



Astec LifeSciences Ltd.

Dated: 15th October, 2019

To,
BSE Limited
P. J. Towers, Dalal Street, Fort,
Mumbai – 400 001

To,
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai -- 400 051

Ref.: BSE Scrip Code No. "533138"

Ref.: "ASTEC"

Sub: Corporate Governance Report as per Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Quarter ended 30th September, 2019.

Dear Sir,

Please find enclosed herewith, Corporate Governance Report as per Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Quarter ended 30th September, 2019.

Please take the same on your records.

Thanking you,

Yours sincerely,

For Astec LifeSciences Limited

Tejashree Pradhan
Company Secretary & Compliance Officer
(FCS 7167)



Encl.: As above



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ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Astec LifeSciences Limited**
 2. Quarter ending - **30-Sep-2019**

i. Composition Of Board Of Director

Title (Mr./Ms)	Name of the Director	DIN	Category (Chairperson /Executive/Non-Executive / Independent/ Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	No. of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Membership in Committees of the Company	Remarks
Mr.	Nadir B. Godrej	00066195	C,NED		12-Oct-2015	28-Jul-2017			26-Aug-1951	6	1	4	2		
Mr.	Balram S. Yadav	00294803	NED		12-Oct-2015	01-Aug-2018			15-Jul-1964	2	0	5	1	AC,SC,RC, NRC	
Mr.	Ashok V. Hiremath	00349345	ED	MD	25-Jan-1994	01-Apr-2019			31-May-1955	1	0	1	0	AC,RC	



Godrej

Mr.	Rakesh Dogra	07334098	NED		06-Nov-2015	26-Jul-2019			15-Feb-1967	1	0	0	0		
Mr.	Arijit Mukherjee	07334111	ED		06-Nov-2015	04-May-2019			28-Jan-1970	1	0	0	0		
Mr.	Sitendu Sharma	01956423	ID		27-Sep-2007	22-Sep-2015	60		31-Jul-1969	2	2	4	2	AC,SC,RC	
Mr.	Vinod Malshe	00642540	ID		10-Mar-2008	22-Sep-2015	60		28-Feb-1947	1	1	2	0	AC,SC,NRC	
Mrs.	Leena Raje	06961551	ID		23-Sep-2014	22-Sep-2015	60		20-Oct-1957	1	1	1	0	AC,NRC	
Mr.	Brahma Nand Vyas	02796071	ID		29-Jan-2016	29-Jan-2016	44		07-Oct-1949	1	1	1	0	AC	
Mr.	Vijay Kashinath Khot	03520249	ID		29-Jan-2016	29-Jan-2016	44		14-May-1949	1	1	1	0	AC	

Company Remarks	
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Sitendu Sharma	ID	Chairperson	08-Apr-2008	
2	Balram S. Yadav	NED	Member	12-Oct-2015	
3	Ashok V. Hiremath	ED	Member	06-Nov-2015	
4	Vinod Malshe	ID	Member	06-Nov-2015	
5	Leena Raje	ID	Member	06-Nov-2015	
6	Vijay Kashinath Khot	ID	Member	21-Jul-2016	
7	Brahma Nand Vyas	ID	Member	01-Aug-2018	

Company Remarks	
Whether Permanent chairperson appointed	Yes



P. Prasad

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Balram S. Yadav	NED	Chairperson	12-Oct-2015	
2	Sitendu Sharma	ID	Member	08-Apr-2008	
3	Vinod Malshe	ID	Member	06-Nov-2015	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Ashok V. Hiremath	ED	Chairperson	30-May-2014	
2	Sitendu Sharma	ID	Member	18-Oct-2014	
3	Balram S. Yadav	NED	Member	26-Jul-2016	
4	Saurav Bhala	Member	Member	25-Oct-2017	

Company Remarks	
Whether Permanent chairperson appointed	Yes

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Vinod Malshe	ID	Chairperson	08-Apr-2008	
2	Balram S. Yadav	NED	Member	12-Oct-2015	
3	Leena Raje	ID	Member	06-Nov-2015	

Company Remarks	
Whether Permanent chairperson appointed	Yes



P. Pradeep

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	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
30-Apr-2019	26-Jul-2019	Yes	10	5
06-May-2019		Yes		

Company Remarks	
Maximum gap between any two consecutive (in number of days)	80

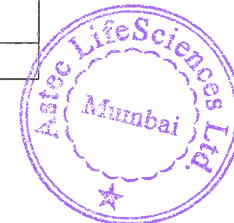
iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	30-Apr-2019		Yes		
Audit Committee		26-Jul-2019	Yes	7	5
Nomination & Remuneration Committee	30-Apr-2019		Yes		

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	86

v. Related Party Transactions

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	



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Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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VI. Affirmations

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**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Yes**
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. - **Yes**
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.- **Yes**
5.
 - a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
 - b. Any comments/observations/advice of Board of Directors may be mentioned here:

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Name : **Tejashree Pradhan**
Designation : **Company Secretary & Compliance Officer**



Tejashree Pradhan

ANNEXURE III**Affirmations**

Broad Heading	Regulation Number	Compliance Status	Company Remark
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	
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Note:

Name : Tejashree Pradhan
Designation : Company Secretary & Compliance Officer



A handwritten signature in blue ink, appearing to read "Tejashree Pradhan".