

Annexure III

CORPORATE GOVERNANCE REPORT

COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

Your Company firmly believes that corporate governance is a key element in improving efficiency and growth as well as enhancing investor confidence. The Company constantly strives towards betterment of aspects such as transparency, professionalism and accountability and thereby perpetuate it into generating long term economic value for its shareholders, customers, employees, other associated persons and the society at large. The Company is committed to good corporate governance in line with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and in keeping with corporate governance norms. The Board of Directors of your Company reviews company practices and recommends suggestion(s) for improvement to the management for implementation.

BOARD OF DIRECTORS

The Board of Directors of the Company has an optimum combination of executive and non-executive Directors as stipulated under Regulation 17 of the SEBI Listing Regulations. The Chairman of the Board is an Independent Director.

The composition of the Board as on March 31, 2018 is as follows:

Name of Director	Category	*Directorships in other companies	** Chairmanship in Committees	** Committee Memberships
Mr. Sanjay Buch (DIN: 00391436)	Chairman (Independent Director)	2	4	2
Ms. Rajeshwari Datla*** (DIN: 00046864)	Non Executive Director	NIL	NIL	1
Mr. Vinayak Hajare (DIN: 00004635)	Independent Director	NIL	NIL	2
Mr. Krishna Datla *** (DIN: 00003247)	Managing Director	3	NIL	3
Mr. Satish Varma (DIN: 00003255)	Non Executive Director	3	NIL	2

* Directorships in private limited companies, foreign companies, Section 8 companies and associations are excluded.

** Represents Memberships / Chairmanships of Audit Committee and Stakeholders Relationship Committee across all companies,

*** Mr. Krishna Datla is one of the Promoters of the Company. Ms. Rajeshwari Datla is a relative of Mr. Krishna Datla as per the provisions of Section 2(77) of the Companies Act, 2013.

BRIEF PROFILE OF DIRECTORS BEING REAPPOINTED, AS REQUIRED UNDER REGULATION 26(4), 36(3) OF THE SEBI LISTING REGULATIONS AND SECRETARIAL STANDARD ON GENERAL MEETINGS SPECIFIED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA AND APPROVED BY THE CENTRAL GOVERNMENT:

1) Mr. Krishna Datla

Managing Director

Mr. Krishna Datla aged 37 years, a Commerce Graduate from Mumbai University, has played a key role in the decision making process and also oversees new businesses of the Company. Mr. Krishna Datla, is also the Promoter Director of Fermenta Biotech Limited (FBL), subsidiary company of DIL Limited. Credited with the integration of businesses across the various group companies, Mr. Krishna Datla has infused a strong sense of global vision thereby opening the opportunities across international markets.

Mr. Krishna Datla was first appointed on the Board of the Company on 29/01/2005. Mr. Krishna Datla is also acting as a Director on the Board of Fermenta Biotech Limited, Aegean Properties Limited, CC Square Films Limited, DVK Investments Private Limited, G I Biotech Private Limited and Magnolia FNB Private Limited.

Mr. Krishna Datla is a member of the Corporate Social Responsibility Committee, Stakeholders Relationship Committee and Investment Committee of DIL Limited. He is also a member of Audit Committee, Nomination and Remuneration Committee, Corporate Social Responsibility Committee and Stakeholders Relationship Committee of Fermenta Biotech Limited (a subsidiary of DIL Limited).

Details of remuneration sought to be paid and the remuneration last drawn by Mr. Krishna Datla is provided on page no. 45 of Annual Report. Mr. Krishna Datla holds 1,99,085 equity shares (8.68%) of the Company.

2) Ms. Rajeshwari Datla

Non Executive Director

Ms. Rajeshwari Datla, aged 68 years, a Science graduate has rich experience in the Pharmaceutical Industry. Ms. Datla has been associated with the Company as member of the Board of Directors since July 21, 2005.

During the Financial Year 2017-18, Ms. Datla was paid Rs. 1,90,000 towards sitting fees for attending Board and Committee meetings of the Company. She holds 31,768 equity shares (1.39%) of the Company.

Ms. Rajeshwari Datla is a relative of Mr. Krishna Datla as per the provisions of Section 2(77) of the Companies Act, 2013.

