

## Corporate Governance Report 2017-18

### Philosophy

The Company's philosophy on the 'Corporate Governance' is based on compliance of applicable provisions, exchange of relevant information and timely appropriate disclosures to the regulator(s), each group of stakeholders and Public at large, connected with the area of common interest/stake between the Company and the Stakeholder.

The Company is led by a distinguished Board, which includes independent directors. The Company has established systems and procedures to ensure that the Board of the Company is well-informed and well-equipped to fulfill its oversight responsibilities and to provide management the strategic direction it needs.

We believe sound corporate governance is critical to enhancing and retaining investor trust. We always seek to ensure that our performance is driven by integrity. Our Board exercises its fiduciary responsibilities in the widest sense of the term. Our disclosures seek to attain the best practices in the corporate governance.

As per regulation 15(2) and 15(2) (b) of SEBI (LODR) regulation, 2015 Para C, D, E of Schedule V of the regulation shall not apply to SME listed companies. The Company has voluntarily opted to give the CGR-2017-18 as a good corporate governance practice.

In terms of regulation 34(3) of SEBI (LODR) regulation, 2015 the details of compliances, are as follows:-

### Board of Directors

#### ◆ Composition of the Board

As on date of signing this report, the Company's Board comprised of 5(five) Directors viz., a Managing Director, a Whole time Director and three (3) Non-Executive Independent Directors. The

#### ◆ Directors' Attendance Record and Directorships held, Composition and other details of the Board of Directors

Sr. No.	Name of the Director	Category/Status of Directorship	No. of Board Meetings attended during the F.Y. 2017-18	No. of Directorship(s) in other Public Limited Companies	No. of Committee positions held in other Public Limited Companies		No. of Equity Shares held in the Company as on March 31, 2018
					Chairman	Member	
1.	Ajayprakash Kanoria	CMD	5	Nil	Nil	Nil	1,02,375
2.	Alka Kanoria	WTD	4	Nil	Nil	Nil	1,87,365
3.	Rahul Bagdia <sup>^</sup>	NEID	1	Nil	Nil	Nil	0
4.	Mahesh Mor	NEID	5	Nil	Nil	Nil	0
5.	Ravindra Loiya	NEID	2	Nil	Nil	Nil	0
6.	P.C. Ramchandran	NEID	2	Nil	Nil	Nil	0

Note: <sup>^</sup> Mr. Rahul Bagdia resigned from the Board of the company w.e.f. December 11, 2017.

Managing Director is the Chairman of the Company.

The composition of the Board is as per the provisions of section 149 of the Companies Act, 2013 and is in conformity with regulation 17 of SEBI (LODR) regulation, 2015 which stipulates that: (i) the Board should have at least a woman director; (ii) not less than 50% of the Directors should be Non-Executive Directors; and (iii) where the Chairman of the Board is a Executive Director not related to the promoter group, at least half of the Board should comprise of independent directors.

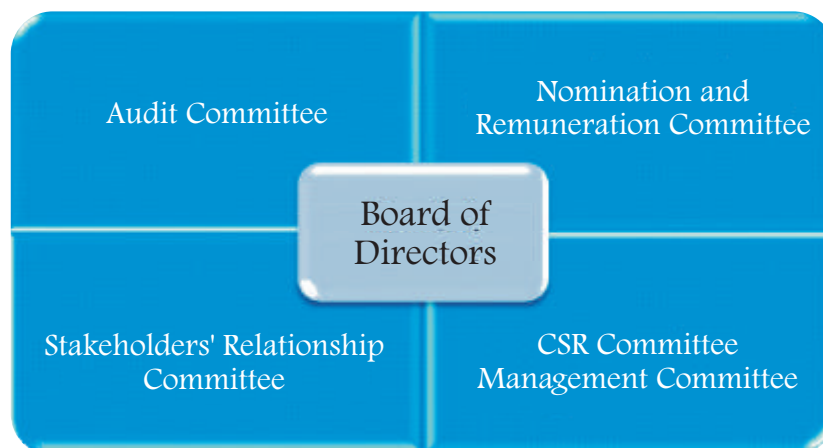
#### ◆ Number of Board Meetings

During the financial year from 1st April, 2017 to 31st March 2018, the Board of Directors met five times on May 27, 2017, June 3, 2017, July 18, 2017, November 13, 2017 and March 8, 2018. The maximum time gap between any two consecutive board meetings was less than 120 days.

