

ORIENTAL CARBON & CHEMICALS LIMITED

[Corporate Identity Number (CIN) - L24297WB1978PLC031539]
Regd. Office : "Duncan House", 31, Netaji Subhas Road, Kolkata - 700 001
☎ : 091-033-2230-6831/6832, Fax No. : 091-033-22434772
Email : occl@cal2.vsnl.net.in, occlkol@gmail.com, Website : www.occlindia.com

13th January 2016

The Secretary
The Calcutta Stock Exchange Ltd.
7 Lyons Range
Kolkata-700 001

DCS- CRD
Corporate Relationship Dept.
BSE Limited
Floor 25, Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai 400 001
Fax No. (022) 22723121/2037/2041/3719/2039/2061

Scrip Code: BSE-506579 and CSE-25065

Dear Sir,

Re: Report on Corporate Governance

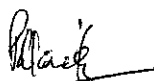
Pursuant to the Regulation 27(2) of SEBI (Listing Obligation & Disclosure Requirements) 2015 enclosed please find herewith report on Corporate Governance in the required format for the quarter ended 31st December 2015.

We hope you will find the same in order.

Thanking you,

Yours Faithfully,

ORIENTAL CARBON & CHEMICALS LTD.



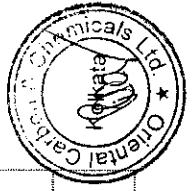
Pranab Kumar Maity
Senior Manager Legal & Company Secretary
Encl: a/a

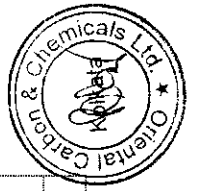
**Quarterly Corporate Governance Report
{Under Regulation 27(2) of SEBI (Listing Obligation & Disclosure Requirements) 2015}**

1. Name of Listed Entity: ORIENTAL CARBON & CHEMICALS LIMITED
2. Quarter ending: 31st December, 2015

I. Composition of Board of Directors

Title	Name	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	Number of Memberships in Audit / Stakeholders Committee (s) including this listed entity	No. of post of Chairperson in Audit / Stakeholder Committee held in listed entities including this listed entity
Mr.	Jagdish Prasad Goenka	ADVPG8549C 00136782	Chairman – Non-Executive	20.03.1985	N.A.	2	Nil	2
Mr.	Arvind Goenka	ADDPG4464E 00135653	Executive	21.05.1986	N.A.	3	2	Nil
Mr.	Akshat Goenka	AJLPG3347E 07131982	Executive	14.05.2015	N.A.	1	Nil	Nil
Mr.	Suman Jyoti Khaitan	AERPK7259Q 00023370	Non-Executive- Independent	30.07.2014	5 yrs	4	3	3
Mr.	Brij Behari Tandon	AAAPT1143M 00740511	Non-Executive- Independent	30.07.2014	5 yrs	7	6	2
Mr.	Om Prakash Dubey	ACUPD5768L 00228441	Non-Executive- Independent	30.07.2014	5 yrs	2	1	2
Mr.	Kailasam Raghuraman	AAAPR2131D 0032507	Non-Executive- Independent	30.07.2014	5 yrs	6	6	2
Mr.	Holkere Shankar Shashikumar	ABGPS1484B 06674954	Nominee	11.11.2013	N.A.	1	Nil	Nil
Mrs.	Runa Mukherjee	AJUPM1677N 02792569	Non-Executive- Independent	31.07.2015	5 yrs	1	1	Nil





II. Composition of Committees

Name of the Committee	Name of the Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)
1. Audit Committee	Mr. Om Prakash Dubey Mr. Suman Jyoti Khaitan Mr. Brij Behari Tandon	Non-Executive-Independent Non-Executive-Independent Non-Executive-Independent
2. Nomination & Remuneration Committee	Mr. Om Prakash Dubey Mr. Brij Behari Tandon	Non-Executive-Independent Non-Executive-Independent
3. Stakeholders Relationship Committee	Mr. Kailasam Raghuraman Mr. Jagadish Prasad Goenka Mr. Arvind Goenka Mr. Suman Jyoti Khaitan	Non-Executive-Independent Chairman – Non-Executive Executive Non-Executive-Independent
4. Risk Management Committee	Mr. Kailasam Raghuraman Mrs. Runa Mukherjee Mr. Akshat Goenka Mr. Vijay Sabarwal Mr. Muneesh Batta	Non-Executive-Independent Non-Executive-Independent Executive Employee – Senior Vice President (Operation) Employee – Vice President (Exports)

III. Meeting of the Board of Directors

Date of Meeting in the previous quarter	Date of Meeting in the relevant quarter	Maximum gap between any two consecutive
31.07.2015	09.11.2015	100 days

IV. Meeting of Committees

Date (s) of Meeting of the committee in the relevant quarter	Whether requirement of Quorum met	Date(s) of the meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
Audit Committee - 09.11.2015	Yes - All members present.	31.07.2015	100 days
Stakeholders Relationship Committee – 19.10.2015, 09.11.2015 & 14.12.2015	Yes – Mr. Arvind Goenka and Mr. S J Khaitan present.	31.07.2015, 19.08.2015 & 17.09.2015	
Nomination and Remuneration Committee: No meeting held	Not Applicable	No meeting held	
Risk Management Committee – 09.11.2015	Yes - All members present.	Not Applicable	

V. Related Party Transactions	Compliance status (Yes/No/NA)
Subject	
Whether prior approval of audit committee obtained	Yes
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

VI. Affirmations

1. The composition of Board of Directors in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee
 - b. Nomination & Remuneration Committee
 - c. Stakeholders relationship Committee
 - d. Risk Management Committee
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
4. 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.
5. This report and/or the report submitted in the previous quarter has been placed before the Board of Directors. Any comments /observations/advice of Board of Directors: **Not Applicable as the SEBI (LODR) Regulations, 2015 came in to force from 1st December, 2015.**

Date: 13.01.2016

Place: Kolkata



Pranab Kumar Maity

Pranab Kumar Maity

Company Secretary & Senior Manager Legal