Ms. Datla is a Director on the Board of Dupen Laboratories Private Limited and Lacto Cosmetics (Vapi) Private Limited, respectively.

BOARD MEETINGS / PREVIOUS ANNUAL GENERAL MEETING

- During the financial year under review, eight Board Meetings were held on May 30, 2017, August 1, 2017, August 11, 2017, September 14, 2017, October 11, 2017, November 24, 2017, December 14, 2017 and February 6, 2018. The maximum gap between any two board meetings was less than 120 days, as stipulated under Regulation 17(2) of the SEBI Listing Regulations.

Attendance at the eight Board meetings and previous Annual General Meeting (AGM) held on September 29, 2017 is as follows:

Name	Board Meetings attended	Attendance at previous AGM
Mr. Sanjay Buch	8	Yes
Ms. Rajeshwari Datla	8	Yes
Mr. Vinayak Hajare	8	Yes
Mr. Krishna Datla	8	Yes
Mr. Satish Varma	8	Yes

AUDIT COMMITTEE

During the year under review, six Audit Committee meetings were held on May 30, 2017, August 1, 2017, August 11, 2017, September 14, 2017, December 14, 2017 and February 6, 2018. The representatives of the Auditor(s), and Chief Financial Officer also attended the Audit Committee meeting(s).

The composition of the Audit Committee as on March 31, 2018 and the attendance of the Audit Committee members at the Committee meetings held during the financial year under review is as follows:

Name of the Director	Designation	Meetings attended
Mr. Sanjay Buch	Chairman	6
Ms. Rajeshwari Datla	Member	6
Mr. Vinayak Hajare	Member	6

The composition of the Audit Committee complies with the requirements laid down in Regulation 18 of the SEBI Listing Regulations. Mr. Sanjay Buch and Mr. Vinayak Hajare possess expertise in accounting and financial management.

The Company Secretary acts as Secretary to the Audit Committee.

• Terms of reference:

The Powers, role and functions of the Audit Committee are as per the provisions of Section 177 of the Companies Act, 2013 and Regulation 18(3) read with Schedule II (Part C) of the SEBI Listing Regulations, which, inter alia include the following:

- Review company's financial reporting process and accounting policies and practices.
- Review and recommend to the Board, appointment, re-appointment and removal of Statutory and Internal Auditors and fixation of auditors remuneration and other fees, including terms of appointment.
- Review with management of quarterly, half-yearly and annual financial statements and auditors' report before submission to Board for approval with particular reference to:
 - matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;

- (b) changes, if any, in accounting policies and practices and reasons for the same;
 - (c) major accounting entries involving estimates based on the exercise of judgment by management;
 - (d) significant adjustments made in the financial statements arising out of audit findings;
 - (e) compliance with listing and other legal requirements relating to financial statements;
 - (f) disclosure of any related party transactions;
 - (g) modified opinion(s) in the draft audit report;
4. Review adequacy of internal control systems (including internal financial controls) and risk management systems;
 5. Review the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
 6. Review reports and significant findings, if any, of the Internal and Statutory Auditor and to ensure that suitable follow-up action is taken;
 7. Review the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
 8. Discussion with Statutory Auditors and Internal Auditors about nature and scope of audit and areas of concern;
 9. Review and monitor the auditor's independence and performance, and effectiveness of audit process;
 10. Review, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
 11. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any areas of concern;
 12. Examination of disclosure aspects of related party transactions and approval or any subsequent modification of transactions of the Company with related parties;
 13. Scrutiny of inter-corporate loans and investments;
 14. Valuation of undertakings or assets of the Company, wherever it is necessary;
 15. Monitoring the end use of funds raised through public offers and related matters;
 16. Review of financial statements of subsidiary companies, joint venture and associate companies;
 17. Review substantial defaults in payments to stakeholders and creditors;
 18. Review the functioning of the Vigil mechanism;
 19. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
 20. Any other functions as may be statutorily required.

NOMINATION AND REMUNERATION COMMITTEE

- During the year under review, two Committee meetings were held on August 11, 2017 and February 6, 2018
- The Composition of the said Committee as on March 31, 2018 and the attendance of the Committee members in its meeting held during the financial year under review is as follows:

Name of the Director	Designation	Meetings attended
Mr. Vinayak Hajare	Chairman	2
Mr. Sanjay Buch	Member	2
Mr. Satish Varma	Member	2

The Company Secretary acts as Secretary to the Committee.