#### ◆ Code of conduct for Board Members and Senior Management Personnel

The Board had approved a code of conduct for Board Members and Senior Management Personnel of the company which also incorporates the duties of Independent directors as laid down in Companies act, 2013. The Code has been displayed on the company's website [www.emkaytapsandtools.com](http://www.emkaytapsandtools.com)

The Board Members and Senior Management Personnel have affirmed compliance with the aforesaid code. A declaration signed by the CEO & Managing Director in this regard is attached and forms part of this Report.



The Board of the Company takes all decisions with regard to constituting, assigning, co-opting, delegating and fixing the terms of reference of the Committees. Recommendations / decisions of the Committees are submitted / informed to the Board for approval/ information.

#### ◆ Audit Committee

The Audit Committee of the Board of Directors met five times during the F.Y. under review viz, May 27, 2017, June 3, 2017, July 18, 2017, November 13, 2017 and March 8, 2018. The maximum time gap between any two consecutive meetings was less than 120 days.

Composition of Audit Committee and Directors' Attendance Record in Committee meeting:

Sr. No.	Name	Designation	Position in Committee	No. of Committee Meetings attended during the F.Y. 2017-18
1.	Mr. Mahesh Mor	NEID	Chairman	5
2.	Mr. Rahul Bagdia <sup>^</sup>	NEID	Member	1
3.	Mr. P. C. Ramchandran*	NEID	Member	1
4.	Mr. Ajayprakash Kanoria	CMD	Member	5

Note: <sup>^</sup> Mr. Rahul Bagdia resigned from the Board of the company w.e.f. December 11, 2017.

\*Mr. P.C. Ramchandran appointed as member of the Committee w.e.f. November 13, 2017

The terms of reference of the Audit Committee are in line with the provisions of Section 177 of the Companies Act, 2013 and Clause 52 of the Listing Agreement. The role of the Audit Committee is to provide oversight over the accounting systems, financial reporting and internal controls of the Company. The powers and role of the Audit Committee are as set out in the Listing Agreement and Section 177 of the Companies Act, 2013.

The Company Secretary acts as the Secretary to the Committee. Mr. Mahesh Mor, Chairman of the Audit Committee, possesses accounting and financial management expertise and all the members of the Committee also have accounting and financial knowledge.

#### ◆ Nomination and Remuneration/Compensation Committee

The Nomination and Remuneration Committee of the Company met two times during the F.Y. 2017-18 on March 8, 2018.

Composition of Committee and Directors' Attendance Record in Committee meeting:

Sr. No.	Name	Designation	Position in Committee	No. of Committee Meetings attended during the F.Y. 2017-18
1.	Mr. Mahesh Mor	NEID	Chairman	1
2.	Mr. Rahul Bagdia <sup>^</sup>	NEID	Member	-
3.	Mr. Ravindra Loiya	NEID	Member	1
4.	Mr. P. C. Ramchandran*	NEID	Member	1

Note: <sup>^</sup> Mr. Rahul Bagdia resigned from the Board of the company w.e.f. December 11, 2017.

\*Mr. P.C. Ramchandran appointed as member of the Committee w.e.f. November 13, 2017

The terms of reference of the Committee are in line with the provisions of the Clause 52 of the Listing Agreement and Section 178 of the Companies Act, 2013 and the Rules made thereunder.

#### Terms of Reference:

- ◆ Identify persons who are qualified to become directors and may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal and shall carry out evaluations of every director's performance.
- ◆ Formulate the criteria for determining the qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for directors, KMPs and other employees.
- ◆ Decide the salary, allowances, perquisites, bonuses, notice period, severance fees and increment of Executive Directors.
- ◆ Define and implement the Performance Linked Incentive Scheme (including ESOP of the Company) and evaluate the performance and determine the amount of incentive of the Executive Directors for that purpose.
- ◆ Decide the amount of Commission payable to the Whole time Directors.
- ◆ Review and suggest revision of the total remuneration package of the Executive Directors keeping in view the performance of the Company, standards prevailing in the industry, statutory guidelines etc.
- ◆ To formulate and administer the Employee Stock Option Scheme.

