NO |

Ministry of Corporate Affairs

User ID: SKSRIVASTAV

Companies/ LLPs in which a person is/ was a director/ designated partner

DIN/DPIN: 05281887

Date: 14/01/116 03:43:48 P.M.

Name:

NARENDRA KUMAR AGRAWAL

| S.No. | CIN/LLPIN | Name of the Company/ LLP | Current designation of the Director/ Designated Partner | Date of appointment at current designation | Original date of appointment | Date of cessation | Company/ LLP Status | Defaulting status |
|-------|-----------------------|--------------------------|--|--|------------------------------------|-------------------|------------------------|----------------------|
| 1 | L24231UP1981PLC005294 | YASH PAPERS LIMITED | Whole-time director | 29/09/2012 | 10/05/2012 | - | Active | NO |

Ministry of Corporate Affairs

User ID: SKSRIVASTAV

Companies/ LLPs in which a person is/ was a director/ designated partner

DIN/DPIN: 00027502

Date: 14/01/116 03:44:40 P.M.

Name:

GYANENDRA NATH GUPTA

| S.No. | CIN/LLPIN | Name of the Company/ LLP | Current designation of the Director/ Designated Partner | Date of appointment at current designation | Original date of appointment | Date of cessation | Company/ LLP Status | Defaulting status |
|-------|-----------------------|--|---|--|------------------------------------|-------------------|------------------------|----------------------|
| 1 | L24231UP1981PLC005294 | YASH PAPERS LIMITED | Director | 09/08/2014 | 16/05/1984 | - | Active | NO |
| 2 | U74899DL1990PTC039507 | HIRANYAMAI INVESTMENTS PRIVATE LIMITED | Director | 14/03/1990 | 14/03/1990 | - | Active | NO |
| 3 | L99999UP1986PLC007621 | ASIAN FERTILIZERS LIMITED | Director | 26/09/2014 | 01/01/1992 | | Active | NO |
| 4 | L29113DL1984PLC018229 | FLEX ENGINEERING LIMITED | Director | 27/12/1993 | 27/12/1993 | - | Amalgamated | NO |
| 5 | L65910MH1990PLC059499 | India Home Loan Limited | Director | 21/11/1994 | 21/11/1994 | 21/08/2008 | Active | NO |
| 6 | L15133UR1990PLC023970 | FLEX FOODS LIMITED | Director | 23/08/2014 | 28/07/1999 | - | Active | NO |
| 7 | U67120DL2003PTC119449 | MICRO VENTURE HOLDINGS PRIVATE LIMITED | Director | 19/09/2003 | 19/09/2003 | 07/10/2014 | Active | NO |
| 8 | U65921DL2007PTC158364 | ARTISANS MICRO FINANCE PRIVATE LIMITED | Director | 22/07/2008 | 26/02/2007 | 23/04/2013 | Active | NO |
| 9 | U65999MH2010PTC198556 | RIVI FIRE FIGHTING PRIVATE LIMITED | Director | 06/01/2010 | 06/01/2010 | - | Active | NO |
| 10 | U65991DL1996PLC083806 | SMCC CONSTRUCTION INDIA LIMITED | Director | 26/06/2015 | 31/03/2015 | - | Active | NO |

Ministry of Corporate Affairs

User ID: SKSRIVASTAV

Companies/ LLPs in which a person is/ was a director/ designated partner

DIN/DPIN: 00192901

Date: 14/01/116 03:47:16 P.M.

Name:

MANJULA JHUNJHUNWALA

| S.No. | CIN/LLPIN | Name of the Company/ LLP | Current designation of the Director/ Designated Partner | Date of appointment at current designation | Original date of appointment | Date of cessation | Company/ LLP Status | Defaulting status |
|-------|-----------------------|----------------------------|--|--|------------------------------------|-------------------|------------------------|----------------------|
| 1 | L24231UP1981PLC005294 | YASH PAPERS LIMITED | Director | 17/06/1981 | 17/06/1981 | - | Active | NO |
| 2 | U51109UP1984PLC006610 | YASH AGRO PRODUCTS LIMITED | Director | 16/05/1989 | 16/05/1989 | - | Active | NO |
| 3 | U01122UP1995PLC017364 | RAM BAGH ORCHARDS LIMITED | Director | 02/01/1995 | 02/01/1995 | 09/01/2007 | Active | YES |
| 4 | U40100UP2014PLC062982 | Yash Skills Limited | Director | 27/02/2014 | 27/02/2014 | - | Active | NO |

Ministry of Corporate Affairs

User ID: SKSRIVASTAV

Companies/ LLPs in which a person is/ was a director/ designated partner

DIN/DPIN: 05206436

Date: 14/01/116 03:48:44 P.M.

Name:

KIMBERLY ANN MCARTHUR

| S.No. | CIN/LLPIN | Name of the Company/ LLP | Current designation of the Director/ Designated Partner | Date of appointment at current designation | Original date of appointment | Date of cessation | Company/ LLP Status | Defaulting status |
|-------|-----------------------|--------------------------|---|--|------------------------------------|-------------------|------------------------|----------------------|
| 1 | L24231UP1981PLC005294 | YASH PAPERS LIMITED | Director | 09/08/2014 | 13/02/2012 | - | Active | NO |
| 2 | U40100UP2014PLC062981 | Yash Ecoenergy Limited | Director | 27/02/2014 | 27/02/2014 | - | Active | NO |

Ministry of Corporate Affairs

User ID: SKSRIVASTAV

Companies/ LLPs in which a person is/ was a director/ designated partner

DIN/DPIN: 06404397

Date: 14/01/116 04:04:52 P.M.