- **Terms of reference:**

The terms of reference include:-

Identify 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.

Carry out evaluation of every director's performance.

Devising a policy on diversity of Board of Directors

Formulate the criteria for determining qualifications, positive attributes and independence of a director.

Recommend to the Board a policy, relating to the remuneration for the Directors, Key Managerial Personnel (KMP) and other employees.

Recommend 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.

Any other terms of reference, role, responsibility and powers as may be prescribed from time to time (i) under the Companies Act, 2013 and rules made thereunder and the SEBI Listing Regulations; and/or (ii) by the Board of Directors of the Company.

Nomination and Remuneration policy and performance evaluation of Board and individual Directors:

As per the Nomination and Remuneration policy of the Company ('Remuneration Policy'), the Director(s), KMP, Senior management personnel in addition to the criteria mentioned in the Act and SEBI Listing Regulations, should inter alia possess (a) relevant qualification, experience and expertise; (b) strong analytical and excellent communication skills; (c) collaborative and flexible style, with a high level of professionalism; and (d) leadership skills.

ANNUAL PERFORMANCE EVALUATION OF THE BOARD, ITS COMMITTEES AND INDIVIDUAL DIRECTORS

Pursuant to provisions of the Act, SEBI Listing Regulations and Remuneration Policy, the Directors of the Company carried out annual performance evaluation of the Board as a whole, Committees of the Board and Individual Directors (excluding the Director being evaluated).

A meeting of Independent Directors of the Company was held to: (a) review the performance of Chairperson, Non Independent Directors and the Board as a whole; (b) assess the quality, quantity and timeliness of flow of information between the Company management and the Board.

The evaluation was done through a structured process and forms, covering various aspects such as composition of Board, professional knowledge and expertise, performance of individual roles and duties including contribution in Board / Committee meetings, protection of interest of all stakeholders etc.

Details of remuneration of Directors for the financial year ended March 31, 2018 are as follows:

Name of Director	Sitting Fees * (Rs)	Salary (Rs)	Contribution to PF and other funds (Rs)	Benefits & Perquisites (Rs)	Total (Rs)	No. of shares held
Mr. Sanjay Buch Independent Director	2,20,000	-	-	-	2,20,000	NIL
Ms. Rajeshwari Datla Non-Executive Director	1,90,000	-	-	-	1,90,000	31,768
Mr. Vinayak Hajare Independent Director	2,30,000	-	-	-	2,30,000	NIL
Mr. Krishna Datla ** Managing Director	-	80,75,000	8,28,000	3,15,086	92,18,086	1,99,085
Mr. Satish Varma Non-Executive Director	2,00,000	-	-	-	2,00,000	NIL
TOTAL	8,40,000	80,75,000	8,28,000	3,15,086	1,00,58,086	2,30,853

* Sitting Fees include fees for Board and Committee Meetings @ Rs. 20,000 and Rs. 5,000 per meeting respectively. With effect from February 7, 2018, sitting fees include fees for Board and Committee Meetings @ Rs. 40,000 and Rs. 10,000 per meeting respectively.

** The agreement between the Company and the Managing Director is for a period of three years effective May 9, 2018. Either party is entitled to terminate the said agreement by giving not less than three month's notice in writing to the other party or such other period as may be mutually decided.

The Company has not granted any Stock Option to any Director. There has been no materially relevant pecuniary transaction or relationship between the Company and its Non-Executive / Independent Directors during the year under review, except as stated above.

The Non-Executive Directors receive sitting fees for attending the meetings of Board of Directors and its Committees.

STAKEHOLDERS RELATIONSHIP COMMITTEE

- During the year under review, four Stakeholders Relationship Committee meetings were held on May 30, 2017, August 11, 2017, September 14, 2017 and February 6, 2018. The composition of the Committee as on March 31, 2018 and the attendance at the said Committee meeting is as follows:

Name of the Director	Designation	Meetings attended
Mr. Sanjay Buch	Chairman	4
Mr. Krishna Datla	Member	4
Mr. Satish Varma	Member	4
Mr. Vinayak Hajare	Member	4

The Company Secretary acts as a Secretary to Stakeholders Relationship Committee.

