



**FLUIDOMAT
LIMITED**

ISO 9001 : 2008



FM : 82849

Head Office & Works : 7C-8J, I. S. Gajra Industrial Area I, A. B. Road, DEWAS - 455 001 (M.P.) INDIA
Phone : + 91-7272-268100, 258582, 258583, Fax : 91-7272-258581

Email : fluidomat@bsnl.in / info@fluidomat.com / fluidomat@bsnl.in Website : www.fluidomat.com

CIN L74210MP1978PLC001452

**QUARTERLY COMPLIANCE REPORT
ON CORPORATE GOVERNANCE**

Reference :
Name of the Company : **FLUIDOMAT LIMITED**

Quarter Ending on : 30th September 2015

Particulars	Clause of Listing Agreement	Compliance Status Yes/no/N.A.	Remarks
II. Board of Directors	49(II)	YES	-
(A) Composition of Board	49(IIA)	YES	-
(B) Independent Directors	49(IIB)	YES	-
(C) Non Executive Director's compensation & disclosures	49(IIC)	YES	-
(D) Other Provisions as to the Board and Committee	49(IID)	YES	-
(E) Code of Conduct	49(IIE)	YES	-
(F) Whistle Blower Policy	49(IIF)	YES	-
III. Audit Committee	49(III)	YES	-
(A) Qualified & Independent Audit Committee	49(IIIA)	YES	-
(B) Meeting of Audit Committee	49(IIIB)	YES	-
(C) Powers of Audit Committee	49(IIIC)	YES	-
(D) Role of Audit Committee	49(IIID)	YES	-
(E) Review of Information by Audit Committee	49(IIIE)	YES	-
IV. Nomination and Remuneration Committee	49(IV)	YES	-
V. Subsidiary Companies	49(V)	N.A.	Not Applicable
VI. Risk Management	49(VI)	YES	-
VII. Related Party Transactions	49(VII)	YES	-
VIII. Disclosures	49(VIII)	YES	-
(A) Related Party Transactions	49(VIIIA)	YES	-
(B) Disclosure of Accounting treatment	49(VIIIB)	YES	-
(C) Remuneration of Directors	49(VIIIC)	YES	-
(D) Management	49(VIIID)	YES	-
(E) Shareholders	49(VIIIE)	YES	-
(F) Proceeds From public issues, Rights issue, Preferential Issues, etc.	49(VIIIF)	N.A.	Not Applicable
IX. CEO/CFO Certification	49(IX)	YES	-
X. Report on Corporate Governance	49(X)	YES	-
XI. Compliance	49(XI)	YES	-

For, **FLUIDOMAT LIMITED**

Ashonja
ASHOK JAIN
CHAIRMAN & MANAGING DIRECTOR
DIN: 00007813



ANNEXURE I

QUARTERLY CORPORATE GOVERNANCE REPORT

(Pursuant to the Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"),

1. Name of Listed Entity : **FLUIDOMAT LTD.**
2. Quarter ending : **30TH SEPTEMBER, 2015**

I. Composition of Board of Directors

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 (Refer Reg. 25(1) of Listing Reg.)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Reg.)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Reg. 26(1) of Listing Reg.)
Mr.	Shri Ashok Jain	PAN: ACTPJ9890Q DIN: 00007813	Executive/ Chairman	01.07.2013	N.A.	1	0	0
Mr.	Shri Kunal Jain	PAN: AHFPJ3748L DIN : 01475424	Executive	01.05.2015	N.A.	1	0	0
Mrs.	Mrs Radhica Sharma	PAN: ABAPJ3073D DIN : 06811597	Executive	10.02.2014	N.A.	1	0	0
Mr.	Shri Khushal Chandra Jain	PAN: ABFPJ3449N DIN : 00007916	Non Executive / Independent	01.04.2014	5 years	1	2	0
Mr.	Shri Mahendra Kumar Shah	PAN: AGTPS5369K DIN : 00014556	Non Executive/ Independent	01.04.2014	5 years	1	2	2
Mr.	Shri Praful Ratilal Turakhia	PAN: AASPT7174Q DIN: 00366398	Non Executive/ Independent	01.04.2014	5 years	1	2	0

\$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.



II. Composition of Committees:

<i>Name of Committee</i>	<i>Name of Committee members</i>	<i>Category (Chairperson/Executive/Non-Executive/ independent /Nominee) \$</i>
1. Audit Committee	Mr. Mahendra Kumar Shah Mr. Praful Ratilal Turakhia Mr. Khushal Chandra. Jain	Non Executive/ Independent – Chairman Non Executive /Independent - Member Non Executive /Independent - Member
2. Nomination & Remuneration Committee	Mr. Khushal Chandra. Jain Mr. Mahendra Kumar Shah Mr. Praful Ratilal Turakhia	Non Executive/ Independent – Chairman Non Executive /Independent - Member Non Executive /Independent - Member
3. Risk Management Committee (if applicable)	Mr. Mahendra Kumar Shah Mr. Praful Ratilal Turakhia Mr. Khushal Chandra. Jain	Non Executive/ Independent - Chairman Non Executive /Independent - Member Non Executive /Independent - Member
4. Stakeholders Relationship Committee	Mr. Mahendra Kumar Shah Mr. Praful Ratilal Turakhia Mr. Khushal Chandra. Jain	Non Executive/ Independent - Chairman Non Executive /Independent - Member Non Executive /Independent - Member

&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

<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
30/05/2015	14/08/2015	76 days

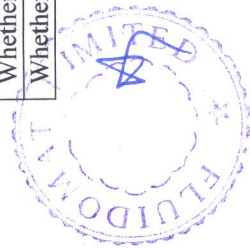
IV. Meeting of Committees (Audit Committee)

<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
14/08/2015	Yes all the 3 members were present	30/05/2015	76 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 Transactions

<i>Subject</i>	<i>Compliance status: YES (Yes/No/NA) refer note below</i>
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 in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party words "N.A." may be indicated.
2. If status is "No" details of non-compliance may be given here.

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, however voluntarily constituted)
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:

For, FLUIDOMAT LTD.



Ashok Jain

**ASHOK JAIN
MANAGING DIRECTOR**

DIN: 00007813

Date: 06/10/2015

Note: Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.

ANNEXURE III

End of 6 months after end of financial year along-with Second quarter report 30/09/2015 of next financial year:

I Affirmations,			
	Broad heading	Regulation Number	Compliance status (Yes/No/N.A) refer note below
	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
	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes
	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with Para C of Schedule V	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.
3. If the Listed Entity would like to provide any other information the same may be indicated here.

For, FLUIDOMAT LTD.



Ashok Jain

ASHOK JAIN
MANAGING DIRECTOR

DIN 00007813

Date: 06/10/2015