#### Nomination and Remuneration Policy

This Nomination and Remuneration Policy is being formulated in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto, as amended from time to time and clause 52 of the listing agreement.

This policy on nomination and remuneration of Directors, Key Managerial Personnel and Senior Management has been formulated by the Nomination and Remuneration Committee (NRC or the Committee) and has been approved by the Board of Directors.

#### Definitions

“Remuneration” means any money or its equivalent given or passed to any person for services rendered by him and includes perquisites as defined under the Income-tax Act, 1961;

“Key Managerial Personnel” means:

- ◆ Managing Director, or Chief Executive Officer or Manager and in their absence, a Whole-time Director;
- ◆ Chief Financial Officer;
- ◆ Company Secretary; and
- ◆ Such other officer as may be prescribed.

“Senior Managerial Personnel” mean the personnel of the company who are members of its core management team, excluding Board of Directors. Normally, this would comprise all members of management, of rank equivalent to General Manager and above, including all functional heads.

#### Objective

The objective of the policy is to ensure that:

- ◆ the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors to run the company successfully;
- ◆ relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
- ◆ Remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.

#### Role of the Committee

The role of the NRC will be the following:

- ◆ To formulate criteria for determining qualifications, positive attributes and independence of a Director.
- ◆ To formulate criteria for evaluation of Independent Directors and the Board.
- ◆ To carry out evaluation of Director's performance.
- ◆ To identify persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down in this policy.
- ◆ To recommend to the Board the appointment and removal of Directors and Senior Management.
- ◆ To recommend to the Board policy relating to remuneration for Directors, Key Managerial Personnel and Senior Management.
- ◆ To devise a policy on Board diversity, composition, size.
- ◆ Succession planning for replacing Key Executives and overseeing.
- ◆ To carry out any other function as is mandated by the Board from time to time and/ or enforced by any statutory notification, amendment or modification, as may be applicable.

#### Appointment and Removal of Director, Key Managerial Personnel and Senior Management:

- a) The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend his/ her appointment, as per Company's Policy.
- b) A person should possess adequate qualification, expertise and experience for the position he/she is considered for appointment. The Committee has authority to decide whether qualification, expertise and experience possessed by a person are sufficient/ satisfactory for the position.
- c) The Company shall not appoint or continue the employment of any person as Managing Director/Whole-time Director/ Manager who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution.

#### Term/Tenure

- a) Managing Director/Whole-time Director:

The Company shall appoint or re-appoint any person as its Managing Director or Whole-time Director or Manager for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

- b) Independent Director:

An Independent Director shall hold office for a term up to the term fixed by the Board of Directors as prescribed under the Act, and shall be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.

No Independent Director shall hold office for more than two consecutive terms maximum of 5 years each, but such Independent Director shall be eligible for appointment after expiration of three years of ceasing to become an Independent Director.

Provided that an Independent Director shall not, during the period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly.

#### Evaluation

The Committee shall carry out evaluation of performance of Director, KMP and Senior Management Personnel yearly or at such intervals as may be considered necessary.

#### Removal

The Committee may recommend with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the Companies Act, 2013, rules and regulations and the policy of the Company.

#### Retirement

The Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Act and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position/remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

#### Policy for Remuneration to Directors/KMP/ Senior Management Personnel

1. Remuneration to Managing Director / Whole-time Directors:

- I. The Remuneration/Commission etc. to be paid to Managing Director/Whole-time Directors, etc. shall be governed as per provisions of the Companies Act, 2013 and rules made there under or any other enactment for the time being in force and the approvals obtained from the Members of the Company.
- II. The Nomination and Remuneration Committee shall make such recommendations to the Board of Directors, as it may consider appropriate with regard to remuneration to Managing Director / Whole-time Directors.

2. Remuneration to Non- Executive / Independent Directors:

- a. The Non-Executive/ Independent Directors may receive sitting fees and such other remuneration as permissible under the provisions of Companies Act, 2013. The amount of sitting fees shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors.
- b. All the remuneration of the Non- Executive / Independent Directors (excluding remuneration for attending meetings as prescribed under Section 197(5) of the Companies Act, 2013) shall be subject to ceiling/ limits as provided under Companies Act, 2013 and rules made thereunder or any other enactment for the time being in force. The amount of such remuneration shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors or shareholders, as the case maybe.

