

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **NRC Limited**
 2. Quarter ending - **31-Mar-2018**

I. Composition of Board of Directors										
Title (Mr. / Ms)	Name of the Director	DIN	PAN	Category (Chair-person / Executive / Non-Executive / Independent /Nominee)	Date of Appointment	Date of cessa-tion	Tenure	No of Director ship in listed entities including this listed entity	No of member ships in Audit / Stakehol der Committ ee(s) including this listed entity	No of post of Chairper son in Audit / Stakehol der Committ ee held in listed entities including this listed entity
Mr.	GOURI PRASAD GOENKA	00030302	AECPG8809F	C & NED	30-Aug-1983			6	0	0
Ms.	SAVITA LAXMIPATHY ACHARYA	07038198	AHLPA8853B	NED,ID	30-Sep-2015		60	6	8	4
Mr.	ARUN JAIN	00006007	ACJJPJ8366M	ED	25-Jan-2017			1	1	0
Ms.	RASIKA NAKHAWA	07394510	AFTPN2672K	NED,ID	10-Feb-2017		60	1	2	0

II. Composition of Committees			
Audit Committee			
Sr. No.	Name of the Director	Category	Chairperson/Membership
1	SAVITA LAXMIPATHY ACHARYA	NED,ID	Chairperson
2	ARUN JAIN	ED	Member
3	RASIKA NAKHAWA	NED,ID	Member

Stakeholders Relationship Committee			
Sr. No.	Name of the Director	Category	Chairperson/Membership
1	SAVITA LAXMIPATHY ACHARYA	NED,ID	Member
2	ARUN JAIN	ED	Member
3	RASIKA NAKHAWA	NED,ID	Chairperson

Risk Management Committee			
Sr. No.	Name of the Director	Category	Chairperson/Membership
1	MAHAVIR CHANDRA NALWAYA	CFO	Member
2	ARUN JAIN	ED	Member
3	RASIKA NAKHAWA	NED,ID	Chairperson

Nomination and Remuneration Committee			
Sr. No.	Name of the Director	Category	Chairperson/Membership
1	RASIKA NAKHAWA	NED,ID	Member
2	SAVITA LAXMIPATHY ACHARYA	NED,ID	Chairperson
3	GOURI PRASAD GOENKA	C & NED	Member

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 therelevant quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
11-Dec-2017	08-Feb-2018	56

IV. Meeting of Committees			
<i>Name of the committee</i>	<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorummet (details)</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
Audit Committee	08-Feb-2018	3	56
Stakeholders Relationship Committee	08-Feb-2018	3	

V. Related Party Transactions	
Subject	Compliance Status (Yes/No/NA)
Whether prior approval of audit committee obtained	Not Applicable
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	Not Applicable

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:

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Name : **ARUN JAIN**
Designation : **Managing Director**

ANNEXURE III

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 (Yes/No/NA)
Details of business	Yes
Terms and conditions of appointment of independent directors	Yes
Composition of various committees of board of directors	Yes
Code of conduct of board of directors and senior management personnel	Yes
Details of establishment of vigil mechanism / Whistle Blower policy	Yes
Criteria of making payments to non-executive directors	Yes
Policy on dealing with related party transactions	Yes
Policy for determining 'material' subsidiaries	Yes
Details of familiarization programmes imparted to independent directors	Yes
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes
email address for grievance redressal and other relevant details	Yes
Financial results	Yes
Shareholding pattern	Yes
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	Not Applicable

II. Annual Affirmations		
Particulars	Regulation Number	Compliance Status (Yes/No/NA)
<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)	Yes
<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)	Not Applicable
<i>Vigil Mechanism</i>	22	Yes
<i>Policy for related party Transaction</i>	23(1),(5),(6),(7) & (8)	Yes
<i>Prior 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)	Not Applicable
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5) & (6)	Not Applicable
<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

Particulars	Regulation Number	Compliance Status (Yes/No/NA)
<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

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. - **Not Applicable**

Name : **ARUN JAIN**
Designation : **Managing Director**