

Quarterly Compliance Report on Corporate Governance under Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

**Name of the Company: Bright Brothers Limited
Quarter ending on: 31st December, 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 entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this entity (Refer Regulation 26(1) of Listing Regulations)	
Mr.	Suresh Bhojwani	AAEPB3405E/ 00032966	Chairperson / Executive	01/02/2015	-	1	2	-	
Smt.	Hira Bhojwani	AAEPB9821G/ 00032997	Executive	01/04/2013	-	1	-	-	
Mr.	K.P.Rao	ACEPP2756J/ 00027577	Independent	04/09/2014	1 year 4 months	1	2	2	
Dr.	T.S.Sethurathnam	ABBPS5288A/ 00042704	Independent	04/09/2014	1 year 4 months	2	3	2	
Mr.	Byram Jeejeebhoy	AACPJ4783D/ 00033204	Independent	04/09/2014	1 year 4 months	1	-	-	

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			
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) \$	
1. Audit Committee	a. Mr. K.P. Rao b. Dr. T.S. Sethurathnam c. Mr. Suresh Bhojwani	Independent Independent Chairperson/Executive	
2. Nomination & Remuneration Committee	a. Mr. K.P. Rao b. Dr. T.S. Sethurathnam c. Mr. Suresh Bhojwani	Independent Independent Chairperson/Executive	
3. Risk Management Committee(if applicable)	a. Mr. Suresh Bhojwani b. Smt. Hira Bhojwani c. Mr. Chirag Shah	Chairperson/Executive Executive -	
4. Stakeholders Relationship Committee	a. Mr. K. P. Rao b. Mr. Suresh Bhojwani c. Smt. Hira Bhojwani	Independent Chairperson/Executive 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	Date(s) of Meeting (if any) in the previous quarter	Maximum gap between any two consecutive (in number of days)
12 th August, 2015, 16 th September, 2015	9 th November, 2015		54
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*
Audit Committee 9 th November, 2015	Yes	12 th August, 2015	89

Stakeholders Committee	Relationship	7 th December, 2015	7 th September, 2015	91
		Yes		

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		Compliance status (Yes/No/NA)refer note below.
Subject	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	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.

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:N.A.

For Bright Brothers Ltd.

Sarita



Sarita Magar
 Company Secretary & Compliance Officer