Name:

INDRONEEL BANERJEE

| S.No. | CIN/LLPIN | Name of the Company/ LLP | Current designation of the Director/ Designated Partner | Date of appointment at current designation | Original date of appointment | Date of cessation | Company/ LLP Status | Defaulting status |
|-------|-----------------------|--------------------------|--|--|------------------------------------|-------------------|------------------------|----------------------|
| 1 | L24231UP1981PLC005294 | YASH PAPERS LIMITED | Director | 09/08/2014 | 11/08/2012 | - | Active | NO |

Ministry of Corporate Affairs

User ID: SKSRIVASTAV

Companies/ LLPs in which a person is/ was a director/ designated partner

DIN/DPIN: 06560639

Date: 14/01/116 04:06:42 P.M.

Name:

JAIDEEP NARAIN MATHUR

| S.No. | CIN/LLPIN | Name of the Company/ LLP | Current designation of the Director/ Designated Partner | Date of appointment at current designation | Original date of appointment | Date of cessation | Company/ LLP Status | Defaulting status |
|-------|-----------------------|--------------------------|--|--|------------------------------------|-------------------|------------------------|----------------------|
| 1 | L24231UP1981PLC005294 | YASH PAPERS LIMITED | Director | 09/08/2014 | 23/03/2013 | - | Active | NO |

Ministry of Corporate Affairs

User ID: SKSRIVASTAV

Companies/ LLPs in which a person is/ was a director/ designated partner

DIN/DPIN: 01377691

Date: 14/01/116 04:07:53 P.M.

Name

MUDAR PATHERYA

| S.No. | CIN/LLPIN | Name of the Company/ LLP | Current designation of the Director/ Designated Partner | Date of appointment at current designation | Original date of appointment | Date of cessation | Company/ LLP Status | Defaulting status |
|-------|-----------------------|---|---|--|------------------------------------|-------------------|------------------------|----------------------|
| 1 | U45201WB1993PTC060741 | TRISYS COMMUNICATIONS PVT LTD | Director | 16/11/1993 | 16/11/1993 | - | Active | NO |
| 2 | U64201WB2000PTC091715 | TRISYS ON-THE-NET PRIVATE LIMITED | Director | 19/04/2007 | 19/04/2007 | - | Active | NO |
| 3 | U51109WB2008PTC127707 | OLYMPIC VINCOM PRIVATE LIMITED | Director | 10/03/2010 | 10/03/2010 | - | Converted to LLP | NO |
| 4 | U22110WB2011PTC166994 | KOLKATA RISING PUBLICATIONS PRIVATE LIMITED | Director | 30/08/2011 | 30/08/2011 | - | Active | NO |
| 5 | U51909WB2012PTC179790 | RASHIDHAN EXPORTS PRIVATE LIMITED | Director | 11/02/2013 | 11/02/2013 | - | Active | NO |
| 6 | L24231UP1981PLC005294 | YASH PAPERS LIMITED | Director | 09/08/2014 | 25/05/2013 | - | Active | NO |
| 7 | AAD-5647 | OLYMPIC VINCOM LLP | Designated Partner | 18/03/2015 | 18/03/2015 | * | Active | NO |

Ministry of Corporate Affairs

User ID: SKSRIVASTAV

Companies/ LLPs in which a person is/ was a director/ designated partner

DIN/DPIN: 01734070

Date: 14/01/116 04:10:27 P.M.

Name:

ATUL KUMAR GUPTA

| S.No. | CIN/LLPIN | Name of the Company/ LLP | Current designation of the Director/ Designated Partner | Date of appointment at current designation | Original date of appointment | Date of cessation | Company/ LLP Status | Defaulting status |
|-------|-----------------------|---|---|--|------------------------------------|-------------------|------------------------|----------------------|
| 1 | U65910UP1972SGC003525 | THE PRADESHIYA INDUSTRIAL AND INVESTMENT CORPORATION OF UTTAR PRADESH LIMITED | Director | 13/06/2007 | 13/06/2007 | - | Active | NO |
| 2 | U24110MH1993PLC070713 | INDOFIL INDUSTRIES LIMITED | Nominee director | 17/08/2007 | 14/06/2007 | 13/02/2009 | Active | NO |
| 3 | L65993UP1965PLC003082 | MODIPON LIMITED | Nominee director | 23/06/2007 | 23/06/2007 | 29/12/2007 | Active | NO |
| 4 | U26960UP1961SGC002834 | U.P.STATE INDUSTRIAL DEVELOPMENT CORPORATION LIMITED | Director | 09/07/2007 | 09/07/2007 | 22/10/2007 | Active | NO |
| 5 | U91990UP1899NPL000033 | THE MAHOMED BAGH CLUB LIMITED | Director | 29/08/2009 | 26/05/2008 | 28/08/2010 | Active | NO |
| 6 | L24231UP1981PLC005294 | YASH PAPERS LIMITED | Director | 09/08/2014 | 15/05/2014 | - | Active | NO |
| . 7 | L16004MH1936PLC008587 | GODFREY PHILLIPS INDIA LIMITED | Director | 29/09/2015 | 20/06/2015 | | Active | NO |