

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **NACL Industries Limited**
 2. Quarter ending - **31-Mar-2019**

i. Composition Of Board Of Director

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/Non-Executive / Independent/ Nominee)	Sub Category	Date of Appointment	Date of Cessation	Tenure	No of Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post in Audit/ Stakeholder Committee held in listed entities including this listed entity	Memberships in Committees of the Company	Remarks
Mrs.	Kanumuru Lakshmi Raju	00545776	ACHP R8512K	C & NED		24-Jun-2004		177	1	1	0	AC,SC	
Mr.	Kailasam Raghuraman	00320507	AAAP R2131D	ID		30-Jul-2009		116	5	4	2	AC,SC	
Mr.	Sudhakar Kudva	02410695	AABPK 1200D	ID		16-Sep-2008		126	2	2	1	AC,SC	
Mr.	N Vijayaraghavan	02491073	ADAP V4922B	NED		09-Aug-2014		55	1	2	0	AC,SC	
Mr.	Vijay Shankar Vishwanathan	00015366	ABWP V3305N	ED	M D	11-May-2011		94	1	1	0	AC,SC	
Mr.	Raghavender Mateti	06826653	ABGP M7187F	ID		26-Feb-2014		59	1	1	0	AC,SC	
Mr.	Ranvir Sain Nanda	00008255	ABEP N6243R	ID		27-May-2017		22	1	1	1	AC,SC	

Company Remarks	
Whether Permanent chairperson appointed	Yes

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Sudhakar Kudva	ID	Chairperson	06-Aug-2018	
2	Raghavender Mateti	ID	Member	26-Feb-2014	
3	Kailasam Raghuraman	ID	Member	19-May-2012	
4	N Vijayaraghavan	NED	Member	06-Aug-2018	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Ranvir Sain Nanda	ID	Chairperson	06-Aug-2018	
2	Kanumuru Lakshmi Raju	C & NED	Member	27-May-2017	
3	N Vijayaraghavan	NED	Member	07-Aug-2015	
4	Vijay Shankar Vishwanathan	ED	Member	07-Aug-2015	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Ranvir Sain Nanda	ID	Member	27-May-2017	
2	RKS Prasad	Chief Financial Officer	Member	22-Oct-2014	
3	Vijay Shankar Vishwanathan	ED	Member	22-Oct-2014	
4	Sudhakar Kudva	ID	Chairperson	22-Oct-2014	
5	Harish Chandra Bijlwan	Vice President -Operation & Technology	Member	22-Oct-2014	

Company Remarks	
Whether Permanent chairperson appointed	Yes

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Ranvir Sain Nanda	ID	Member	27-May-2017	
2	Kailasam Raghuraman	ID	Chairperson	27-May-2017	
3	Kanumuru Lakshmi Raju	C & NED	Member	27-May-2017	
4	Raghavender Mateti	ID	Member	26-Feb-2014	

Company Remarks	
Whether Permanent chairperson appointed	Yes

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
12-Nov-2018	08-Feb-2019

Company Remarks	
Maximum gap between any two consecutive (in number of days)	87

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Requirement of Quorum met (details)	Whether requirement of Quorum met (Yes/No)
Audit Committee	12-Nov-2018	08-Feb-2019	2	Yes
Stakeholders Relationship Committee	15-Dec-2018	11-Jan-2019	2	Yes

Nomination & Remuneration Committee		08-Feb-2019	2	Yes
Stakeholders Relationship Committee		22-Feb-2019	2	Yes
Stakeholders Relationship Committee		14-Mar-2019	2	Yes
Stakeholders Relationship Committee		27-Mar-2019	2	Yes
Company Remarks	No Nomination and Remuneration Committee meeting during the quarter period 01.10.2018 to 31.12.2018. During the period Stakeholders Relationship Committee Meetings are convened details are mentioned.			
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	87			

v. **Related Party Transactions**

<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>	<i>Remark</i>
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions		

VI. **Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee - **Yes**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Not applicable**
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. - **Yes**
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.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
b. Any comments/observations/advice of Board of Directors may be mentioned here:

Name : **Satish Kumar Subudhi**
Designation : **Company Secretary & Compliance Officer**

ANNEXURE II

Format 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			
Item	Compliance status	Company Remark	Website
Details of business	Yes		www.naclind.com
Terms and conditions of appointment of	Yes		www.naclind.com
Composition of various committees of board of	Yes		www.naclind.com
Code of conduct of board of directors and senior	Yes		www.naclind.com
Details of establishment of vigil mechanism/ Whistle	Yes		www.naclind.com
Criteria of making payments to non-executive	Yes		www.naclind.com
Policy on dealing with related party transactions	Yes		www.naclind.com
Policy for determining 'material' subsidiaries	Yes		www.naclind.com
Details of familiarization programs imparted to	Yes		www.naclind.com
Contact information of the designated officials of the listed entity who are	Yes		www.naclind.com
email address for grievance redressal and other	Yes		www.naclind.com
Financial results	Yes		www.naclind.com
Shareholding pattern	Yes		www.naclind.com
Details of agreements entered into with the media companies and/or their associates	Not Applicable		
New name and the old name of the listed entity	Yes		www.naclind.com
II Annual Affirmations			
Particulars	Regulation Number	Compliance status	Company Remark
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes	
<i>Board composition</i>	17(1)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Review of Compliance Reports</i>	17(3)	Yes	
<i>Plans for orderly succession for appointments</i>	17(4)	Yes	
<i>Code of Conduct</i>	17(5)	Yes	
<i>Fees/compensation</i>	17(6)	Yes	
<i>Minimum Information</i>	17(7)	Yes	
<i>Compliance Certificate</i>	17(8)	Yes	
<i>Risk Assessment & Management</i>	17(9)	Not Applicable	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	
<i>Composition of Audit Committee</i>	18(1)	Yes	
<i>Meeting of Audit Committee</i>	18(2)	Yes	
<i>Composition of nomination & remuneration committee</i>	19(1) & (2)	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	20(1) & (2)	Yes	
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Yes	
<i>Vigil Mechanism</i>	22	Yes	
<i>Policy for related party Transaction</i>	23(1),(5),(6),(7) & (8)	Yes	
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	Yes	

<i>Approval for material related party transactions</i>	23(4)	Yes	
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Yes	
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5) & (6)	Yes	
<i>Maximum Directorship & Tenure</i>	25(1) & (2)	Yes	
<i>Meeting of independent directors</i>	25(3) & (4)	Yes	
<i>Familiarization of independent directors</i>	25(7)	Yes	
<i>Memberships in Committees</i>	26(1)	Yes	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes	
<i>Disclosure of Shareholding by Non- Executive Directors</i>	26(4)	Yes	
<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	Yes	

Other Information	
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III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Yes**

Other Information	
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Name : **Satish Kumar Subudhi**
Designation : **Company Secretary**