

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **NACL Industries Limited**
 2. Quarter ending - **31st March, 2020**

i. Composition Of Board Of Director

Tit le (M r./ M s)	Name of the Director	DIN	Cate gory (Chai rpers on /Execu tive/Non- Execut ive/ Indepe ndent/ Nomin ee)	Su b Cat egor y	Initi al Dat e of Ap poi ntme nt	Dat e of App oint me nt	Date of cessa tion	Ten ure	Date of Birth	Whethe r special resoluti on passed ?	Date of passing special resolution	No. of Directorshi p in listed entities including this listed entity	No of Independe nt Directorshi p in listed entities including this listed entity	No of member ships in Audit/ Stakeho lder Committ ee(s) includin g this listed entity	No of post of Chairpers on in Audit/ Stakeholde r Committee held in listed entities including this listed entity	Members hip in Committe es of the Company	Remar ks
Mrs.	Kanumuru Lakshmi Raju	00545776	C & NED		24-Jun-2004	24-Jun-2004		189	06-Nov-1974	NA		1	0	1	0	SC,NRC	
Mr.	Sudhakar Kudva	02410695	ID		16-Sep-2008	16-Sep-2008		138	06-Dec-1950	NA		2	2	2	1	AC,RC,NRC	
Mr.	N Vijayaraghavan	02491073	NED		16-Sep-2008	09-Aug-2014		67	22-Jul-1948	NA		1	0	2	0	AC,SC,RC,NRC	
Mr.	Raghavender Mateti	06826653	ID		26-Feb-2014	09-Aug-2019		71	29-Aug-1951	NA		1	1	1	1	AC,SC,NRC	
Mr.	Ranvir Sain Nanda	00008255	ID		27-May-2017	27-May-2017		33	04-Mar-1944	Yes	07-Mar-2019	1	1	2	1	AC,SC,NRC	
Mr.	Atul Churiwal	00180595	NED,N D		29-May-2019	29-May-2019		10	23-Dec-1963	NA		1	0	0	0		
Mr.	Rajesh Kumar Agarwal	00210719	NED,N D		29-May-2019	29-May-2019		10	28-Sep-1969	NA		1	0	0	0		
Mr.	K.Dorairaj	00902788	ID		29-May-2019	29-May-2019		10	10-Sep-1946	NA		1	1	0	0		
Mr.	Pavan	01514557	ED	CEO-	01-	01-		10	01-Sep-1959	NA		1	0	1	0	SC,RC	

	Kumar M			MD	Jun-2019	Jun-2019											
Mr.	Ramkrishna Mudholkar	00012850	ID		04-Nov-2019	04-Nov-2019		5	10-Apr-1959	NA		1	1	0	0		
Mr.	N.Sambasiva Rao	06400663	ID		14-Feb-2020	14-Feb-2020		2	01-Jul-1955	NA		1	1	1	1	AC	
Ms.	Veni Mocherla	08082163	ID		26-Mar-2020	26-Mar-2020		1	22-Dec-1975	NA		2	2	0	0		

Company Remarks	Mr.R.S.Nanda has tendered his resignation from the position of Directorship of the Company with effect from 26.02.2020. During the quarter, the Board has appointed Mr.N.Sambasiva Rao and Ms.Veni Mocherla as an Additional Directors under Independent Category.
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

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	07-Feb-2012	
2	N Vijayaraghavan	NED	Member	06-Aug-2018	
3	Raghavender Mateti	ID	Member	26-Feb-2014	
4	Ranvir Sain Nanda	ID	Member	14-Aug-2019	26-Feb-2020
5	N.Sambsiva Rao	ID	Member	26-Mar-2020	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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1	N Vijayaraghavan	NED	Member	07-Aug-2015	
2	Kanumuru Lakshmi Raju	C & NED	Member	27-May-2017	
3	Ranvir Sain Nanda	ID	Chairperson	06-Aug-2018	26-Feb-2020
4	Pavan Kumar M	ED	Member	01-Jun-2019	
5	Raghavender Mateti	ID	Member	21-Mar-2020	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Harish Chandra Bijlwan	Vice President - Operation & Technology	Member	22-Oct-2014	
2	RKS Prasad	8	Member	22-Oct-2014	
3	Sudhakar Kudva	ID	Chairperson	22-Oct-2014	
4	Pavan Kumar M	ED	Member	01-Jun-2019	
5	N Vijayaraghavan	NED	Member	22-Oct-2014	

