## VIKAS WSP LIMITED

B-86/87, Udyog Vihar, RIICO, Industrial Area

Sriganganagar - 335 002 / INDIA

CIN: L24139HR1988PLC030300

E-mail: vikasvegan@yahoo.com, website: www.vikaswspltd.in

Telephone: 91(154) 2494512/2494552 Fax: 91(154) 2494361/2475376







July 14, 2017

To
The General Manager,
Bombay Stock Exchange
Corporate Relation Department,
Phiroze Jeejeebhoy Tower,
Dalal Street, Mumbai – 400001

Ref: Vikas WSP Limited (Scrip Code-519307)

**Subject:** -Compliance Report on Corporate Governance under Regulation 27(2) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 for the quarter ended as on June 30, 2017.

## Dear Sir/Madam,

Pursuant to Regulation 27(2) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, please find attached herewith the Compliance Certificate on Corporate Governance for the quarter ended as on June 30, 2017.

Kindly take the above information on record.

Thanking You,

Yours Faithfully,

For VIKAS WSP LIMITED

Bajrang Dass Jindal

Managing Director

00036553

123, Vinoba Basti

Sriganganagar 335001

Encl: As above

| General information about company |                   |  |  |  |
|-----------------------------------|-------------------|--|--|--|
| Scrip code                        | 519307            |  |  |  |
| Name of the entity                | Vikas WSP Limited |  |  |  |
| Date of start of financial year   | 01-04-2017        |  |  |  |
| Date of end of financial year     | 31-03-2018        |  |  |  |
| Reporting Quarter                 | Quarterly         |  |  |  |
| Date of Report                    | 30-06-2017        |  |  |  |
| Risk management committee         | Applicable        |  |  |  |

Guyan Kumur Kan Company Secretary

|    |                          |                           |              |              |  | 1                          | Annexu                        | re I   |                   |  |  |   |  |      |
|----|--------------------------|---------------------------|--------------|--------------|--|----------------------------|-------------------------------|--|-------------------|--|--|---|--|------|
|    |                          |                           |              | Ar           | nexure I to                                    | be submit                  | ted by lis                    | sted entity o                                    | on quarte         | erly basi                                  | s  |   |  |      |
|    |                          |                           |              |              | I.   | . Compositi                | ion of Bo                     | ard of Dire                                      | ectors            |  |  |   |  |      |
|    |                          |                           |              |              |  |                            |                               |  |                   | of directo                                 | rs explanatory   |   |  |      |
|    | r                        |                           | Is there any | change in ir | formation of b                                 | oard of directo            | ors compare                   | to previous qu                                   | arier             |  | 1  |   | ı  |      |
| Sr | Title<br>(Mr<br>/<br>Ms) | Name of the<br>Director   | PAN          | DłN          | Category 1<br>of directors                     | Category 2<br>of directors | Category<br>3 of<br>directors | Date of<br>appointment<br>in the<br>current term | Date of cessation | Tenure<br>of<br>director<br>(in<br>months) | No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations) | Number of of memberships in Audit/ Stakeholder Committee (s) including this listed entity (Rofer Regulation 26(1) of Listing Regulations) | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations) | Note |
| 1  | Mrs                      | BIMLA<br>DEVI<br>JINDAL   | ABSPJ6495R   | 00034997     | Executive<br>Director                          | Not<br>Applicable          |                               | 10-06-2005                                       |                   |  | 2  | 1   | 0  |      |
| 2  | Mr                       | BAJRANG<br>DASS<br>JINDAL | ACHP39024A   | 00036553     | Executive<br>Director                          | Chairperson                | MD                            | 22-06-1988                                       |                   |  | 2  | ı   | 0  |      |
| 3  | Mr                       | VISHNU<br>BHAGWAN         | AANPB0074A   | 00605506     | Non-<br>Executive -<br>Independent<br>Director | Not<br>Applicable          |                               | 30-09-2014                                       |                   | 60   | ì  | 0   | 0  |      |
| 4  | Mr                       | KISHAN<br>LAL             | AARPL1165G   | 01878703     | Non-<br>Executive -<br>Independent<br>Director | Not<br>Applicable          |                               | 30-09-2014                                       |                   | 60   | ı  | o   | 0  |      |

