

ANNEXURE 'V'
REPORT ON CORPORATE GOVERNANCE
1. Company's Philosophy on Corporate Governance Code

WEIZMANN LIMITED is committed to good corporate governance as it believes that good corporate governance is essential for achieving long term corporate goals. The Company respects and values the rights of its stakeholders to secure information about the Company and its performance. The Corporate Governance in the Company assigns responsibilities and entrusts authority among different participants in the organization viz. the Board of Directors, the senior management, employees etc. The Compliance Report is prepared and given below in conformity with the mandatory requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations).

2. Board of Directors
I Composition and size of the Board

The Company is being managed by the Managing Director under the supervision of Board of Directors ('the Board'). The current strength of the Board is Seven (7) Members. The composition of the Board is in conformity with Regulation 17 of the SEBI Listing Regulations read with Section 149 of the Companies Act, 2013. The composition of and the category of Directors on the Board of the Company as at 31st March, 2018 were as under :

Category	Particulars of the Directors
Non Executive – Independent	Shri Balady S. Shetty Shri Ganesh N. Kamath Smt Smita V. Davda
Non Executive - Non Independent	Shri Dharmendra G. Siraj-Chairman Shri Chetan D. Mehra Shri Hitesh V. Siraj
Executive	Shri Neelkamal V. Siraj – Vice Chairman & Managing Director

The Company has non-executive Chairman. This appropriate composition of the Board of Directors enables in maintaining the independence of the Board and separates its functions of governance and management.

All Independent Directors of the Company have been appointed as per the provisions of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI Listing Regulations. Further pursuant to provision of Section 149 of the Companies Act 2013, Independent Directors are not liable to retire by rotation. Thus as a consequence all Directors except the Independent Directors are liable to retire by rotation.

II Conduct of Board Proceedings

The day to day activities of the Company are conducted by the executives of the Company under the direction of the Managing Director and the overall supervision of the Board. During the financial year 2017-2018, the Board held four (4) meetings on 24th May, 2017, 13th September, 2017, 12th December, 2017 and 14th February, 2018.

The Board periodically reviews compliance report of all laws applicable to the Company and take steps to rectify deviations if any. The Board also reviews and discusses the performance of the Company, its future plans, strategies and other pertinent issues relating to the Company.

III Attendance of Directors

Attendance of Directors at the Board Meetings held during 2017-2018 and at the last AGM held on 23rd August, 2017 and the number of Directorships and Committee Chairmanships/Memberships held by them in other public companies as on 31st March, 2018 are given herebelow :

In accordance with Regulation 26(1) (b) of SEBI Listing Regulations, Memberships/Chairmanships of only Audit Committees and Stakeholders' Relationship Committees in all public limited companies (excluding Weizmann Limited) have been considered.

Directors	No. of Meetings held during the Year	Meetings attended	Attendance at last AGM	Number of Directorships held in other companies #	Number of Committee Memberships in other Companies
Shri D G. Siraj	4	3	Yes	9	3
Shri N V. Siraj	4	4	Yes	8	1
Shri H V. Siraj	4	3	Yes	6	-
Shri G N. Kamath	4	4	Yes	9	-
Shri B S. Shetty	4	4	Yes	6	2
Smt Smita V. Davda*	4	3	Yes	2	3
Shri C D. Mehra	4	4	Yes	8	2
Shri V. P. Kamath **	4	2	Yes	4	-
Shri V N. Davda **	4	2	Yes	8	-

Note : # (excluding private limited, foreign company and section 8 company)

* Appointed as Independent Director w.e.f. 12.12.2017.

** Ceased to be Director w.e.f. 12.12.2017.

Except Managing Director, a sitting fee of Rs. 5000/- per meeting is paid to Directors for attending Board Meeting.

Mr. Neelkamal V. Siraj and Mr. Hitesh V. Siraj are relatives in terms of provisions of Companies Act, 2013.

None of the Directors hold directorship in more than 10 public limited companies and 20 Companies overall.

No Independent Directors of the Company serve as an Independent Director in more than seven listed Companies.

No director holds membership of more than 10 committees of board or Chairman of more than five committees across all companies in which he or she is director.

