

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company: **N R Agarwal Industries Limited**

Quarter Ending on: June 30, 2015

Particulars	Clause of Listing Agreement	Compliance Status Yes/ No / NA	Remarks
II. Board of Directors	49(II)		
(A) Composition of Board	49 (IIA)	Yes	
(B) Independent Directors	49(II B)	Yes	
(C) Non-executive Directors compensation and disclosures	49 (IIC)	Yes	
(D) Other provisions as to Board and Committees	49 (IID)	Yes	
(E) Code of Conduct	49 (IIE)	Yes	
(F) Whistle Blower Policy	49(IIF)	Yes	
III. Audit Committee	49 III		
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	
(B) Meeting of Audit Committee	49 (IIIB)	Yes	
(C) Powers of Audit Committee	49 (IIIC)	Yes	
(D) Role of Audit Committee	49 (IIID)	Yes	
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	
IV. Nomination and Remuneration Committee	49(IV)	Yes	
V. Subsidiary Companies	49(V)	N.A.	
VI. Risk Management	49 (VI)	Yes	
VII. Related Party Transaction	49 (VII)	Yes	
VIII. Disclosures	49 (VIII)		
(A) Related party transactions	49 (VIIIA)	Yes	
(B) Disclosure of Accounting treatment	49 (VII B)	Yes	Being complied in this annual report
(C) Remuneration of Directors	49 (VIIIC)	Yes	Being complied in this annual report
(D) Management	49 (VIIID)	Yes	Being complied in this annual report
(E) Shareholders	49 (VIIIE)	Yes	Being complied in this annual report
(F) Proceeds from public issues, rights issues, preferential issues etc.	49 (VIIIF)	N.A.	
IX. CEO/CFO Certification	49 IX	Yes	Being complied in this annual report
X. Report on Corporate Governance	49 X	Yes	Being complied in this annual report
XI. Compliance	49 XI	Yes	Being complied in this annual report

For N R AGARWAL INDUSTRIES LIMITED,

P. Daftary

Pooja Daftary
Company Secretary

Membership No: A38024

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