

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

NAME OF LISTED ENTITY: MANGALORE CHEMICALS AND FERTILIZERS LIMITED

QUARTER ENDING: SEPTEMBER 30, 2016.

I. COMPOSITION OF BOARD OF DIRECTORS									
Title (Mr./ Ms)	Name of the Director	PAN ^S & DIN	Category (Chairperson / Executive / Non-Executive / independent /Nominee)*	Date of Appointment in the current term / cessation		*Tenure	No of director- ship in listed entities including this listed entity	No of Member- ships in Audit / Stakeholder Committee (s) including this listed entity	No of post of Chairperson in Audit / Stakeholder Committee held in listed entities including this listed entity
				Appointment From - To	cessation				
Mr	Arun Duggal	AEJPD7754D 00024262	Independent/ Chairperson	29/9/2015 To 28/9/2020	-	5 years	6	5	1
Mr	Narayanan Suresh Krishnan	AALPK2725K 00021965	executive	29/9/2015	-	-	4	6	1
Mr	Akshay Poddar	AFUPP0096C 00008686	Non-executive	29/9/2015	-	-	5	3	1
Mr	D A. Prasanna	AAGPP4040F 00253371	Independent	06/05/2016 To 6/5/2021	-	5 years	1	2	-
Mr	Deepak Anand	ABMPA5640B 00011500	Non-executive	01/10/2014	-	-	1	-	-
Mr	Kapil Mehan	ACOPM9193N 01215092	Non-Executive	29/9/2015	-	-	2	1	1
Mr	K. Prabhakar Rao	AALPR0847D 00898513	Executive	19/10/2015	-	-	1	-	-
Mr	Narendra Mairpady	ACNPN2417M 00536905	Independent	29/9/2015 To 28/9/2020	-	5 years	2	3	4
Mr	Pratap Narayan	AACPN6370N 00016749	Independent	04/09/2014 To 03/09/2019	-	5 years	1	-	1
Mrs	Ritu Mallya	AAFPM4694P 00532500	Non-Executive	04/12/2014	-	-	1	-	-
Mr	V.S Venkataraman	AAHPV2520R 00190672	Non-Executive	19/10/2015	27/09/2016	-	1	-	-

§-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)&
1.Audit Committee	Mr. Pratap Narayan	Chairperson/independent
	Mr. Arun Duggal	Independent
	Mr. Narendra Mairpady	Independent
	Mr. D. A. Prasanna	Independent
	Mr. Kapil Mehan	Non-Executive
2.Nomination & Remuneration Committee	Mr. D. A. Prasanna	Chairperson/independent
	Mr. Narendra Mairpady	Independent
	Mr. Kapil Mehan	Non-Executive
3.Risk Management Committee	N.A	
4.Stakeholders Relationship Committee	Mr. Narendra Mairpady	Chairperson/independent
	Mr. D. A. Prasanna	Independent
	Mr. N Suresh Krishnan	Executive

& 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)
06/05/2016	02/09/2016	118 days

IV. MEETING OF COMMITTEES

Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of Meeting (if any) in the previous quarter	Maximum gap between any two consecutive (in number of days)
02/09/2016	YES(Requisite quorum present)	06/05/2016	118 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/N.A)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	No * The resolution was not passed with requisite majority by non-related shareholders at the AGM held on 27/09/2016 and related parties have abstained from voting.
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.





Mangalore Chemicals
& Fertilizers Limited

VI. AFFIRMATIONS

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee
 - b. Nomination & remuneration committee
 - c. Stakeholders relationship committee
 - d. Risk management committee (applicable to the top 100 listed entities)
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.
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.
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:

For MANGALORE CHEMICALS & FERTILIZERS LTD.,


Vijayamahantesh Khannur
Company Secretary

Date: 13/10/2016