Details of Shareholding of Non-Executive Directors :

Sr. No.	Name of Directors	No. of shares held as on 31 st March, 2018
1.	Shri D G. Siraj	1218076
2.	Shri C D. Mehra	1000
3.	Shri H V. Siraj	Nil
4.	Shri B S. Shetty	200
5.	Shri G N. Kamath	Nil
6.	Smt. Smita V. Davda	Nil

3. Audit Committee

The Audit Committee headed by Shri B S. Shetty worked according to the terms of the Companies Act, 2013 and Regulation 18 under SEBI Listing Regulations, which, inter alia includes overseeing financial reporting processes, reviewing with the management, the financial statements and investment made by unlisted, subsidiary companies, accounting policies and practices, adequacy of internal control system, adequacy of internal audit function and discussion with internal auditors on any significant findings, financial risks and management policies.

The Audit Committee held four (4) meetings on 24th May, 2017, 13th September, 2017, 12th December, 2017 and 14th February, 2018. The necessary quorum was present for all the meetings. The Committee was re-constituted during the year under review.

The Company Secretary acts as Secretary to the Committee.

The Composition of the Audit Committee and the attendance of the Members in the meetings are as under:

Name	Category	Designation	No. of Meetings Held	No. of Meetings Attended
Shri V P. Kamath #	Non Executive-Independent Director	Chairman	4	3
Shri B S. Shetty	Non Executive-Independent Director	Chairman	4	4
Shri D G. Siraj	Non Executive-Non Independent Director	Member	4	3
Shri G N. Kamath ##	Non Executive-Independent Director	Member	4	1

Ceased to be member of the Committee w.e.f. 12.12.2017

Appointed as member of the Committee w.e.f. 12.12.2017

During the year, the Company paid sitting fees of Rs. 3000/- each to the Non-Executive Directors for attending the meeting of the Audit Committee.

The terms of reference of Audit Committee are in line with the SEBI Listing Regulations and Section 177 of the Companies Act, 2013. The terms of reference of the Audit Committee include the following :

- Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
- Reviewing, with the management, the annual financial statements and auditors' report thereon before submission to the Board for approval;
- Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
- Reviewing, with the management, the statement of uses/application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilised for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
- Approval or any subsequent modification of transactions of the Company with related parties;
- Scrutiny of inter-corporate loans and investments;
- Examination of the financial statement and the auditors' report thereon;
- Evaluation of internal financial controls and risk management systems;
- The Audit Committee may call for the comments of the auditors about internal control systems, the scope of audit, including the observations of the auditors and review of financial statement before their submission to the Board and may also discuss any related issues with the internal and statutory auditors and the management of the Company;
- The Audit Committee shall review the information required as per SEBI Listing Regulations.

4. Nomination & Remuneration Committee

The Nomination & Remuneration Committee for appointment & remuneration of executive Directors comprises of two Independent Directors and a Non- Executive Director. Shri. Balady S. Shetty is chairman of the Committee. The Committee was re-constituted during the year under review.

The terms of reference of Nomination and Remuneration Committee are in line with the SEBI Listing Regulations and Section 178 of the Companies Act, 2013 :

- Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy relating to the remuneration for the directors, Key Managerial Personnel and other employees;
- Formulation of criteria for evaluation of independent directors and the Board;
- Devising policy on Board diversity;
- Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board their appointment and removal;
- Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.

The Nomination & Remuneration Committee held its two (2) meetings on 12th December, 2017 and 14th February, 2018. The necessary quorum was present for all the meetings.

Name	Designation	Number of Meetings during the year 2017-18	
		Held	Attended
Shri V P. Kamath #	Chairman	2	1
Shri B S. Shetty ##	Chairman	2	1
Shri D G. Siraj	Member	2	2
Shri G N. Kamath	Member	2	2

Ceased to be member of the Committee w.e.f. 12.12.2017

Appointed as member of the Committee w.e.f 12.12.2017

During the year, the Company paid sitting fees of Rs. 2,000/- each to the Non-Executive Directors for attending meetings of the Nomination & Remuneration Committee.

The Company has one executive Director i.e., Managing Director whose remuneration is fixed by the Board of Directors and approved by the members. The revision, if any, to the terms of Remuneration of Managing Director is approved by Members at the Annual General Meeting. No remuneration is paid to Non-Executive Directors except for sitting fees for the Board Meetings attended.

POLICY FOR SELECTION AND APPOINTMENT OF DIRECTORS AND THEIR REMUNERATION

The Nomination and Remuneration (N&R) Committee has adopted a Charter which, inter alia, deals with the manner of selection of Board of Directors and CEO & Managing Director and their remuneration. This Policy is accordingly derived from the said Charter.