Company Remarks	
Whether Permanent chairperson appointed	Yes

d. Nomination and Remuneration Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Ranvir Sain Nanda	ID	Member	27-May-2017	26-Feb-2020
2	Raghavender Mateti	ID	Chairperson	26-Feb-2014	
3	Kanumuru Lakshmi Raju	C & NED	Member	27-May-2017	
4	Sudhakar Kudva	ID	Member	21-Mar-2020	
5	N Vijayaraghavan	NED	Member	21-Mar-2020	

Company Remarks	
Whether Permanent	No

chairperson appointed	
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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	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
04-Nov-2019	12-Feb-2020	Yes	10	5
	21-Mar-2020	Yes	4	2
	26-Mar-2020	Yes	11	6

Company Remarks	
Maximum gap between any two consecutive (in number of days)	99

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	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	04-Nov-2019	12-Feb-2020	Yes	4	3
Nomination & Remuneration Committee	04-Nov-2019	12-Feb-2020	Yes	3	2
Nomination & Remuneration Committee	04-Nov-2019	26-Mar-2020	Yes	4	2
Stakeholders Relationship Committee	30-Dec-2019	29-Jan-2020	Yes	2	1
Stakeholders Relationship Committee	30-Dec-2019	20-Feb-2020	Yes	2	1

Stakeholders Relationship Committee	30-Dec-2019	24-Mar-2020	Yes	3	1
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Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	99

v. **Related Party Transactions**

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Yes	
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	
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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 & Head-Legal**

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
As per regulation 46(2) of the LODR:			
Details of business	Yes		www.naclind.com
Terms and conditions of appointment of	Yes		www.naclind.com
Composition of various committees of	Yes		www.naclind.com
Code of conduct of board of directors and	Yes		www.naclind.com
Details of establishment of vigil mechanism/	Yes		www.naclind.com
Criteria of making payments to non-	Yes		www.naclind.com
Policy on dealing with related party	Yes		www.naclind.com
Policy for determining 'material' subsidiaries	Yes		www.naclind.com
Details of familiarization programs imparted	Yes		www.naclind.com
Email address for grievance redressal and other relevant details entity who are	Yes		www.naclind.com
Contact information of the designated	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		
Schedule of analyst or institutional investor meet and presentations made by the listed	Not Applicable		
New name and the old name of the listed	Yes		www.naclind.com
Advertisements as per regulation 47 (1)	Yes		www.naclind.com
Credit rating or revision in credit rating	Yes		www.naclind.com
Separate audited financial statements of	Yes		www.naclind.com
As per other regulations of the LODR:			
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.naclind.com
Materiality Policy as per Regulation 30	Yes		www.naclind.com
Dividend Distribution policy as per	Not		
It is certified that these contents on the	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), 17(1A) & 17(1B)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Quorum of Board meeting</i>	17(2A)	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)	Yes	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	
<i>Recommendation of Board</i>	17(11)	Yes	
<i>Maximum number of directorship</i>	17A	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>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Yes	
<i>Meeting of nomination & remuneration committee</i>	19(3A)	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	Yes	
<i>Meeting of stakeholder relationship committee</i>	20(3A)	Yes	
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Yes	
<i>Meeting of Risk Management Committee</i>	22	Yes	
<i>Vigil Mechanism</i>	22	Yes	

<i>Policy for related party Transaction</i>	23(1), (1A), (5), (6)	Yes	
<i>Prior or Omnibus approval of Audit Committee for all related party</i>	23(2), (3)	Yes	
<i>Approval for material related party transactions</i>	23(4)	Yes	
<i>Disclosure of related party transactions on consolidated basis</i>	23(9)	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 Annual Secretarial Compliance Report</i>	24(2), (3), (4), (5) & (6)	Yes	
	24(A)	Yes	
<i>Alternate Director to Independent Director</i>	25(1)	Yes	
<i>Maximum Tenure</i>	25(2)	Yes	
<i>Meeting of independent directors</i>	25(3) & (4)	Yes	
<i>Familiarization of independent directors</i>	25(7)	Yes	
<i>Declaration from Independent Director</i>	25(8) & (9)	Yes	
<i>D & O Insurance for Independent</i>	25(10)	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**