

General information about company	
ISIN Code	IN000001
NSE Symbol	WGL
BSE Symbol	WGL
ISIN	IN0000010004
Name of the entity	WALTER ALKALI CHEMICALS AND FERTILIZERS LIMITED
Date of start of financial year	01-01-2019
Date of end of financial year	31-03-2020
Reporting Quarter	Third
Date of Report	31-03-2020
Risk Management committee	Not Applicable
Market Capitalization as per immediate previous Financial Year	Any other

Annexure I																				
Annexure I to be submitted by listed entity on quarterly basis																				
I. Composition of Board of Directors																				
Disclosure of terms on composition of board of directors explanatory																				
Whether the listed entity has a Regular Chairperson																				
Whether Chairperson is related to CEO or CFO																				
Sr	Sl. No.	Name of the Director	DOB	Age	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed (Date & Time of Meeting)	Date of passing of special resolution	Latest Date of appointment	Date of re-appointment	Date of cessation	Number of Director (in months)	No. of Directorship in listed entities including the listed entity (Date of Resignation / Date of Leaving Resignation)	No. of Independent Directorship in listed entities including the listed entity (Date of Resignation / Date of Leaving Resignation)	Number of Directorship in listed entities including the listed entity (Date of Resignation / Date of Leaving Resignation)	No. of Directorship in listed entities including the listed entity (Date of Resignation / Date of Leaving Resignation)	Whether he is not providing Part	Whether he is not providing Part
1	01	B. Narasimhan	01/01/1954	66	Non-Executive-Independent Director			22.04.2019	Yes	01-08-2019	11.01.2020	11.08.2019		48	1	2	1	2		
2	02	S. Anand	08/01/1974	46	Non-Executive-Independent Director			01.11.2019	Yes	01-08-2019	21.01.2020	14.08.2019		48	0	0	0	0		
3	03	Rita Chandrasekar	08/01/1964	56	Non-Executive-Independent Director			04/11/2019	Yes	20-01-2019	04-01-2020	04-01-2019		48	1	2	1	2		
4	04	G. Ramachandran	08/01/1960	60	Executive Director			01-08-2019	Yes	11-01-2019	11-01-2020	11-01-2019		48	0	0	0	0		

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson							
Sr	Sl. No.	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01	B. Narasimhan	Non-Executive-Independent Director	Chairperson	27.01.2019		
2	02	S. Anand	Non-Executive-Independent Director	Member	27.01.2019		
3	03	Rita Chandrasekar	Non-Executive-Independent Director	Member	02.08.2019		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson							
Sr	Sl. No.	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01	B. Narasimhan	Non-Executive-Independent Director	Chairperson	27.01.2019		
2	02	S. Anand	Non-Executive-Independent Director	Member	27.01.2019		
3	03	Rita Chandrasekar	Non-Executive-Independent Director	Member	02.08.2019		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson							
Sr	Sl. No.	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01	B. Narasimhan	Non-Executive-Independent Director	Chairperson	27.01.2019		
2	02	G. Ramachandran	Executive Director	Member	27.01.2019		
3	03	S. Anand	Non-Executive-Independent Director	Member	27.01.2019		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	Sl. No.	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01	B. Narasimhan	Non-Executive-Independent Director	Chairperson	27.01.2019		
2	02	G. Ramachandran	Executive Director	Member	27.01.2019		
3	03	S. Anand	Non-Executive-Independent Director	Member	27.01.2019		
4	04	S. Sankaranarayanan	Member	Member	27.01.2019		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson							
Sr	Sl. No.	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01	B. Narasimhan	Non-Executive-Independent Director	Chairperson	27.01.2019		
2	02	G. Ramachandran	Executive Director	Member	27.01.2019		
3	03	S. Anand	Non-Executive-Independent Director	Member	27.01.2019		

Other Committees							
Sr	Sl. No.	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks	

Annexure I												
Annexure I												
III. Meeting of Board of Directors												
Disclosure of terms on meeting of board of directors explanatory												
Sr	Date of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Minimum no. of members (in number of days)	Notes for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*					
1	11-11-2019				Yes	4	3					
2		10-02-2020	30		Yes	4	3					

Annexure I												
IV. Meeting of Committees												
Disclosure of terms on meeting of committees explanatory												
Sr	Name of Committee	Date of meeting (Date date of Previous quarter and Current quarter in chronological order)	Minimum no. of members (in number of days)	Name of other committee	Notes for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*				
1	Audit Committee	11-11-2019				Yes	3	3				
2	Audit Committee	10-02-2020	30			Yes	3	3				
3	Stakeholders Relationship Committee	11-11-2019				Yes	3	3				
4	Stakeholders Relationship Committee	10-02-2020	30			Yes	3	3				

Annexure I				
V. Related Party Transactions				
Sr	Subject	Compliance status (Yes/No/NA)	If status is 'No' details of non-compliance may be given here	
1	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 committee approval have been reviewed by Audit Committee	Yes		