Criteria of selection of Non Executive Directors :

The Non-Executive Directors shall be of high integrity with relevant expertise and experience so as to have a diverse Board with Directors having expertise in the fields of manufacturing, marketing, finance, taxation, law, governance and general management.

In case of appointment of Independent Directors, the N&R Committee shall satisfy itself with regard to the independent nature of the Directors vis-à-vis the Company so as to enable the Board to discharge its function and duties effectively. The N&R Committee shall ensure that the candidate identified for appointment as a Director has no disqualifications for appointment under Section 164 of the Companies Act, 2013.

The N&R Committee shall consider the following attributes / criteria, whilst recommending to the Board the candidature for appointment as Director.

- Qualification, expertise and experience of the Directors in their respective fields;
- Personal, Professional or business standing;
- Diversity of the Board.

In case of re-appointment of Non-Executive Directors, the Board shall take into consideration the performance evaluation of the Director and his engagement level.

Remuneration

The Non-Executive Directors are entitled to receive remuneration by way of sitting fees.

A Non-Executive Director shall be entitled to receive sitting fees for each meeting of the Board attended by him, of such sum as may be approved by the Board of Directors within the overall limits prescribed under the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014;

CEO & Managing Director - Criteria for selection / appointment :

For the purpose of selection of the CEO & MD, the N&R Committee shall identify persons of integrity who possess relevant expertise, experience and leadership qualities required for the position and shall take into consideration recommendation, if any, received from any member of the Board.

The Committee will also ensure that the incumbent fulfills such other criteria with regard to age and other qualifications as laid down under the Companies Act, 2013 or other applicable laws.

Remuneration for the CEO & Managing Director

At the time of appointment or re-appointment, the CEO & Managing Director shall be paid such remuneration as may be mutually agreed

between the Company (which includes the N&R Committee and the Board of Directors) and the CEO & Managing Director within the overall limits prescribed under the Companies Act, 2013.

The remuneration shall be subject to the approval of the Members of the Company in General Meeting.

The remuneration of the CEO & Managing Director comprises only of fixed component. The fixed component comprises salary, allowances, perquisites, amenities and retiral benefits.

Remuneration Policy for the Senior Management Employees

In determining the remuneration of the Senior Management Employees (i.e. KMPs and Executive Committee Members) the N&R Committee shall ensure the relationship of remuneration and performance benchmark is clear.

The Managing Director will carry out the individual performance review, keep trend in the industry in mind, whilst recommending the annual increment and performance incentive to the N&R Committee for its review and approval.

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

Name of the Managing Director	Salary (₹ in Lacs)	Commission	Perquisites and Allowances (₹ in Lacs)	Retiral Benefits* (Rs. in Lacs)
Shri. Neelkamal V. Siraj	50.00	-	-	-

5. Stakeholders Relationship Committee

The Company has constituted Stakeholders Relationship Committee in accordance with the requirements of SEBI Listing Regulations read with Section 178 of the Companies Act, 2013.

The said Committee looks into redressing investors' complaints pertaining to transfer/ transmission of shares, non- receipt of dividend/ annual report of the Company. During the year, the Committee met thrice (3) on 24th May, 2017, 13th September, 2017 and 14th February, 2018. The Committee was re-constituted during the year under review.

The composition of the Committee and number of meetings attended by the members during the year are as under:

Name	Designation	Number of Meetings during the year 2017-18	
		Held	Attended
Shri. V P. Kamath #	Chairman	3	2
Smt. S V. Davda ##	Chairman	3	1
Shri D G. Siraj	Member	3	2
Shri N. V. Siraj ###	Member	3	1
Shri V N. Davda #	Member	3	2

Ceased to be member of the Committee w.e.f. 12.12.2017

Appointed as member of the Committee w.e.f 12.12.2017

During the year, the Company paid sitting fees of Rs. 2,000/- each to the Non-Executive Directors for attending meetings of the Stakeholders Relationship Committee.

Details of Investor complaints received and redressed during the year 2017-18 are as follows:

Number of shareholders complaints received during the year = 10

Number of shareholders complaints resolved = 10

Number of complaints pending = Nil

Name and designation of Compliance officer

Ms. Sushama Vesvikar

Company Secretary

6. Independent Directors Meetings

During the year under review, the Independent Directors met on 14th February, 2018 inter alia to discuss :

- Evaluation of the performance of Non-Independent Directors and the Board of Directors as a Whole.
- Evaluation of the performance of the Chairman of the Company, taking into account the views of the Executive and Non-Executive Directors.
- Evaluation of the quality, content and timelines of flow of information between the management and the Board that is

necessary for the Board to effectively and reasonably perform its duties.