An Independent Director shall not be eligible to get Stock Options and also shall not be eligible to participate in any remuneration paid to Non-Executive/ Independent Directors for services rendered which are of professional in nature shall not be considered as part of the remuneration for the purposes of clause (III) above if the following conditions are satisfied:

1. The Services are rendered by such Director in his capacity as the professional; and
2. In the opinion of the Committee, the director possesses the requisite qualification for the practice of that profession.
- c. The Compensation Committee of the Company, constituted for the purpose of administering the Employee Stock Option/Purchase Schemes, shall determine the stock options and other share based payments to be made to Directors (other than Independent Directors).



### 3. Remuneration to Key Managerial Personnel and Senior Management:

- The remuneration to Key Managerial Personnel and Senior Management shall consist of fixed pay and incentive pay, in compliance with the provisions of the Companies Act, 2013 and in accordance with the Company's Policy.
- The Compensation Committee of the Company, constituted for the purpose of administering the Employee Stock Option/Purchase Schemes, shall determine the stock options and other share based payments to be made to Key Managerial Personnel and Senior Management.
- The Fixed pay may include monthly remuneration, employer's contribution to Provident Fund contribution to pension fund, pension schemes, etc. as decided from to time.
- The Incentive pay shall be decided based on the balance between performance of the Company and performance of the Key Managerial Personnel and Senior Management, to be decided annually or at such intervals as may be considered appropriate.

#### Implementation

- ◆ The Committee may issue guidelines, procedures, formats, reporting mechanism and manuals in supplement and for better implementation of this policy as considered appropriate.
- ◆ The Committee may Delegate any of its powers to one or more of its members.

#### ◆ Stakeholders' Relationship Committee

The Committee met once on March 8, 2018 at the registered office of the company which was attended by Mr. Mahesh Mor, Mr. Ravindra Loiya and Mr. P. C. Ramchandran. The Stakeholders' Relationship Committee comprised as under:-

Sr. No.	Name	Designation	Position in Committee	No. of Committee Meetings attended during the F.Y. 2017-18
1.	Mr. Mahesh Mor	NEID	Chairman	1
2.	Mr. Rahul Bagdia <sup>^</sup>	NEID	Member	-
3.	Mr. Ravindra Loiya	NEID	Member	1
4.	Mr. P. C. Ramchandran*	NEID	Member	1

Note: <sup>^</sup> Mr. Rahul Bagdia resigned from the Board of the company w.e.f. December 11, 2017.

\*Mr. P.C. Ramchandran appointed as member of the Committee w.e.f. November 13, 2017

Ms. Shruti Sohane Company Secretary is the Compliance Officer of the Company and also acts as secretary to the Committee. Investors grievance status report as appearing on SCORES and as reported by the RTA during the year under review is as follows:

Category of Complaint(s)	No. of Complaint(s) Received	No. of Complaint(s) Resolved	No. of Complaint(s) Pending
NA	Nil	NA	NA
Total :	Nil	NA	NA

#### ◆ Corporate Social Responsibility Committee

The Committee met for two times on May 9, 2017, July 7, 2017, November 7, 2017 and March 8, 2018 during the year under review. A detailed annual report on CSR during F.Y. 2017-18 form part of this Annual Report and the CSR Policy approved and adopted by the Board on recommendation of the CSR Committee, indicating the activities to be undertaken by the Company, can be referred on our website [www.emkaytapsandtools.com](http://www.emkaytapsandtools.com)

Sr. No.	Name	Designation	Position in Committee	No. of Committee Meetings attended during the F.Y. 2017-18
1.	Ajayprakash Kanoria	CMD	Chairman	4
2.	Alka Kanoria	WTD	Member	4
3.	Mr. Mahesh Mor	NEID	Member	4

#### ◆ Management Committee

The Committee met six (6) times in the F.Y. 2017-18 on June 15, 2017, July 7, 2017, July 27, 2017, November 2, 2017, March 13, 2018 and March 22, 2018.

