

14th January, 2016

To
The General Manager,
Department of Corporate Services,
BSE Ltd.
P.J. Towers, Dalal Street,
Fort, Mumbai- 400 001

To
The Manager,
Listing Department
The National Stock Exchange of India Ltd.
"Exchange Plaza", Bandra-Kurla Complex,
Bandra (East), Mumbai- 400 051

Dear Sir,

Ref: BSE Scrip Code: 532946 and NSE Symbol: BANG

Sub.: Submission of Report on Corporate Governance under Regulation 27(2)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Pursuant to Regulation 27(2)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Please find enclosed Report on Corporate Governance for the quarter ended 31st December, 2015.

Kindly acknowledge the receipt.

Thanking you,

For Bang Overseas Limited



Brijgopal Bang
Chairman & Managing Director
DIN: 00112203

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE UNDER REGULATION 27(2) OF THE LISTING REGULATIONS

1. Name of Listed Entity: **BANG OVERSEAS LIMITED**
2. Quarter ending: **31st December, 2015**

I. Composition of Board of Directors									
Sr. No.	Title (Mr. / Ms)	Name of the Director	PAN\$ & DIN	Category (Chairperson/Executive/Non-Executive/independent/Nominee) &	Date of Appointment in the current term /cessation	Tenure*	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairpersons in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
1	Mr.	Brijgopal Balaram Bang	PAN: AJSPB2163L DIN: 00112203	Chairman- Managing Director - Executive Director	01/12/2006	NA	0	2	NA
2	Ms.	Raghvendra Venugopal Bang	PAN: AFLPB0933P DIN: 00356811	Executive Director	14/02/2013	NA	0	2	NA
3	Mr.	Purshottam Bang	PAN: ADAPB3468N DIN: 02544947	Executive Director	14/02/2013	NA	0	NA	NA
4	Mr.	Vijay Dattatraya Ajgaonkar	PAN: AADPA5275E DIN: 00065102	Non- Executive - Independent Director	29/09/2014	5 Years	3	2	2
5	Mr.	Subrata Kumar Dey	PAN: AFTPD0266P DIN: 03533584	Non- Executive - Independent Director	29/09/2014	5 Years	3	2	2



6	Mrs.	Swati Sahukara	PAN: BUXPS7672C DIN: 06801137	Non-Executive - Additional Independent Director	02/02/2015	5 Years	4	3	NA
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§PAN number of any director would not be displayed on the website of Stock Exchange.

&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen.

* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

II. Composition of Committees			
Sr. No	Name of Committee	Name of Committee members	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee) s
1	Audit Committee	Mr. Subrata Kumar Dey Mr. Vijay Dattatraya Ajgaonkar Ms. Swati Sahukara	Chairman/Non-Executive/Independent Director Non-Executive /Independent Director Non-Executive/Independent Director
2	Nomination & Remuneration Committee	Mr. Subrata Kumar Dey Mr. Vijay Dattatraya Ajgaonkar Ms. Swati Sahukara	Chairman/Non-Executive/Independent Director Non-Executive/Independent Director Non-Executive/Independent Director
3	Risk Management Committee (if applicable)	N.A.	N.A.
4	Stakeholders Relationship Committee	Mr. Vijay Dattatraya Ajgaonkar Mr. Brijgopal Bang Mr. Raghvendra Bang	Chairman/Non-Executive /Independent Director Executive Director Executive Director

&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen.

III. Meeting of Board of Directors		
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
14 th August, 2015	10 th November, 2015	87 days

IV. Meeting of Committees			
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
10 th November, 2015 -Audit Committee Meeting	Yes	14 th August, 2015- Audit Committee Meeting	87 days



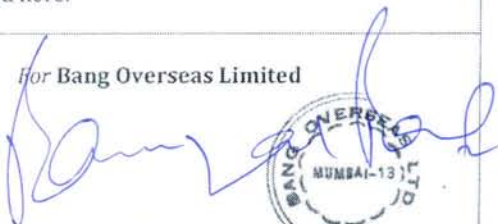

10 th November, 2015-Stakeholders Relationship Committee Meeting	Yes	14 th August, 2015-Stakeholders Relationship Committee Meeting	-
-	-	-	-

This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.

V. Related Party Transactions	
Subject	Compliance status (Yes /No /NA) refer note below
Whether prior approval of audit committee obtained	NA
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA

Note

- In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/ No/ N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
- If status is "No" details of non-compliance may be given here.

VI. Affirmations
<ol style="list-style-type: none"> The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 <ol style="list-style-type: none"> Audit Committee Nomination & remuneration committee Stakeholders relationship committee Risk management committee (applicable to the top 100 listed entities) The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. 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. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:
Place: Mumbai Date: 14.01.2016
<p style="text-align: right;">For Bang Overseas Limited</p>   <p style="text-align: right;">Brijgopal Bang Chairman & Managing Director DIN: 00112203</p>

Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.