



# ntc industries limited

(AN ISO 9001-2008 COMPANY)

REGD. OFFICE : 149 B. T. ROAD, P.O. KAMARHATI, KOLKATA-700 058, PH : 30190500/501, FAX : 2553 2420

**Date: 13<sup>th</sup> January, 2018**

To,  
**Department of Corporate Services**  
BSE Limited  
P.J. Towers, Dalal Street  
Mumbai- 400 001

To,  
**The Secretary,**  
The Calcutta Stock Exchange Limited  
7, Lyons Range,  
Kolkata- 700 001

**Dear Sir,**

**Sub: Submission of Corporate Governance Report for the Quarter ended 31<sup>st</sup> December, 2017**

Please find enclosed herewith, pursuant to Regulation 27(2) of the SEBI (Listing Obligation Disclosure Requirements) Regulations, 2015, the Corporate Governance Report for the quarter and half year ended 31<sup>st</sup> December, 2017.

This is for your kind information and records.

Thanking you

Yours Faithfully,

For **ntc industries limited**

  
**Sunil Kumar Varma**  
**Company Secretary**



Encl. as above

**e-mail ID: info@ntcind.com, Website: www.ntcind.com, CIN No.: L70109WB1991PLC053562**

**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

**NAME OF THE COMPANY : NTC INDUSTRIES LIMITED**

**QUARTER ENDING ON : 31<sup>st</sup> December, 2017**

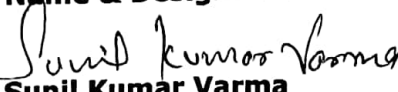
<b>I. Composition of Board of Directors</b>								
Titl e (Mr . / Ms )	Name of the Director	PAN\$ & DIN	Category (Chairperson/Exec utive/Non- Executive/indepen dent/Nominee) &	Date of Appoint ment in the current term /cessati on	Tenure*	No of Director ship in listed entities includin g this listed entity (Refer Regulati on 25(1) of Listing Regulati ons)	Number of member ships in Audit/ Stakeho lder Commit tee(s) includin g this listed entity (Refer Regulati on 26(1) of Listing Regulati ons)	No of post of Chairp erson in Audit/ Stakeh older Commi ttee held in listed entities includi ng this listed entity (Refer Regulat ion 26(1) of Listing Regulat ions)
Mr.	UPMANY U PATHAK	AKJPP9314K & 06563100	Executive	Appoint ment on 09-11-2017		1	0	0
Mr.	NIOTPAL DEB	AKGPD8861N & 06807932	Executive	Cessatio n on 09-11-2017		1	1	0

§: 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.

**II. Composition of Committees**

Name of Committee	Name of Committee members	Category (Chairperson/ Executive/ Non-Executive/ independent/ Nominee) §
Stakeholders Relationship Committee	Gaurav Somani, Vembi Krishnamurthy Radha Upmanyu Pathak	Chairman Member Member

& 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

<b>III. Meeting of Board of Directors</b>			
<b>Date(s) of Meeting (if any) in the previous quarter</b>	<b>Date(s) of Meeting (if any) in the relevant quarter</b>	<b>Maximum gap between any two consecutive (in number of days)</b>	
14 <sup>th</sup> September, 2017	9 <sup>th</sup> November, 2017	55 days	
9 <sup>th</sup> November, 2017	14 <sup>th</sup> December, 2017	34 days	
<b>IV. Meeting of Committees</b>			
<b>Date(s) of meeting of the committee in the relevant quarter</b>	<b>Whether requirement of Quorum met (details)</b>	<b>Date(s) of meeting of the committee in the previous quarter</b>	<b>Maximum gap between any two consecutive meetings in number of days*</b>
14 <sup>th</sup> December, 2017	Yes	14 <sup>th</sup> September, 2017	90 days
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional			
<b>V. Related Party Transactions</b>			
<b>Subject</b>		<b>Compliance status (Yes/No/NA)refer note below</b>	
Whether prior approval of audit committee obtained		NA	
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	
<b>Note</b>			
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.			
<b>VI. Affirmations</b>			
<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015.</p> <ol style="list-style-type: none"> <li>Audit Committee.</li> <li>Nomination &amp; remuneration committee.</li> <li>Stakeholder's relationship committee.</li> <li>Risk management committee (applicable to the top 100 listed entities).:- Not Applicable</li> </ol> <p>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.</p> <p>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.</p> <p>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: Not Applicable.</p>			
<b>Name &amp; Designation</b>			
 <b>Sunil Kumar Varma</b> <b>Company Secretary &amp; Compliance Officer</b>			