Terms of Reference:

The Committee, inter alia, deals in matters relating to:

- Redressal of Members' grievances.
- Issue of duplicate Share Certificates.
- Review of Dematerialised shares.
- Transfer and Transmission of shares.
- Non-receipt of Annual Reports and declared dividends.
- Other matters related to shares and/or investor grievances.

SHAREHOLDER INFORMATION

- Name and designation of Compliance Officer: Mr. Srikant N. Sharma - Company Secretary.
Investor Helpdesk:
Mr. Srikant Sharma
DIL Limited, A -1601, Thane One, DIL Complex, Ghodbunder Road, Majiwada, Thane (West) – 400 610, Maharashtra, India
Tel No.022-67980800 Fax:-022-67980899
e-mail: srikant.sharma@dil.net

Investor Complaints and their redressal

- The numbers of investor complaints received and resolved during the financial year 2017-18 were 2.
- Pending complaints as on March 31, 2018 were NIL.

GENERAL BODY MEETINGS

- Details of the last three Annual General Meetings of the Company and Special Resolution(s) passed are as follows:

Year	Date and Time	Venue	Special Resolution(s) passed
2014-15	September 30, 2015 at 3:00 p.m.	'DIL' Complex, Ghodbunder Road, Majiwada, Thane (West) 400610.	1) Re-appointment of Mr. Krishna Datla as Managing Director for a period of three years commencing from May 9, 2015. 2) Adoption of revised Articles of Association of the Company to align with the form of Articles specified in Table F of Schedule I to the Companies Act, 2013. 3) Increase in Borrowing powers of the Company.
2015-16	September 27, 2016 at 3:00 p.m.	Thane One, DIL Complex, Ghodbunder Road, Majiwada, Thane (West) – 400 610.	1) Creation of mortgage and / or change under Section 180 (1) (a) of the Companies Act, 2013
2016-17	September 29, 2017 at 3:00 p.m.	Thane One, DIL Complex, Ghodbunder Road, Majiwada, Thane (West) – 400 610.	-

Postal Ballot

During the financial year 2017-18, the approval of the members was sought by way of Postal Ballot including e-voting vide Notice dated October 11, 2017, in respect of the following Special Resolutions:

- (i) Loans, guarantees, securities and investments
- (ii) Increase in borrowing powers of the Company
- (iii) Creation of charges and sale, lease or otherwise disposal of assets

The Company had provided its members the facility to exercise their right to vote through the postal ballot including the Electronic Voting on all the resolutions as set out in the Notice of the Postal Ballot. The Company had engaged the services of Central Depository Services Limited ("CDSL") to provide the remote e-voting facility. The Company appointed Mr. V. N. Deodhar (Membership No.FCS 1880), Proprietor of V. N. Deodhar & Co., Practising Company Secretaries as the Scrutinizer to scrutinize the entire Postal Ballot process. After due scrutiny of all the Postal Ballot Forms received up to Sunday, November 12, 2017 (5.00 p.m. IST), Mr. V. N. Deodhar, Practising Company Secretary (FCS –1880), submitted his report dated November 13, 2017 to the Chairman and stated that all the special resolutions set out in the Postal Ballot Notice were duly passed with the requisite majority.

The said results were displayed on the Notice Board of the Company on November 13, 2017 and other statutory intimation(s) of the said Postal Ballot results were completed within the stipulated timelines.

COMPANY POLICIES

VIGIL MECHANISM POLICY

The Company has adopted a Whistle Blower Policy as part of Vigil Mechanism for Directors and employees to report instances of unethical acts, actual or suspected fraud or violation of DIL's Code or other similar genuine concerns or grievances. The Vigil Mechanism Policy is displayed on the Company's website at <http://www.dil.net/Company-Policies.html>

POLICY ON DEALING WITH RELATED PARTY TRANSACTIONS ('RPT Policy')

The RPT Policy of the Company lays down the process to be adopted by the Company for: (a) identification of potential Related Party/ies; (b) materiality thresholds for RPT(s); (c) manner of dealing with and approving the transactions between the Company and its related parties. The RPT Policy also lays down the disclosure requirements of related party transactions, if any and the criteria for determining ordinary course of business and arm's length transactions.

