

AKSH OPTIFIBRE LIMITED

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CIN NO. : L24305RJ1986PLC016132

October 5, 2016

To,

The National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor, Plot No. C/1,
G Block Bandra Kurla Complex, Bandra (E),
Mumbai- 400 051

Sub: Corporate Governance Compliance Report for the quarter and half year ended September 30, 2016

Dear Sir,

Please find enclosed herewith Corporate Governance Compliance Report for the quarter and half year ended September 30, 2016, complying with the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking you,

for Aksh Optifibre Limited


Gaurav Mehta
Chief-Corporate Affairs & Company Secretary
Encl: As above



Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity: **M/s AKSH OPTIFIBRE LIMITED**

2. Quarter ending: **September 30, 2016**

I. Composition of Board of Directors

Title (Mr. / Ms)	Name of the Director	PAN\$ & DIN	Category (Chairperson/Ex ecutive/Non- Executive/ Independent/ Nominee) s	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)
Dr.	Kailash S Choudhari	AAHPC7797B 00023824	Chairman- Executive	01.06.2015	N.A	1 (One)	1	None
Mr.	Satyendra Gupta	AAAPG1765C 00035141	Executive	28.05.2016	N.A.	1 (One)	None	None
Mr.	B. R. Rakhecha	AAEPR7923D 00026729	Non-Executive Non- Independent	22.07.2003	N.A.	1 (One)	1	1 (One)
Mr.	Amrit Nath	ADUPN7858E 00431866	Independent	27.09.2014	5 years	1 (One)	2	1 (One)
Mr.	Dinesh Kumar Mathur	AAJPM9342D 00026667	Independent	27.09.2014	5 years	1 (One)	1	None
Ms.	Devika Raveendran	APXPD7395H 07191153	Independent	30.05.2015	5 years	1 (One)	1	None

\$PAN number of any director would not be displayed on the website of Stock Exchange

sCategory 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		
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) s
1. Audit Committee	Mr. Amrit Nath Mr. Dinesh Kumar Mathur Ms. Devika Raveendran	Independent (Chairman of Committee) Independent Independent
2. Nomination & Remuneration Committee	Mr. Dinesh Kumar Mathur Mr. Amrit Nath Mr. B. R. Rakhecha Dr. Kailash S Choudhari	Independent (Chairman of Committee) Independent Non-Executive -Non -Independent Executive
3. Risk Management Committee(if applicable)	Not Applicable	Not Applicable
4. Stakeholders Relationship Committee	Mr. B. R. Rakhecha Mr. Amrit Nath Dr. Kailash S Choudhari	Non Executive- Non Independent (Chairman of Committee) Independent Executive

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

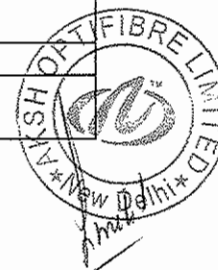
III. Meeting of Board of Directors

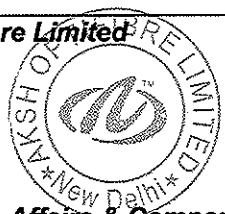
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
23.04.2016 28.05.2016	13.08.2016	76 days between Two Board Meetings

IV. Meeting of Committees

Date(s) of meeting of the committee in the relevant quarter	Whether 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*
13.08.2016 Audit Committee 15.09.2016 Audit Committee	Yes	27.05.2016 Audit Committee	77 days between Two Audit Committee Meetings
24.09.2016 CSR Committee	Yes	28.05.2016 CSR Committee	

* 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	
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
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. * All the RPTs are being reviewed by Audit Committee in their quarterly meetings.	
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) 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 Aksh Optifibre Limited   Gaurav Mehta Chief-Corporate Affairs & Company Secretary	

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

Format 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		
Broad heading	Regulation Number	Compliance status (Yes/No/NA) 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	Yes
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. *Mr. Amrit Nath was authorized by Chairman of the Committee to attend the Annual General Meeting on his behalf.		
for Aksh Optifibre Limited   Gaurav Mehta Chief-Corporate Affairs & Company Secretary		