Sr. No.	Name	Designation	Position in Committee	No. of Committee Meetings attended during the F.Y. 2017-18
1.	Ajayprakash Kanoria	CMD	Chairman	5
2.	Alka Kanoria	WTD	Member	5

#### ◆ Remuneration of Managing and Whole Time Director

The details of remuneration paid from 1st April, 2017 to 31st March, 2018 are given below:

Name and Designation	Ajayprakash Kanoria Chairman & Managing Director	Alka Kanoria Whole-Time Director
Particulars	Amount (In ₹)	
Basic Salary	3,600,000.00	1,200,000.00
Perquisites & Allowances	0.00	0.00
% of Net Profit	7,640,990.00	5,093,990.00
Contribution to PF and superannuation fund	28,800.00	21,600.00
Total	11,269,790.00	63,15,590.00

#### ◆ Sitting fees to Non-Executive Directors

The Board of Directors has fixed the sitting fee payable to non-executive independent directors for attending meetings of the Board and its Committees as prescribed in the Companies Act, 2013. The sitting fee structure as payable to the Non-Executive Independent Directors on the Board of the Company is as follows:

Sr. No.	Name	Designation	Name of the Meeting		Amount payable per meeting (₹)	
			Meeting of Board of Directors	Meeting of all Committees	Board Meeting	Committee Meetings
1.	Mr. Mahesh Mor	NEID	5	13	2,500.00	1,000.00
2.	Mr. Rahul Bagdia	NEID	1	1	2,500.00	1,000.00
3.	Mr. Ravindra Loiya	NEID	2	3	2,500.00	1,000.00
4.	Mr. P. C. Ramchandran	NEID	2	5	2,500.00	1,000.00

Note: Mr. Rahul Bagdia resigned from the Board of the company w.e.f. December 11, 2017. Mr. P.C. Ramchandran appointed as member of the Committee(s) w.e.f. November 13, 2017.

◆ **Subsidiary:** The Company has no subsidiary company.

#### ◆ Related Party Transactions

All contracts/ arrangements/transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on arm's length basis. There were no materially significant transactions with related parties during the financial year which were in the conflict of interest of the Company.

Your attention is drawn to "Annexure A- Form AOC-2" which sets out Related Party disclosures.

#### ◆ Management Discussion and Analysis

Detailed chapter on Management Discussion and Analysis is provided in the Annual Report.

#### ◆ Share Reconciliation Audit

As stipulated by SEBI, Mr. Roshan Harde, Qualified Practicing Company Secretary from Nagpur; carries out Reconciliation of Share Capital Audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. This audit is carried out every quarter and the report thereon is submitted to the NSE (India) Limited. The Audit confirms that the total Listed and Paid-up capital is in agreement with the aggregate of the total number of shares in dematerialized form.

#### ◆ Investors Complaints

There were no complaints received during year under review and no pending complaints as on March 31, 2018. To facilitate the shareholders, Stakeholders Relationship Committee, headed by Mr. Mahesh Mor has been formed. Further, stakeholders may contact Ms. Shruti Sohane, the Company Secretary and Compliance Officer for redressal of Investors Grievances at investor@emkaytapsandtools.com

#### ◆ Mandatory Requirements of SEBI (LODR) Regulation, 2015

The company has complied with all applicable mandatory requirements of Regulation 34 and schedule V of SEBI (LODR) Regulation, 2015.

#### ◆ General Body Meetings

Particulars of last three Annual General Meetings:

AGM	Year Ended	Venue	Date	Time
20 <sup>TH</sup>	March 31, 2015	Plot No B-27 And B-27/1,	September 29, 2015	12:30 PM
21 <sup>ST</sup>	March 31, 2016	MIDC Hingna, Industrial Estate,	September 10, 2016	12:30 PM
22 <sup>ND</sup>	March 31, 2017	Nagpur-440016	August 12, 2017	12.30 PM

#### ◆ Special Resolutions

No special resolutions were passed by the Company during the last three Annual General Meetings (AGM) of the Company.

#### ◆ Postal Ballot

No resolution requiring postal ballot was placed before the last Annual General Meeting. No resolution requiring postal ballot is being proposed at the ensuing Annual General Meeting.

#### ◆ Performance Evaluation

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Audit Committee, Nomination & Remuneration/ Compensation Committee, Stakeholder Relation Committee, CSR Committee and the Management Committee. Annual performance evaluation of the Directors individually as well as its committees has been carried out by the Board.