The RPT Policy can be viewed at the Company's website at www.dil.net/Company-Policies.html

During the year under review, there were no materially significant related party transactions entered by the Company with Promoters, Directors or Key Managerial Personnel or their relatives which may have a potential conflict with the interest of the Company at large. Except as otherwise provided in this Annual report, none of the Directors has any pecuniary relationships or transactions with the Company.

POLICY FOR DETERMINING MATERIAL SUBSIDIARY

The Company has adopted a policy for determining material subsidiary as required by the SEBI Listing Regulations. The objective of this policy is to lay down criteria for identification and dealing with material subsidiaries and to formulate a governance framework for subsidiaries of the Company. The policy is uploaded on the website of the Company and can be viewed at www.dil.net/Company-Policies.html.

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

The Company has adopted 'Familiarisation Programme' for Independent Directors to ensure that the Independent Directors are familiarised with the Company's business operations, strategies, business model, nature of industry in which Company operates and role, duties and responsibilities of an Independent Director of the Company. The details of Familiarisation Programme are available at www.dil.net/Company-Policies.html.

DISCLOSURES

- The risk management reports are periodically placed before the Audit Committee and Board of Directors for review, based on the system and procedures devised.
- During the last three years, there were no instances of non-compliance by the Company and no penalties or strictures were imposed on the Company by the Stock Exchange(s) or SEBI or any statutory authority, on any matter related to the capital markets.
- Pursuant to Regulation 17(8) read with Part B of Schedule II of the SEBI Listing Regulations, the Managing Director and the Chief Financial Officer have submitted a certificate to the Board of Directors for the financial year ended March 31, 2018. The Certificate has been reviewed by the Audit Committee and taken on record by the Board of Directors.

- **Reconciliation of Share Capital Audit**

Share Capital Audit for the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital of the Company has been done by a Practising Company Secretary on a quarterly basis and the Reconciliation of Share Capital Audit Reports were issued thereon during the year under review. The audit confirms that the total issued / paid – up capital is in agreement with the total number of shares in physical form and the total number of dematerialised shares held with NSDL and CDSL.

- **Compliance with Mandatory Requirements**

The Company has complied with all the mandatory requirements, as applicable, of the Code of Corporate Governance as stipulated under the SEBI Listing Regulations.

- **Compliance with Discretionary Requirements as per Part E of Schedule II of the SEBI Listing Regulations**

The status of compliance with Discretionary Requirements as per Part E of Schedule II of the SEBI Listing Regulations is provided below:

- **Non-Executive Chairman's Office:** The Chairman's office and position is separate from that of the Managing Director.

- **Response of the Company's management in relation to the –**

(a) 'Basis for qualified opinion' and

(b) 'Qualified opinion';

as mentioned in the Independent Auditor's Report in page no. 64 of this Annual report in:

(i) (a) and (b), the Management is confident that profitability will be achieved by the referred associate entities and hence there is no permanent diminution in the valuation of these investments;

(ii), in view of the proposed revival plan by promoter of Noble Expochem Limited and considering the large asset it holds, the management is confident of recovery of this amount. Hence no provision for impairment is deemed necessary.

- **Reporting of Internal Auditor:** The Internal Auditor reports to the Audit Committee in all functional matters.

- **Members' Rights**

The Company publishes its financial results on its website at www.dil.net which is accessible by the public at large. These financial results are also available on the website of BSE Limited at www.bseindia.com. Extract of Consolidated Financial Results and Standalone Financial Summary of the Company for each quarter are published in an English newspaper and Marathi newspaper in the format prescribed under the SEBI Listing Regulations. Hence the results are not sent to the Members individually.

MEANS OF COMMUNICATION

- The Quarterly, Half Yearly and Annual results, published in the proforma prescribed under the SEBI Listing Regulations, are approved by the Audit Committee and taken on record by the Board of Directors of the Company within the prescribed time limit. The approved results are forthwith sent to BSE Limited in prescribed format where the Company's shares are listed.