All Independent Directors were present at the meeting.

7. Familiarisation Programme Arranged For Independent Directors :

The Company as required under the Companies Act, 2013 and SEBI Listing Regulations has made arrangement to provide suitable training to independent directors, to familiarize them with the company, their roles, rights, responsibilities in the Company considering the nature of the industry in which the Company operates business model of the Company, etc. The familiarization process for Independent Director is uploaded on the website of the Company- <http://www.weizmann.co.in/fid.html>.

During F.Y. 2017-18, Smt. Smita V. Davda was appointed as Independent Director w.e.f. from 12.12.2017.

8. Non-executive Directors' compensation and disclosures :

No significant or material transactions have been made with the Non- Executive Directors vis-à-vis the Company. No remuneration is paid to Non-Executive Directors except for sitting fees for the Board and Committee Meetings attended.

9. Corporate Social Responsibility (CSR) Committee:

As required under section 135 of the Companies Act, 2013, the Company has formed a CSR committee consisting of the following members:

Name	Designation	Number of Meetings during the year 2017-18	
		Held	Attended
Shri D G. Siraj	Chairman	1	1
Shri N V. Siraj	Member	1	1
Shri B S. Shetty	Member	1	0

10. General Body Meetings

Details of the last three Annual General Meetings (AGMs) :

Date & Year	Time	Location where AGM held in the last 3 years
23.08.2017 (2016-2017)	4.15 P.M	Maharashtra Chamber of Commerce Oricon House, 6 th Floor, Kalaghoda, Maharashtra, Chamber of Commerce Path, Fort, Mumbai 400 001
02.09.2016 (2015-2016)	4.15 P.M	Maharashtra Chamber of Commerce Oricon House, 6 th Floor, Kalaghoda, Maharashtra, Chamber of Commerce Path, Fort, Mumbai 400 001
14.09.2015 (2014-2015)	4.00 P.M	Maharashtra Chamber of Commerce Oricon House, 6 th Floor, Kalaghoda, Maharashtra, Chamber of Commerce Path, Fort, Mumbai 400 001

Whether resolution was put through a Postal Ballot last year : No

11. Disclosures

a. Basis of related party transaction

During the year, the Company had no materially significant related party transaction, which is considered to have potential conflict with the interests of the Company at large. Related party transactions as required to be complied under Indian Accounting Standard (IND AS-24) are furnished under the Notes to Financial Statements attached to the Annual Financial Statements for the financial year ended 31st March, 2018.

The Company has formulated a policy on materiality of Related Party Transactions and also on dealing with Related Party Transactions and during the year there were no material transactions with related parties. The policy is also available on the website of the Company <http://www.weizmann.co.in/rptpolicy.html>.

b. Non Compliance/Strictures/Penalties Imposed

There has neither been any non compliance of any legal provision nor any penalty, stricture imposed by the Stock Exchange or SEBI or any other authorities on any matters related to Capital Market during the financial year.

c. Disclosure of Accounting treatment

The Company has adopted accounting treatments which are in

conformance with those prescribed by applicable Accounting Standards.

- d. The Company has adopted a Whistle Blower Policy and has established the necessary vigil mechanism as defined under SEBI Listing Regulations for directors and employees to report concerns about unethical behavior. The said policy has been also put up on the website of the Company at <http://www.weizmann.co.in/wbp.html>.
- e. The Company has also adopted Policy on Determination of Materiality for Disclosures, Policy on Archival of Documents and Policy for Preservation of Documents. The said policies has been also put on the website of the Company at <http://www.weizmann.co.in/mep.html>.
- f. Risk Management:
Risk Management and evaluation is an ongoing process within the organization. Your Company has a Risk Management Policy and it is periodically reviewed by the Board of Directors.
- g. Code of Conduct for prevention of Insider Trading :
The Company has the Insider Trading Code, framed by the Management, in accordance with the SEBI Listing Regulations. The code is posted on the website of the Company www.weizmann.co.in.
- h. The company has provided the details of Directors seeking appointment / re-appointment in the notice of Annual General Meeting provided with the Annual Report. Quarterly Report of the Company's results are available on the website of the Company www.weizmann.co.in.

12. Code of Conduct :

The Code of Conduct for the Directors and Senior Management of the Company has been laid down by the Board and the same is posted on the website of the Company www.weizmann.co.in. For the year under review, all Directors and Senior Management of the Company has confirmed the adherence to the provisions of the said code. The declaration by Managing Director regarding adherence to the provisions of the said Code forms part of this Corporate Governance Report.