#### ◆ Criteria For Evaluation:

The Nomination and Remuneration Committee has laid down the criteria for evaluation of performance of Independent Directors and the Board.

1. Attendance and contribution at Board and Committee meetings.
2. His/her stature, appropriate mix of expertise, skills, behavior, experience, leadership qualities, sense of sobriety and understanding of business, strategic direction to align company's value and standards.
3. His/her knowledge of finance, accounts, legal, investment, marketing, foreign exchange/ hedging, internal controls, risk management, assessment and mitigation, business operations, processes and Corporate Governance.
4. His/her ability to create a performance culture that drives value creation and a high quality of debate with robust and probing discussions.
5. Effective decisions making ability to respond positively and constructively to implement the same to encourage more transparency.
6. Open channels of communication with executive management and other colleague on Board to maintain high standards of integrity and probity.
7. Recognize the role which he/she is expected to play, internal Board Relationships to make decisions objectively and collectively in the best interest of the Company to achieve organizational successes and harmonizing the Board.
8. His/her global presence, rational, physical and mental fitness, broader thinking, vision on corporate social responsibility etc.
9. Quality of decision making on source of raw material/procurement of roughs, export marketing, understanding financial statements and business performance, raising of finance, best source of finance, working capital requirement, forex dealings, geopolitics, human resources etc.
10. His/her ability to monitor the performance of management and satisfy himself with integrity of the financial controls and systems in place by ensuring right level of contact with external stakeholders.
11. His/her contribution to enhance overall brand image of the Company.

#### ◆ Disclosures

Whenever and Wherever necessary and required by the Statute(s), the Directors and Senior Management Personnel makes disclosures to the Board of Directors relating to all the material financial and commercial transactions where they have a personal interest that may create a potential conflict with the interest of the Company at large.

All the related party transactions have been disclosed in the notes to the accounts of the Balance Sheet presented in the Annual Report. All the Directors have disclosed their interest in Form MBP-1 pursuant to Section 184 of the Companies Act, 2013 and Rules made thereunder and as and when any changes in their interests take place, they are placed at the Board Meetings for taking the same on record.

#### ◆ Means of Communication

- 1) The Company's corporate website, <http://emkaytapsandtools.com> provides comprehensive information to the Shareholders.
- 2) The Half yearly and Annual Financial results submitted to the Stock Exchange in accordance with the SEBI (LODR) Regulation, 2015 are available on the Company's website, <http://emkaytapsandtools.com>
- 3) The requirements of publication of Advertisement in Newspaper under Regulation 47 of SEBI (LODR) Regulation, 2015 shall not be applicable in case of listed entities which have listed their specified securities on SME Exchange as per proviso to sub-regulation 4 of Reg. 47 of SEBI (LODR) Regulation, 2015.

#### ◆ General Information to Shareholders

Sr. No.	Salient Items of Interest	Particulars
1.	AGM Day and Date Time Venue	: On Saturday September 15, 2018 : 11.00 AM : Plot No B-27 And B-27/1, MIDC Hingna, Industrial Estate Nagpur-440016
2.	Financial Year	: April 1st 2017 to March 31st 2018
3.	Record Date for Bonus shares, if approved by the Shareholders	: September 25, 2018
4.	Date of Book Closure for AGM and Dividend, if any declared	: September 7, 2018 to September 15, 2018
5.	Dividend Payment Date	: September 25, 2018
6.	Listing on Stock Exchanges	: The Company's equity shares are listed on SME Platform of NSE on 13 <sup>th</sup> August, 2015. The listing fee for the F.Y. 2017-18 has been paid.
7.	Custodian Fees to Depositories	: The Company has paid fees for the F.Y. 2017-18 to National Securities Depository Limited and Central Depository Services (India) Limited (CDSL) on time.
8.	Symbol	: <b>EMKAYTOOLS</b>
9.	Registrar and Transfer Agents Registered office Address:	: Bigshare Services Private Limited : E-2/3, Ansa Industrial Estate, Sakhivihar Road, Sakinaka, Andheri (E), Mumbai -400 072. Tel: 91-22-28470652   40430200   28470653 Fax: 91-22-2847 5207 Website: <a href="http://www.bigshareonline.com">www.bigshareonline.com</a> email: <a href="mailto:info@bigshareonline.com">info@bigshareonline.com</a>
10.	Share Transfer System	: As all the shares are held in demat mode, the transfer takes place instantaneously between the transferor, transferee, and the Depository Participant through electronic debit/credit of the accounts involved.
11.	Dematerialization of shares and liquidity	: All the Equity shares i.e. 100 % of the total issued, subscribed and paid-up equity share capital of the Company are held in dematerialized form.
12.	Outstanding GDRs/ADRs/Warrants or any Convertible instruments, conversion date and likely impact on equity	: Not Applicable
13.	Plant Locations	: Plot No. B-27 And B-27/1, MIDC Hingna, Industrial Estate Nagpur-440016
14.	Address for correspondence	: Compliance Officer: Plot No B-27 And B-27/1, MIDC Hingna, Industrial Estate Nagpur-440016 Ph. No. 91-7104-237584/237363, Fax No. 91-7104-232862 Email: <a href="mailto:investor@emkaytapsandtools.com">investor@emkaytapsandtools.com</a>

