

January 14, 2016

To,
The General Manager
DCS-CRD
Bombay Stock Exchange Limited
Phiroz Jeejeebhoy Towers, Dalal Street,
Mumbai-400 001

Scrip Code: 516082

Sub.: Quarterly Compliance Report on Corporate Governance

Dear Sir/Madam,

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

Thanking you,

Yours faithfully,
For N R AGARWAL INDUSTRIES LIMITED,


Pooja Dattary
Company Secretary & Compliance Officer

Encl.: As stated above

CORPORATE GOVERNANCE REPORT

1. Name of Listed Entity

N R AGARWAL INDUSTRIES LIMITED

2. Quarter ending

31.12.2015

I. Composition of Board of Directors								
Title (Mr. / Ms)	Name of the Director	PAN & DIN	Category (Chairperson/Execu tive/Non-Executive /independent /Nominee) &	Date of Appointment in the current term/cessation	Tenure*	No of Directorships 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 Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	R N Agarwal	ADDDPA2331G 00176440	Chairperson- Executive Director	01/08/2015	-	1	1	NIL
Mr.	Raunak Agarwal	AKMPA2758B 02173330	Executive Director	01/09/2014	-	1	NIL	NIL

Ms.	Reena Agarwal	AAVPA0052D 00178743	Executive Director	08/08/2014	-	1	NIL	NIL
Mr.	Ashok Kumar Bansal	AATPB6707G 07325904	Executive Director (Additional Director)	05/11/2015	-	1	NIL	NIL
Mr.	S N Chaturvedi	AABPC2360A 00553459	Non-Executive- Independent Director	20/09/2014	19/09/2019	8	7	2
Mr.	P Kumar	AAKPK3429M 00179074	Non-Executive- Independent Director	20/09/2014	19/09/2019	2	4	4
Mr.	C R Radhakrishnan	AABPR3245B 01309312	Non-Executive- Independent Director	20/09/2014	19/09/2019	1	NIL	NIL
Mr.	Naresh Kumar Garg	AADPG7759F 07318479	Non-Executive- Independent Director (Additional Director)	05/11/2015	04/11/2020	1	NIL	NIL

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.

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)
1. Audit Committee	Shri P Kumar	Chairperson-Non-Executive-Independent Director

	Shri S N Chaturvedi Shri C R Radhakrishnan	Non-Executive-Independent Director Non-Executive-Independent Director	
2. Nomination & Remuneration Committee	Shri P Kumar Shri S N Chaturvedi Shri C R Radhakrishnan	Chairperson-Non-Executive-Independent Director Non-Executive-Independent Director Non-Executive-Independent Director	
3. Risk Management Committee	NA	NA	
4. Stakeholders Relationship Committee'	Shri P Kumar Shri S N Chaturvedi Shri R N Agarwal	Chairperson-Non-Executive-Independent Director Non-Executive-Independent 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			
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>	
04.08.2015	05.11.2015	92	
IV. Meeting of Committees-Audit Committee			
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
05.11.2015	Yes, all the Committee Members were present	04.08.2015	92
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			
<i>Subject</i>		<i>Compliance status (Yes/No/NA) Refer note below</i>	
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	

Note

1 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.

2 If status is "No" details of non-compliance may be given here.

VI. Affirmations

1. The composition of Board of Directors is 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 (applicable to the top 100 listed entities)

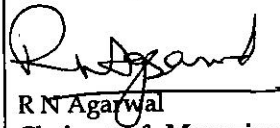
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.

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 Board of Directors.

Any comments/observations/advice of Board of Directors may be mentioned here: NA

For N R Agarwal Industries Ltd.,



R N Agarwal

Chairman & Managing Director