



Astec LifeSciences Ltd.

Dated: 14th January, 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 31st December, 2018.

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 31st December, 2018.

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 **- 31-Dec-2018**

i. Composition Of Board Of Director

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chair person /Executive/Non-Executive/Independent/Nominee)	Sub Category	Date of Appointment	Date of cessation	Tenure	No of 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	AADPG7643Q	C & NED		28-Jul-2017			7	3	3	NA	
Mr.	BALRAM S. YADAV	00294803	AAGPY9611F	NED		01-Aug-2018			2	4	1	AC,SC,RMC, NRC	
Mr.	ASHOK V. HIREMATH	00349345	AAAPH4452K	ED	MD	20-Jan-2018			1	1	0	AC,RMC	
Mr.	RAKESH DOGRA	07334098	ADOPD7826L	NED		26-Jul-2016			1	0	0	NA	
Mr.	ARIJIT MUKHERJEE	07334111	APFPM5430G	ED		04-May-2016			1	0	0	NA	
Mr.	SITENDU SHARMA	01956423	AEQPS2893R	ID		22-Sep-2015	21-Sep-2020	60	2	2	2	AC,SC,RMC	
Mr.	VINOD MALSHE	00642540	AAZPM1037A	ID		22-Sep-2015	21-Sep-2020	60	1	2	0	AC,SC,NRC	



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Mrs.	LEENA RAJE	06961551	AAOPR4748N	ID		22-Sep-2015	21-Sep-2020	60	1	1	0	AC,NRC	
Mr.	BRAHMA NAND VYAS	02796071	AAAPV2650F	ID		29-Jan-2016	28-Jan-2021	60	1	1	0	AC	
Mr.	VIJAY KASHINATH KHOT	03520249	ADTPK9064E	ID		29-Jan-2016	28-Jan-2021	60	1	1	0	AC	

Company Remarks	
Whether Permanent chairperson appointed	Yes

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	VINOD MALSHE	ID	Member	06-Nov-2015	
3	LEENA RAJE	ID	Member	06-Nov-2015	
4	BRAHMA NAND VYAS	ID	Member	01-Aug-2018	
5	VIJAY KASHINATH KHOT	ID	Member	21-Jul-2016	
6	ASHOK V. HIREMATH	ED	Member	06-Nov-2015	
7	BALRAM S. YADAV	NED	Member	12-Oct-2015	

Company Remarks	No change as compared to last quarter.
Whether Permanent chairperson appointed	Yes

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	



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2	VINOD MALSHE	ID	Member	06-Nov-2015	
3	SITENDU SHARMA	ID	Member	08-Apr-2008	

Company Remarks	No change as compared to last quarter.
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	SITENDU SHARMA	ID	Member	18-Oct-2014	
2	ASHOK V. HIREMATH	ED	Chairperson	30-May-2014	
3	SAURAV BHALA	CFO	Member	25-Oct-2017	
4	BALRAM S. YADAV	NED	Member	26-Jul-2016	

Company Remarks	No change as compared to last quarter.
Whether Permanent chairperson appointed	Yes

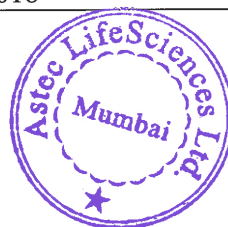
d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	VINOD MALSHE	ID	Chairperson	08-Apr-2008	
2	LEENA RAJE	ID	Member	06-Nov-2015	
3	BALRAM S. YADAV	NED	Member	12-Oct-2015	

Company Remarks	No change as compared to last quarter.
Whether Permanent chairperson appointed	Yes

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
01-Aug-2018	26-Oct-2018
14-Sep-2018	26-Oct-2018



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Company Remarks	
Maximum gap between any two consecutive (in number of days)	41

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	Requirement of Quorum met (details)	Whether requirement of Quorum met (Yes/No)
Audit Committee	01-Aug-2018	26-Oct-2018	7	Yes
Audit Committee	14-Sep-2018	26-Oct-2018	7	Yes
Nomination & Remuneration Committee		26-Oct-2018	3	Yes

Company Remarks	Quorum requirement was met as follows: Audit Committee Meeting on 26/10/2018: 7 Members including 5 Non-Executive Independent Directors present Nomination and Remuneration Committee Meeting on 26/10/2018: 3 Members including 2 Non-Executive Independent Directors present
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	41

v. Related Party Transactions

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

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