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|---|--|
| • Newspapers wherein quarterly results are published: | Business Standard (English) & Sakal (Marathi) |
| • Any website, where displayed: | Yes, BSE website (www.bseindia.com) and the Company's website (www.dil.net) |
| • Online filing with BSE Corporate Compliance & Listing Centre: | All periodical compliances of the Company as per SEBI Listing Regulations are also being filed online with the BSE Corporate Compliance & Listing Centre. |
| • SEBI Complaints Redress System (SCORES) : | The investor complaints, if any, can be uploaded on the SCORES. These complaints are processed in a centralised web based complaints redress system of SEBI (SCORES). The salient features of this system are centralised database of all complaints, online upload of Action Taken Reports (ATRs) and online viewing by investors of actions taken on the complaint and its current status. |
| • Whether it also displays official news releases and presentations made to institutional investors or to analysts: | N.A |
| • Management discussion and analysis report (MD&A) is a part of the Annual report or not: | MD&A Report forms part of the Annual Report. |

GENERAL SHAREHOLDER INFORMATION

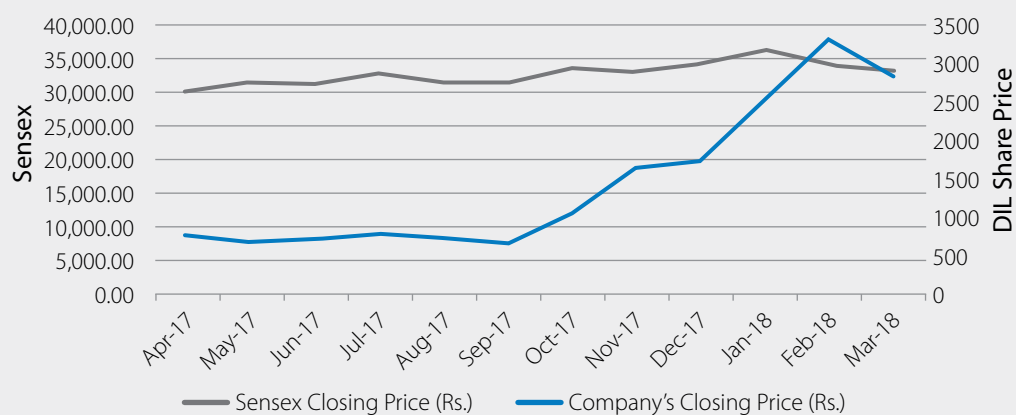
Annual General Meeting	: Friday, September 28, 2018 at 3:00 p.m. at Thane One, DIL Complex, Ghodbunder Road, Majiwada, Thane (West) – 400 610, Maharashtra, India.
• Financial Year	: April 1 to March 31
Financial reporting for the quarter ending June 30, 2018	: By August 14, 2018
Financial reporting for the quarter ending September 30, 2018	: By November 14, 2018
Financial reporting for the quarter ending December 31, 2018	: By February 14, 2019
Financial reporting for the year ending March 31, 2019	: By May 30, 2019
• Date of Book closure	: Saturday, September 22, 2018 to Friday, September 28, 2018 (both days inclusive)
• Dividend Payment Date	: Final dividend (2017-2018) of Rs 1.25 per equity share (25 %) of Rs. 5 each, if declared at this AGM, shall be paid on or after Wednesday, October 3, 2018
• Listing on Stock Exchanges	: BSE Limited (Listing fees for the year 2018-19 have been paid)
• Scrip Code on BSE Limited	: 506414
• Market Price Data	: High / low of the Company's Stock Price during each month in the financial year ended March 31, 2018

Month	DIL Limited	
	High (Rs.)	Low (Rs.)
April 2017	894	734
May 2017	770	650
June 2017	768	650
July 2017	785	650
August 2017	838	660.1
September 2017	718	590
October 2017	1152.2	670
November 2017	1650	1051
December 2017	1748.9	1463
January 2018	2737.65	1717
February 2018	3321.45	2394.45
March 2018	3321.45	2516.85

- Performance in comparison to broad-based indices such as BSE Sensex.

