



ntc industries limited

(AN ISO 9001-2015 COMPANY)

REGD. OFFICE : 149 B. T. ROAD, P.O. KAMARHATI, KOLKATA - 700 058, PH : +91 75950 46807 / 13

Date: 14th October, 2019

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| 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 |
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Dear Sir,

Sub: Submission of Corporate Governance Report for the Quarter ended 30th September, 2019

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 30th September, 2019.

This is for your kind information and records.

Thanking you

Yours Faithfully,
For **ntc industries limited**

Sunil Kumar Varma



Sunil Kumar Varma
Company Secretary

Encl. as above

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

NAME OF THE COMPANY : NTC INDUSTRIES LIMITED

QUARTER ENDING ON : 30th September, 2019

| I. Composition of Board of Directors | | | | | | | | |
|--|---|-------------|---|--|---|--|---|--|
| Title (Mr . / Ms) | Name of the Director | PAN\$ & DIN | Category (Chairperson/Executive/Non-Executive/independent/Nominee) & | Date of Appointment in the current term /cessation | Tenure* | No of Directorship 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) |
| SAME AS PREVIOUS QUARTER | | | | | | | | |
| \$: 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) \$ | | | |
| SAME AS PREVIOUS QUARTER | | | | | | | | |
| &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 | | | | | | | | |
| Date(s) of Meeting (if any) in the previous quarter | Date(s) of Meeting (if any) in the relevant quarter | | | | Maximum gap between any two consecutive (in number of days) | | | |
| 28 th May, 2019 | 14 th August, 2019 | | | | 77 days | | | |

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IV. Meeting of Committees

| Date(s) of meeting of the committee in the relevant quarter | Whether requirement of Quorum met (details) | Date(s) of meeting of the committee in the previous quarter | Maximum gap between any two consecutive meetings in number of days* |
|---|---|---|---|
| 14 th August, 2019 | Yes | 28 th May, 2019 Audit Committee | 77 days |

* 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

| Subject | Compliance status (Yes/No/NA) refer note below |
|--|--|
| 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 | YES |

Note

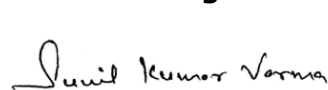
1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.

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

VI. Affirmations

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015.
 - Audit Committee.
 - Nomination & remuneration committee.
 - Stakeholder's relationship committee.
 - Risk management committee (applicable to the top 100 listed entities).:- Not Applicable
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- 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.
- 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

Name & Designation





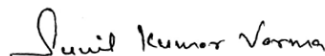
Sunil Kumar Varma
Company Secretary & Compliance Officer

I Affirmations

| Broad heading | Regulation Number | Compliance status (Yes/No/NA) refer note below |
|--|--------------------------------------|---|
| Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website | 46(2) | Yes |
| Presence of Chairperson of Audit Committee at the Annual General Meeting | 18(1)(d) | Yes |
| Presence of Chairperson of the nomination and remuneration committee at the annual general meeting | 19(3) | Yes |
| Whether "Corporate Governance Report" disclosed in Annual Report | 34(3) read with para C of Schedule V | Yes |

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.
3. If the Listed Entity would like to provide any other information the same may be indicated here.

Name & Designation



Sunil Kumar Varma
Company Secretary & Compliance Officer