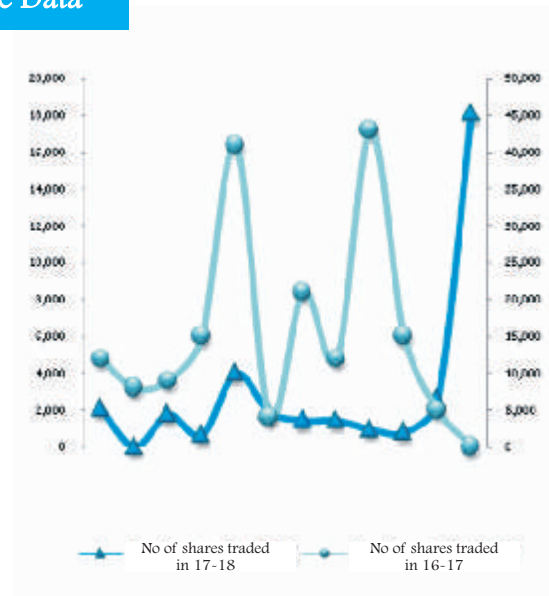
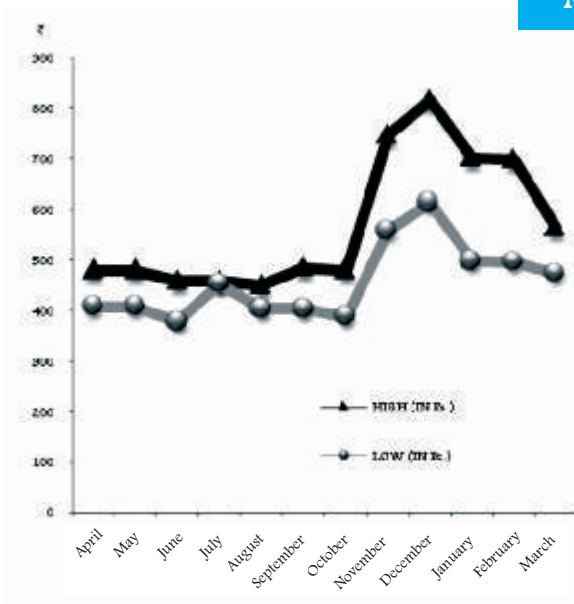


◆ **Market Price Data**

Market data as available on NSE(India) Limited website <https://www.nseindia.com/emergeduring> each month of the financial year 2017-18 is given below:

MONTH	HIGH (IN ₹)	LOW (IN ₹)	NO. OF SHARES TRADED
April 2017	480.00	410.00	5,200
May 2017	480.00	410.00	0
June 2017	458.00	380.00	44,000
July 2017	458.00	455.00	1,600
August 2017	450.00	405.00	10,000
September 2017	485.00	405.00	4,800
October 2017	480.00	390.00	3,600
November 2017	747.00	560.00	3,600
December 2017	816.00	615.00	2,400
January 2018	701.00	500.00	2,000
February 2018	698.75	498.00	6,400
March 2018	564.60	475.00	45,200