Comprovisecrosson

|    | . Aunexure I   |                         |            |          |  |                               |                               |   |                   |  |  |  |  |       |
|----|--|-------------------------|------------|----------|--|-------------------------------|-------------------------------|---|-------------------|--|--|--|--|-------|
|    | Annexure I to be submitted by listed entity on quarterly basis |                         |            |          |  |                               |                               |   |                   |  |  |  |  |       |
|    |  |                         |            |          | I.   | Composi                       | tion of B                     | oard of Dir                             | ectors            |  |  |  |  |       |
| Sr | Title<br>(Mr<br>/<br>Ms)                                       | Name of<br>the Director | PAN        | DIN      | Category 1<br>of directors                     | Category<br>2 of<br>directors | Category<br>3 of<br>directors | Date of appointment in the current term | Date of cessation | Tenure<br>of<br>director<br>(in<br>months) | No of<br>Directorship<br>in listed<br>entities<br>including<br>this listed<br>entity (Refer<br>Regulation<br>25(1) of<br>Listing<br>Regulations) | Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulations) | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations) | Notes |
| 5  | Mr   | RAM<br>AWTAR<br>MITTAL  | AEIPM2054G | 02303734 | Non-<br>Executive -<br>Independent<br>Director | Not<br>Applicable             |                               | 30-09-2014                              |                   | 60   | 1  | 2  | 1  |       |
| 6  | Mrs  | KAMINI<br>JINDAL        | AMIPJ8101H | 05268741 | Executive<br>Director                          | Not<br>Applicable             |                               | 16-07-2012                              |                   |  | 2  | 2  | 0  |       |
| 7  | Mr   | NEERAJ<br>CHHABRA       | AONPC7100G | 06467189 | Non-<br>Executive -<br>Independent<br>Director | Not<br>Applicable             |                               | 30-09-2014                              |                   | 60   | 2  | 4  | 1  |       |

For VINCE TO SERVICE

Cympun Krmer Kan

| Annexure 1 |   |                             |   |                      |                         |  |  |  |
|------------|---|-----------------------------|---|----------------------|-------------------------|--|--|--|
| II.        | Composition of Committees   |                             |   | •                    | ·                       |  |  |  |
|            |   | Disclosure                  | of notes on composition of co           | mmittees explanatory | •                       |  |  |  |
|            | Is there any char   | nge in information of commi | tees compare to previous quart          | er                   |                         |  |  |  |
| Sr         | Name Of Committee Name of Committee Category 1 of directors directors directors |                             |   |                      | Name of other committee |  |  |  |
| l          | Audit Committee   | KAMINI JINDAL               | Executive Director                      | Member               |                         |  |  |  |
| 2          | Audit Committee   | NEERAJ CHHABRA              | Non-Executive -<br>Independent Director | Member               |                         |  |  |  |
| 3          | Audit Committee   | RAM AWTAR MITTAL            | Non-Executive -<br>Independent Director | Chairperson          |                         |  |  |  |
| 4          | Nomination and remuneration committee   | BAJRANG DASS<br>AGARWAL     | Executive Director                      | Member               | ***                     |  |  |  |
| 5          | Nomination and remuneration committee   | NEERAJ CHHABRA              | Non-Executive -<br>Independent Director | Member               |                         |  |  |  |
| 6          | Nomination and remuneration committee   | RAM AWTAR MITTAL            | Non-Executive -<br>Independent Director | Chairperson          |                         |  |  |  |
| 7          | Stakeholders Relationship<br>Committee  | BAJRANG DASS<br>AGGARWAL    | Executive Director                      | Member               |                         |  |  |  |
| 8          | Stakeholders Relationship<br>Committee  | NEERAJ CHHABRA              | Non-Executive -<br>Independent Director | Chairperson          |                         |  |  |  |
| 9          | Stakeholders Relationship<br>Committee  | RAM AWTAR MITTAL            | Non-Executive - Nominee<br>Director     | Member               |                         |  |  |  |
| [0         | Risk Management Committee   | BAJRANG DASS<br>AGGARWAL    | Executive Director                      | Chairperson          |                         |  |  |  |

Company Secretary

|     | Annexure 1                                   |                           |   |                         |                         |  |  |  |  |
|-----|--|---------------------------|---|-------------------------|-------------------------|--|--|--|--|
| IJ. | II. Composition of Committees                |                           |   |                         |                         |  |  |  |  |
| Sr  | Name Of Committee                            | Name of Committee members | Category 1 of directors                 | Category 2 of directors | Name of other committee |  |  |  |  |
| 11  | Risk Management Committee                    | BIMLA DEVI JINDAL         | Executive Director                      | Member                  |                         |  |  |  |  |
| 12  | Risk Management Committee                    | KAMINI JINDAL             | Executive Director                      | Member                  |                         |  |  |  |  |
| 13  | Corporate Social Responsibility<br>Committee | NEERAJ CHHABRA            | Non-Executive -<br>Independent Director | Chairperson             |                         |  |  |  |  |
| 14  | Corporate Social Responsibility<br>Committee | BIMLA DEVI JINDAL         | Executive Director                      | Member                  | ··· <del>·</del>        |  |  |  |  |
| 15  | Corporate Social Responsibility Committee    | BAJRANG DASS<br>AGGARWAL  | Executive Director                      | Метвег                  |                         |  |  |  |  |

