

APPU MARKETING & MANUFACTURING LTD.

1, Old Court House Corner, 1st Floor, Room No. 15, Kolkata-700 001

CIN: L51495WB1983PLC035864 Dial: +919681634539, +918013214500

E-Mail ID: admin@appumkt.com Website: www.appumkt.com

14th October, 2017

To,
The Secretary,
The Calcutta Stock Exchange Ltd.,
7, Lyons Range,
Kolkata-700 001
Scrip Code: 011225

Dear Sir,

Ref.: SEBI Circular No. CIR/CFD/CMD/5/2015 dated September 24, 2015

Sub.: Quarterly Compliance Report on Corporate Governance

Pursuant to Regulation 27(2) of the Securities Exchange and Board of India (Listing Obligation and Disclosure Requirements) Regulation, 2015 ("Listing Regulations"), we are enclosing herewith Quarterly Compliance Report on Corporate Governance in the format specified (Annexure I & III) for the Quarter & Half Year ended on 30th September, 2017 for your record.

Please acknowledge the receipt.

Thanking You,

Yours faithfully,
For Appu Marketing & Manufacturing Ltd.

Sudip Laha

Sudip Laha
Managing Director
DIN: 06417007

Encl. As Above

General information about company	
Scrip code	538653
Name of the entity	Appu Marketing & Manufacturing Ltd.
Date of start of financial year	01-04-2017
Date of end of financial year	31-03-2018
Reporting Quarter	Half Yearly
Date of Report	30-09-2017
Risk management committee	Not Applicable

Annexure I														
Annexure I to be submitted by listed entity on quarterly basis														
I. Composition of Board of Directors														
Disclosure of notes on composition of board of directors explanatory												Textual Information(1)		
Is there any change in information of board of directors compare to previous quarter												Yes		
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes
1	Mr	Sudip Laha	AJDPL6771H	06417007	Executive Director	Not Applicable	MD	05-03-2015			1	2	0	
2	Mr	Bhagwan Das Soni	ALQPS3699Q	02308414	Non-Executive - Independent Director	Not Applicable		29-09-2014		60	2	4	1	
3	Mr	Tanumay Laha	AIVPL5095K	05338827	Non-Executive - Independent Director	Chairperson		29-09-2014		60	1	2	1	
4	Mr	Chandan Choudhary	AGFPC6745D	07840597	Executive Director	Not Applicable		28-06-2017			1	0	0	

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes
5	Ms	Babita Shah	AVHPS0943A	07771685	Non-Executive - Independent Director	Not Applicable		08-04-2017	25-09-2017	60	2	0	0	Textual Information(2)

Text Block	
Textual Information(1)	5. Mr. Chandan Choudhary (holding DIN: 07840597) was appointed as an Additional and Whole-Time Director of the Company w.e.f June 28, 2017.
Textual Information(2)	<p>Ms. Babita Shah (DIN: 07771685), Additional Director of the Company appointed by the Board of Directors w.e.f. 8th April, 2017, entitled to hold office up to the date of ensuing Annual General Meeting has not given her consent to regularize her appointment as a director.</p> <p>Therefore, Ms. Babita Shah (DIN: 07771685) ceased to hold office as Additional Director of the Company from the conclusion of the 34th Annual General Meeting i.e., w.e.f. 25th September, 2017.</p>

Annexure 1					
II. Composition of Committees					
Disclosure of notes on composition of committees explanatory					Textual Information(1)
Is there any change in information of committees compare to previous quarter					Yes
Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
1	Audit Committee	Bhagwan Das Soni	Non-Executive - Independent Director	Chairperson	
2	Audit Committee	Tanumay Laha	Non-Executive - Independent Director	Member	
3	Audit Committee	Sudip Laha	Executive Director	Member	
4	Nomination and remuneration committee	Bhagwan Das Soni	Non-Executive - Independent Director	Chairperson	
5	Nomination and remuneration committee	Tanumay Laha	Non-Executive - Independent Director	Member	
6	Stakeholders Relationship Committee	Tanumay Laha	Non-Executive - Independent Director	Chairperson	
7	Stakeholders Relationship Committee	Bhagwan Das Soni	Non-Executive - Independent Director	Member	
8	Stakeholders Relationship Committee	Sudip Laha	Executive Director	Member	

Text Block	
Textual Information(1)	<p>A. The Company has voluntarily constituted Risk Management Committee. The composition of the same is mentioned below:-</p> <ol style="list-style-type: none">1. Tanumay Laha (Non-Executive Independent Director, Chairperson)2. Bhagwan Das Soni (Non-Executive Independent Director, Member)3. Sudip Laha (Executive Director, Member) <p>B. Ms. Babita Shah (DIN: 07771685), Additional Director ceased to hold office as Additional Director from the conclusion of the 34th Annual General Meeting i.e., w.e.f. 25th September, 2017. Consequently, she ceased from being the member of Nomination and Remuneration Committee of the Company.</p> <p>Further, a new member of Nomination and Remuneration Committee in place of her shall be added once appointment is made in the Board of Directors of the Company as per the provision of SEBI (Listing Obligation & Disclosure Requirements), Regulation, 2015.</p>

Annexure 1			
Annexure 1			
III. Meeting of Board of Directors			
Disclosure of notes on meeting of board of directors explanatory			
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)
1	08-04-2017		
2	19-04-2017		10
3	10-05-2017		20
4	30-05-2017		19
5	28-06-2017		28
6		12-08-2017	44

Annexure 1							
IV. Meeting of Committees							
Disclosure of notes on meeting of committees explanatory							
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	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)	Name of other committee
1	Audit Committee	12-08-2017	Yes	All the Three (3) committee members were present	30-05-2017	73	

Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	NA	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	

Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	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.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

Text Block	
Textual Information(1)	<p>1. The Company has voluntarily constituted a Risk Management Committee wherein all the members and the Chairman are the members of the Board of Directors.</p> <p>2. Ms. Babita Shah (DIN: 07771685), Additional Director ceased to hold office as Additional Director from the conclusion of the 34th Annual General Meeting i.e., w.e.f. 25th September, 2017. Consequently, she ceased from being the member of Nomination and Remuneration Committee of the Company.</p> <p>Further, a new member of Nomination and Remuneration Committee in place of her shall be added once appointment is made in the Board of Directors of the Company as per the provision of SEBI (Listing Obligation & Disclosure Requirements), Regulation, 2015.</p>

Annexure III				
Annexure III to be submitted by listed entity at the end of 6 months after end of financial year along-with second quarter report of next financial year				
I. Affirmations				
Sr	Broad heading	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
	Any other information to be provided		Textual Information(1)	

Text Block	
Textual Information(1)	<p>Pursuant to Regulation 34(2)(f) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Business Responsibility Report is not applicable to the Company.</p> <p>Hence, Business Responsibility Report is not forming part of Annual report.</p>

Signatory Details	
Name of signatory	Sudip Laha
Designation of person	Managing Director
Place	Kolkata
Date	14-10-2017

