

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE
Name of the Company: PACIFIC INDUSTRIES LIMITED
Quarter ending on: December 31st, 2015
**Corporate Office:
Village Bedla,
Udaipur - 313 004, INDIA**

| 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 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) |
| Mr. | Sagarmal Agarwal | 01560532 | Independent | 30.09.2015 | 3 Years | 1 | 2 | 2 |
| Mr. | Jayanti Hiralal Oza | 00923740 | Independent | 30.09.2015 | 3 Years | 1 | 2 | None |
| Mr. | Mangi Lal Dangi | 01988948 | Independent | 30.09.2015 | 3 Years | 1 | None | None |
| II. Composition of Committees | | | | | | | | |
| Name of Committee | | | Name of Committee members | | Category (Chairperson/Executive/Non-Executive/independent/Nominee) \$ | | | |
| 1. Audit Committee | | | 1. Mr. S.M. agarwal | | Chairperson/Non-Executive/Independent Director | | | |
| | | | 2. Mr. Jayanti Oza | | Non-Executive/ Independent Director | | | |
| | | | 3. Mr. Sumeet Agarwal | | Non-Executive Director | | | |
| 2. Nomination & Remuneration Committee | | | 1. Mr. S.M. agarwal | | Chairperson/Non-Executive/Independent Director | | | |
| | | | 2. Mr. Jayanti Oza | | Non-Executive /Independent Director | | | |
| | | | 3. Mr. Sumeet Agarwal | | Non-Executive Director | | | |
| 3. Risk Management Committee(if applicable) | | | Not Applicable | | | | | |
| 4. Stakeholders Relationship Committee' | | | 1. Mr. S.M. agarwal | | Chairperson/Non-Executive/Independent Director | | | |
| | | | 2. Mr. Jayanti Oza | | Non-Executive/ Independent Director | | | |
| | | | 3. Mr. Sumeet Agarwal | | Non-Executive Director | | | |
| 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 (in number of days) | | |

CIN: L14101KA1989PLC062041

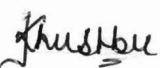

REGISTERED OFFICE:

Survey No. 13, N. H. 48, Kempalinganahalli Village, Nelamangala Taluk, Bangalore (R) 562123 Karnata, INDIA

Visit us at : <http://www.pacificgranites.com> e-mail: pilnorth@pacificgranites.com, pilsouth@pacificgranites.com

Udaipur Phone: +91-294-2440933 / 2440934 / 2440388 / 2440196 Fax No. : +91-294-2440780

Bangalore Phone: +91-80 27723004, 8027725976, Fax: +91-80 27723005

| | | | |
|---|--|---|--|
| 15 th June, 2015 | 07 th November, 2015 | 84 days | ▲ Corporate Office: Village Bedla, Udaipur - 313 004, INDIA |
| 14 th August, 2015 | | | |
| IV. Meeting of Committees | | | |
| <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> |
| 07 th November ,2015- of Audit Committee | 3 | 14 th August, 2015 | 84 days |
| V. Related Party Transactions | | | |
| Subject | | Compliance status (Yes/No/NA)refer note below | |
| Whether prior approval of audit committee obtained | | Yes | |
| Whether shareholder approval obtained for material RPT | | NA | |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | | Yes | |
| VI. Affirmations | | | |
| <ol style="list-style-type: none"> 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 <ol style="list-style-type: none"> a. Audit Committee b. Nomination & remuneration committee c. Stakeholders relationship committee 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: | | | |
|  Khushbu Sethi Company Secretary | |  | |

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