Month	Company's Closing Price (Rs.)	Sensex Closing Price (Rs.)	No. of shares of the Company traded
April 2017	750	29,918.4	3,545
May 2017	658	31,145.8	3,828
June 2017	702	30,921.61	5,766
July 2017	774.2	32,514.94	15,821
August 2017	696	31,730.49	46,615
September 2017	662.05	31,283.72	31,018
October 2017	1073.95	33,213.13	43,013
November 2017	1636.2	33,149.35	43,689
December 2017	1739	34,056.83	29,430
January 2018	2551	35,965.02	66,218
February 2018	3321.45	34,184.04	68,717
March 2018	2856.95	32,968.68	89,242

DIL Share Prices / BSE Sensex



Registrar and Transfer Agents

: Link Intime India Private Limited
C 101, 247 Park, L B S Marg, Vikhroli West,
Mumbai 400 083
Maharashtra, India
Tel No.: +91 22 49186000
Fax No: +91 22 49186060
Email : rnt.helpdesk@linkintime.co.in

- Share Transfer System:**

Shares are normally transferred within a period of 15 days from the date of receipt, provided the documentation is in order. In order to expedite the process of share transfers, the Board of Directors has delegated the powers of share transfer and/ or related matters to Mr. Sanjay Buch, Chairman of the Stakeholders Relationship Committee and/ or Mr. Vinayak Hajare, Member of the Stakeholders Relationship Committee and/or Mr. Srikant Sharma, Company Secretary, who attends the share transfer formalities at least once in a fortnight. The meeting of Stakeholders Relationship Committee is also held once in every three months. All transfers of shares in physical mode are registered and approved by authorised signatories of the Company.

- Distribution of the Company's equity shareholding as on March 31, 2018

Sr. No.	Range in no. of Shares	Holding (no. of shares)	Amount (Rs.)	% to Total Amount	No. of Holders	% to Total Holders
1	1 - 500	2,60,755	26,07,550	11.3708	3,947	95.7545
2	501 - 1000	58,855	5,88,550	2.5665	81	1.9651
3	1001 - 2000	58,365	5,83,650	2.5451	40	0.9704
4	2001 - 3000	32,182	3,21,820	1.4034	13	0.3154
5	3001 - 4000	27,963	2,79,630	1.2194	8	0.1941
6	4001 - 5000	23,130	2,31,300	1.0086	5	0.1213
7	5001 - 10000	81,189	8,11,890	3.5404	12	0.2911
8	10001 and above	17,50,759	1,75,07,590	76.3457	16	0.3882
	Total	22,93,198	2,29,31,980	100	4,122	100

• Equity Shareholding Pattern as on March 31, 2018

	Shareholding (no. of shares)	% of holding
Promoters	14,35,320	62.59
Hindu Undivided Family	43,362	1.89
Foreign Banks & NRIs	5,517	0.24
Banks and Financial Institutions	10	0.00
Other Bodies Corporate	84,393	3.68
General Public	7,12,981	31.09
Clearing Members	11,615	0.51
TOTAL	22,93,198	100

- **Dematerialisation of Shares:** The Company and Link Intime India Private Limited, has signed Tripartite Agreements with the National Securities Depository Ltd. and the Central Depository Services (India) Ltd. respectively. The shares of the Company are compulsorily traded in the dematerialised form in the Stock Exchange. Presently 97.33% of the equity shares of the Company have been dematerialised.

- **Address for Correspondence :**

Link Intime India Private Limited
C 101, 247 Park
L B S Marg, Vikhroli West,
Mumbai – 400 083.
Maharashtra, India
Tel No.: +91 22 49186000
Fax No.: +91 22 49186060
Email : rnt.helpdesk@linkintime.co.in

DIL Limited
A -1601, Thane One, DIL Complex,
Ghodbunder Road, Majiwada,
Thane (West) – 400 610
Maharashtra, India.
ISIN: INE225B01021
Tel No.: + 91 22 66230800
Fax No.: + 91 22 6798 0899
Email: srikant.sharma@dil.net

For and on behalf of the Board of Directors

Sanjay Buch
Chairman
(DIN: 00391436)

Registered Office:
A – 1601, Thane One,
'DIL' Complex,
Ghodbunder Road, Majiwada,
Thane (West) – 400 610,
Maharashtra, India.
August 14, 2018