Gompany Secretary Kang

|     | Annexure 1  |  |   |  |  |  |  |
|-----|---|--|---|--|--|--|--|
| An  | nexure 1  |  |   |  |  |  |  |
| ĮII | . Meeting of Board of Directors                     |  |   |  |  |  |  |
|     | Disclosure of notes on                              | meeting of board of directors explanatory          |   |  |  |  |  |
| Sr  | Date(s) of meeting (if any) in the previous quarter | Date(s) of meeting (if any) in the current quarter | Maximum gap between any two consecutive (in number of days) |  |  |  |  |
| ı   | 03-01-2017  |  |   |  |  |  |  |
| 2   | 03-02-2017  |  | 30  |  |  |  |  |
| 3   | 14-02-2017  |  | 10  |  |  |  |  |
| 4   | 21-03-2017  |  | 34  |  |  |  |  |
| 5   |   | 25-04-2017   | 34  |  |  |  |  |
| 6   |   | 30-05-2017   | 34  |  |  |  |  |
| 7   |   | 08-06-2017   | 8   |  |  |  |  |

company Secretary

| Annexure 1                |   |   |  |   |  |   |                         |  |  |
|---------------------------|---|---|--|---|--|---|-------------------------|--|--|
| IV. Meeting of Committees |   |   |  |   |  |   |                         |  |  |
|                           |   |   |  | Disclosure of n                           | otes on meeting of c   | ommittees explanatory   |                         |  |  |
| Sr                        | Name of<br>Committee                            | Date(s) of meeting of the committee in the relevant quarter | Whether requirement of Quorum met (Yes/No) | Requirement of<br>Quorum met<br>(details) | Date(s) of<br>meeting of the<br>committee in the<br>previous quarter | Maximum gap<br>between any two<br>consecutive meetings<br>(in number of days) | Name of other committee |  |  |
| 1                         | Audit Committee                                 | 30-05-2017  | Yes  | ALL<br>MEMBERS<br>WERE<br>PRESENT         | 14-02-2017   | 104   |                         |  |  |
| 2                         | Nomination and remuneration committee           | 30-05-2017  | Yes  | ALL<br>MEMBERS<br>WERE<br>PRESENT         | 14-02-2017   | 104   |                         |  |  |
| 3                         | Stakeholders<br>Relationship<br>Committee       | 30-05-2017<br>*   | Yes  | ALL<br>MEMBERS<br>WERE<br>PRESENT         | 14-02-2017   | 104   |                         |  |  |
| 4                         | Risk Management<br>Committee                    | 30-05-2017  | Yes  | ALL<br>MEMBERS<br>WERE<br>PRESENT         | 14-02-2017   | 104   |                         |  |  |
| 5                         | Corporate Social<br>Responsibility<br>Committee | 30-05-2017  | Yes  | ALL<br>MEMBERS<br>WERE<br>PRESENT         | 14-02-2017   | 104   |                         |  |  |

FOR VIKAS WSP LIMITED

Grajus Kray, Kan

Company Secretary

|    | Annexure 1   |                                  |  |  |  |  |  |
|----|--|----------------------------------|--|--|--|--|--|
| v. | V. Related Party Transactions  |                                  |  |  |  |  |  |
| Sr | Subject  | Compliance status<br>(Yes/No/NA) | If status is "No" details of non-<br>compliance may be given here. |  |  |  |  |
| l  | Whether prior approval of audit committee obtained   | Yes                              |  |  |  |  |  |
| 2  | Whether shareholder approval obtained for material RPT   | Yes                              |  |  |  |  |  |
| 3  | Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | Yes                              |  |  |  |  |  |

Company Secretary Kurn

| Annexure 1 |  |                               |  |  |  |  |  |
|------------|--|-------------------------------|--|--|--|--|--|
| VI         | VI. Affirmations   |                               |  |  |  |  |  |
| Sr         | Subject  | Compliance status<br>(Yes/No) |  |  |  |  |  |
| 1          | The composition of Board of Directors is in terms of SEBI (Listing obligations and disclusure requirements) Regulations, 2015  | Yes                           |  |  |  |  |  |
| 2          | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee  | Yes                           |  |  |  |  |  |
| 3          | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee                                   | Yes                           |  |  |  |  |  |
| 4          | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 c. Stakeholders relationship committee                                    | Yes                           |  |  |  |  |  |
| 5          | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities) | Yes                           |  |  |  |  |  |
| 6          | The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.                              | Yes                           |  |  |  |  |  |
| 7          | The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.                  | Yes                           |  |  |  |  |  |
| 8          | This report and/or the report submitted in the previous quarter has been placed before Board of Directors.   | Yes                           |  |  |  |  |  |

Company Secretary Kan

| Signatory Details     |                    |   |  |  |
|-----------------------|--------------------|---|--|--|
| Name of signatory     | Gunjan Kumar Karn  |   |  |  |
| Designation of person | Compliance Officer |   |  |  |
| Place                 | Sri Ganganagar     | - |  |  |
| Date                  | 14-07-2017         |   |  |  |

Company Secretary