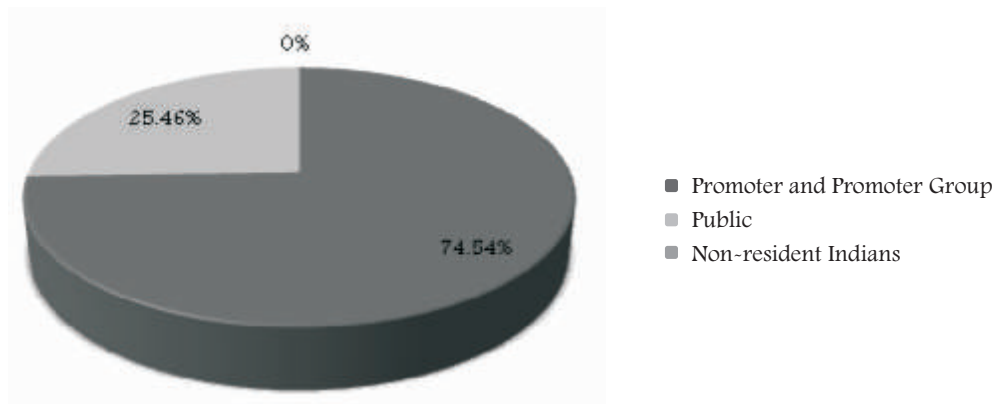
**Market Price Data**



◆ **Shareholding Pattern as on 31<sup>st</sup> March 2018**

Categories	No. Of shares held	Percentage of total (%)
A. Promoter and Promoter Group	1325800	74.54
Person related to Director	0	0
B. Public	452750	25.46
Non-Institutional (Individual)	0	0
Corporate Bodies	189600	10.66
Clearing members	8000	0.45
C. Non-resident Indians	0	0.00
<b>TOTAL (A+B+C)</b>	<b>1778550</b>	<b>100</b>

## Shareholding Pattern



Shareholding of nominal		Number of shareholders	Percentage of total	Share amount	Percentage of total
(₹)	(₹)				
1	5000	62	54.8673	244500	1.3747
5001	10000	10	8.8496	80000	0.4498
10001	20000	13	11.5044	196000	1.1020
20001	30000	8	7.0796	212000	1.1920
30001	40000	1	0.8850	36000	0.2024
40001	50000	2	1.7699	92000	0.5173
50001	100000	6	5.3097	464000	2.6089
100001	999999999	11	9.7345	16461000	92.5529
<b>TOTAL</b>	<b>113</b>		<b>17785500</b>	<b>100.0000</b>	

### ◆ Top 10 Shareholders as on March 31, 2018

Sr. No.	Name of shareholder	Category of shareholder	No. Of shares held	% of holding
1.	Ajayprakash Kanoria (HUF)	Promoter	770360	43.3139
2.	Nagpur Tools Private Limited	Corporate Promoter Group	265200	14.9110
3.	Alka Ajayprakash Kanoria	Promoter	187365	10.5347
4.	Sudarshan Trading and Manufacturing Pvt. Ltd.	Corporate Bodies	166800	9.3784
5.	Ajayprakash Kanoria	Promoter	102375	5.7561
6.	Brajkishore Agrawal	Public	51200	2.8787
7.	Naginadevi Agrawal	Public	41200	2.3165
8.	Shashibhushan O. Agrawal	Public	28400	1.5968
9.	Nikhil S. Agrawal	Public	22400	1.2595
10.	Priya Viniyog Pvt. Ltd.	Corporate Bodies	13200	0.7422



◆ Shares held in dematerialized form as on March 31, 2018

Particulars	Number of shares	% of total issued capital
Issued Capital / Listed Capital (as per Company records)	1778550	100.00
Held in Dematerialised form in NSDL	1474150	82.88
Held in Dematerialised form in CDSL	304400	17.12
Physical	00	0.00
Total No. of shares	1778550	100.00

◆ Legends used in the report:

CMD- Chairman & Managing Director, WTD- Whole-time Director, NEID- Non-Executive Independent Director

Nagpur, Saturday August 18, 2018

For **EMKAY TAPS AND CUTTING TOOLS LIMITED**

 **Shruti Sohane**  
Company Secretary & Compliance Officer