13. Means of Communication

Half yearly report sent to each Shareholder - No

Quarterly results published in - Financial Express (English Daily)
- Tarun Bharat (Marathi Daily)

Any website where displayed - www.weizmann.co.in
www.nseindia.com
www.bseindia.com

Whether any advertisement also displayed official news releases and presentations made to institutions or investors / analysts - No

Whether management discussions and analysis forms part of Annual Report - Yes

Whether shareholders information section forms part of Annual Report - Yes

14. General Shareholder Information

a) 31st Annual General Meeting- Day, Date, Time and Venue

Day	Date	Time	Venue
Tuesday	7 th August, 2018	4.30 p.m.	Babasaheb Dahanukar Hall, Maharashtra Chamber of Commerce, Oricon House, 6 th Floor, Maharashtra Chamber of Commerce Path, Kalaghoda, Fort, Mumbai 400 001

b) Financial Calendar

Financial Year	: 1 st April 2018 to 31 st March 2019
Adoption of Quarterly Results	:
June, 2018	: On or before 14 th August, 2018
September, 2018	: On or before 14 th November, 2018
December, 2018	: On or before 14 th February, 2019
March, 2019	: On or before 30 th May, 2019

c) Book Closure Date : 1st August, 2018 to 7th August, 2018 (both days inclusive)

d) Dividend Payment : 6th September, 2018

e) Listing on Stock Exchanges : BSE Limited (BSE), Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001
Scrip Code : 523011

National Stock Exchange of India Limited,
Exchange Plaza, Bandra-Kurla Complex, Bandra (E), Mumbai-400 051
Symbol : WEIZMANIND

Listing Fees, Custodial Fees: Company has paid, within stipulated time for the financial year 2017-18.

f) ISIN NO. : INE080A01014

g) Market Price Data/Performance:

The relevant data for year 2017-18 (Source: www.bseindia.com, www.nseindia.com)

Month	BSE (₹)		Index Sensex		NSE (₹)		Nifty MIDCAP 50	
	High	Low	High	Low	High	Low	High	Low
April, 2017	60.80	39.80	30184.22	29241.48	60.80	38.50	4667.50	4384.60
May, 2017	46.00	38.40	31255.28	29804.12	47.50	38.10	4734.50	4307.30
June, 2017	47.30	38.15	31522.87	30680.66	46.75	38.00	4646.90	4419.30
July, 2017	53.45	38.75	32672.66	31017.11	53.75	38.55	4812.70	4522.90
August, 2017	47.50	34.70	32686.48	31128.02	48.50	33.60	4816.80	4399.10
September 2017	54.85	39.45	32524.11	31081.83	55.90	37.85	5011.45	4601.15
October, 2017	56.80	46.55	33340.17	31440.48	57.50	47.00	5144.10	4705.15
November, 2017	61.60	48.00	33865.95	32683.59	60.95	47.15	5311.20	4999.50
December, 2017	82.60	58.50	34137.97	32565.16	82.45	56.30	5552.40	5076.00
January, 2018	69.95	48.25	36443.98	33703.37	71.90	48.45	5722.50	5310.70
February, 2018	57.45	41.15	36256.83	33482.81	57.10	41.55	5389.30	4787.90
March, 2018	46.50	38.75	34278.63	32483.84	45.00	38.50	5225.70	4795.10

h) Registrar & Transfer Agents: Bigshare Services Pvt. Ltd.
1st Floor, Bharat Tin Works Bldg., Opp Vasant Oasis, Makwana Road, Marol Andheri (E), Mumbai- 400 059
Tel : 62638200, Fax :62638299
Email:info@bigshareonline.com

i) Share Transfer System :

With a view to expedite the process of share transfer, the Board of Directors has delegated the powers of share transfers to the Sub-Committee of Board of Directors. Shares lodged in physical form with the Company/ Registrar & Share Transfer Agent are

transferred expeditiously. The confirmation in respect of the request for dematerialisation of shares is sent to the respective depositories i.e. NSDL and CDSL after duly transferred.

j) Dematerialisation of Shares and Liquidity of Shares:

The Shares of the Company are permitted for trading in dematerialisation form only. The Company's shares are available for trading in depository system of both NSDL and CDSL. 1,66,21,118 Equity shares representing 96.24% of the Share Capital of the Company stand dematerialized as on 31st March, 2018. This includes dematerialization of 100% of the Promoter Group's holding in the Company. Security Code No. with NSDL and CDSL is – ISIN: INE080A01014. The Shares of the Company are listed and traded at the BSE Limited and National Stock Exchange of India Limited.

