

CORPORATE GOVERNANCE REPORT

N R INTERNATIONAL LIMITED
QUARTER ENDED 31.12.2015

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 this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Nirmal Modi	AETPM2635L 00268371	Chairperson / Executive	01/11/2008	N.A	1	1	NIL
Mr.	Deepak Agarwal	ADBPA0886G 00268483	Executive	01/10/2015	N.A	1	NIL	NIL
Mr.	Vinod Kumar Srivastava	BCJPS2578D 00271649	Non Executive/ Independent	01/04/2014	5 year term	1	2	1
Mr.	Rajendra Singh	ASRPS4259C 01251074	Non Executive/ Independent	24/03/2015	5 year term	1	2	NIL
Mrs.	Amita Agarwal	AVEPA8569R 07091100	Non Executive/ Independent	24/03/2015	5 year term	1	1	1

II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)
Audit Committee	Mrs. Amita Agarwal	Chairperson / Non Executive / Independent
	Mr. Vinod Kumar Srivastav	Non Executive / Independent
	Mr. Rajendra Singh	Non Executive / Independent
	Mr. Vinod Kumar Srivastav	Chairperson/ Non Executive / Independent
	Mr. Rajendra Singh	Non Executive / Independent
Nomination & Remuneration Committee	Mrs. Amita Agarwal	Non Executive / Independent
	Mr. Vinod Kumar Srivastav	Chairperson/ Non Executive / Independent
	Mr. Rajendra Singh	Non Executive / Independent
Stakeholders Relationship Committee	Mr. Rajendra Singh	Non Executive / Independent
	Mr. Nirmal Modi	Executive



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)
14/08/2015	07/11/2015	84 days
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
Audit Committee		
07/11/2015	Yes. All members were present.	14/08/2015
		84 days
Nomination and Remuneration Committee		
NIL	NIL	14/08/2015
Stakeholder Relationship Committee		
13/10/2015	Yes. All members were present	20/07/2015
V. Related Party Transactions		
Subject		Compliance status (Yes/No/NA)
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
VI. Affirmations		
<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> <p>a. Audit Committee</p> <p>b. Nomination & remuneration committee</p> <p>c. Stakeholders relationship committee</p> <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- First Report - This report will be placed before Board of Directors in the upcoming Board Meeting.</p>		
<p>For N R International Limited</p> <p><i>Pooja Singh</i></p> <p>Pooja Singh Company Secretary / Compliance Officer</p>		