Annexure I				
VI. Affirmations				
Sr	Subject	Compliance status (Yes/No)		
1	The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements), 2015	Yes		
2	The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements), 2015 a. Audit Committee	Yes		
3	The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements), 2015 b. Nomination & remuneration committee	Yes		
4	The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements), 2015 c. Stakeholders relationship committee	Yes		
5	The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements), 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), 2015.	Yes		
7	The meetings of the board of directors and the other committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements), 2015.	Yes		
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes		

Annexure I		
Sr	Subject	Compliance status
1	Name of signatory	WALTER ANANTH P J
2	Designation	Company Secretary and Compliance Officer

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is 'No' details of non-compliance may be given here	Web address
1	Details of business	Yes		www.walter.com
2	Terms and conditions of appointment of independent directors	Yes		www.walter.com
3	Composition of various committees of board of directors	Yes		www.walter.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.walter.com
5	Details of establishment of vigil mechanism/Whistle Blower policy	Yes		www.walter.com
6	Criteria of making payments to non-executive directors	Yes		www.walter.com
7	Policy on dealing with related party transactions	Yes		www.walter.com
8	Policy for determining related party transactions	Yes		www.walter.com
9	Details of remediation programmes implemented by independent directors	Yes		www.walter.com

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is 'No' details of non-compliance may be given here	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assessing and handling investor grievances	Yes		www.walter.com
11	email address for grievance redressal and other relevant details	Yes		www.walter.com
12	Financial results	Yes		www.walter.com
13	Shareholding pattern	Yes		www.walter.com
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analyst or institutional investors contemporaneously with reference to stock exchange	NA		
16	Dividend and the dividend of the listed entity	NA		
17	Advertisement as per regulation 47 (E)	Yes		www.walter.com
18	Credit rating or reviews or credit rating obtained	NA		
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		
20	Whether company has provided information under separate section on its website as per Regulation 49(2)	Yes		www.walter.com
21	Materiality Policy as per Regulation 31	Yes		www.walter.com
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		www.walter.com
23	It is certified that these contents on the website of the listed entity are correct	Yes		www.walter.com

Annexure II				
II. Annual affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is 'No' details of non-compliance may be given here
1	Independent director(s) have been appointed in terms of specified criteria of independence and eligibility	17(1)& 20(1)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(3A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plan for orderly succession for appointments	17(3)	Yes	
7	Code of Conduct	17(3)	Yes	
8	Pre-appointment	17(3)	Yes	
9	Minimum Information	17(3)	Yes	
10	Compliance Certificate	17(3)	Yes	

Annexure II				
II. Annual affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is 'No' details of non-compliance may be given here
11	Risk Assessment & Management	17(9)	NA	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Minimum notice of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	18(1)& (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	18(3A)	Yes	
19	Meeting of Nomination and Remuneration Committee	18(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(3A)	Yes	

Annexure II				
II. Annual affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is 'No' details of non-compliance may be given here
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1)&21(1A)& 21(1B)	NA	
23	Meeting of Risk Management Committee	21(3A)	NA	
24	Vigil Mechanism	22	Yes	
25	Policy for related party transactions	23(1)&24(1), 24(2) & 24(3)	Yes	
26	Prior or Shareholder approval of Audit Committee for all related party transactions	23(3), (7)	Yes	
27	Approval by auditor of related party transactions	23(4)	NA	
28	Disclosure of related party transactions on consolidated basis	23(5)	NA	
29	Composition of Board of Directors of related financial institution	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(7)&24(10) & 25	NA	

Annexure II				
II. Annual affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is 'No' details of non-compliance may be given here
31	Annual Secretarial Compliance Report	26(A)	Yes	
32	Affirmation Director to Independent Director	27(1)	Yes	
33	Minimum Tenure	28(1)	Yes	
34	Meeting of independent directors	27(1)& 28 (4)	Yes	
35	Functionalization of independent directors	29(1)	Yes	
36	Declaration from Independent Director	29(1)& 29 (5)	Yes	
37	D & D Incentive for Independent Directors	29(1)	NA	
38	Monographs to Chairpersons	28(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and senior management personnel	28(1)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	28(1)	Yes	
41	Policy with respect to Obligations of directors and senior management	28(1)& 28(1)	Yes	
Any other information to be provided - Add Note				

Annexure II		
Sr	Name of signatory	WALTER ANANTH P J
2	Designation	Company Secretary and Compliance Officer

Annexure II		
III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Internal Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA
Any other information to be provided		

Annexure II		
Sr	Name of signatory	WALTER ANANTH P J
2	Designation	Company Secretary and Compliance Officer

Signatory Details			
Name of signatory	WALTER ANANTH P J		
Designation of person	Company Secretary and Compliance Officer		
Place	CHENNAI		
Date	04-05-2020		