Break-up of Physical and Demat shareholding as on 31st March, 2018

Category	Shareholding as on 31/03/2018	% as to total no of shares
Shares in Demat Mode with NSDL	1,57,49,118	91.19
Shares in Demat Mode with CDSL	8,72,000	5.05
Shares in Physical mode	6,50,418	3.77
Total	1,72,71,536	100.00

k) Shareholding Pattern as on 31st March, 2018

Sr. No	Category Shares	No. of Equity Shareholding	Percentage of
A	Promoters Holding		
	Indian Promoters	1,19,18,435	69.01
B	Non Promoter Holding		
a	Mutual Funds & UTI	-	-
b	Banks, Financial Institutions Insurance Companies (Central / State Govt. Institutions/ Non Government Institutions) - IEPF - State Government	2,20,200 100	1.27 0.00
c	FII's	-	-
C	Others		
a.	Private Corporate Bodies	1,19,896	0.69
b.	Mutual Funds	-	-
c.	Indian Public	49,17,354	28.47
d.	NRIs/OCBs	87,636	0.51
e.	Any other (Demat Transit)	7,915	0.05
	GRAND TOTAL	1,72,71,536	100.00

l) Distribution of Shareholding as on 31st March, 2018

Range	No. of share holders	Percentage to Total No. of shareholders	Share Amount (₹)	Percentage to Total Share Capital
1-5000	7166	89.67	90,83,880	5.26
5001-10000	521	6.51	36,89,850	2.13
10001-20000	170	2.13	24,78,320	1.43
20001-30000	51	0.64	12,70,570	0.73
30001-40000	23	0.29	8,08,510	0.47
40001-50000	11	0.14	5,02,200	0.30
50001-100000	17	0.21	12,09,490	0.70
100001-999999999	33	0.41	15,36,72,540	88.98
Total	7992	100.00	17,27,15,360	100.00

m) Outstanding GDR's /ADR's/ Warrants or any Convertible Instruments, conversion date And likely impact on equity - Not Applicable

n) Textile Process House Location- Vatwa Road, Narol, Ahmedabad, Gujarat

o) Address for Correspondence - Empire House, 214, Dr. D.N.Road, Ent. A.K. Nayak Marg, Fort, Mumbai - 400 001.
Tel : +91 22 22071501-06
Fax : + 91 22 2201714
Email : investors@grievance@weizmann.co.in

Website : www.weizmann.co.in
CIN: L65990MH1985PLC038164
- Bigshare Services Pvt.Ltd.
1st Floor, Bharat Tin Works Bldg., Opp. Vasant Oasis, Makwana Road, Marol, Andheri (E), Mumbai - 59
Tel No.: (022) 62638200
Fax No.: (022) 62638299
Email : info@bigshareonline.com
Website www.bigshareonline.com

p) Registrar & Share Transfer Agent

q) Equity Shares in Suspense Account

There are no shares in unclaimed/ suspense account for the financial year 2017-18.

DECLARATION

As provided under regulation 26(3) read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, entered with the BSE Limited and National Stock Exchange of India Limited, I confirm that the Board Members and Senior Management of the Company have confirmed compliance with code of conduct, as applicable to them, for the year ended 31st March 2018.

For WEIZMANN LIMITED

Neelkamal V. Siraj
Vice Chairman & Managing Director
DIN : 00021986

Place : Mumbai
Date : 29th May, 2018

CERTIFICATE ON COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

To,
THE MEMBERS OF WEIZMANN LIMITED

Empire House,
214, Dr. D. N. Road,
Fort, Mumbai — 400001

We have examined the compliance of the conditions of Corporate Governance by WEIZMANN LIMITED ('the Company') for the year ended on March 31, 2018 as stipulated in Regulation 27 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 of the said Company with the Stock Exchanges.

The compliance of the conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulation 27 SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

We state that as per the records maintained by the Registrars and Share Transfer Agents of the Company and presented to the Shareholders/Investor Grievance Committee, no investor grievances are pending for a period exceeding one month against the Company.

We further state that such compliance is neither an assurance as to the future Viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Martinho Ferrao & Associates
Company Secretaries

Martinho Ferrao
Proprietor
FCS No. 6221
C P. No. 5676

Place: Mumbai
Date: 29th May, 2018