

**BSE LTD**  
**ACKNOWLEDGEMENT**

Acknowledgement No	: 0904201904590727	Date & Time	: 09/04/2019 04:59:07 PM
Scrip Code	: 509162		
Entity Name	: INDAG RUBBER LIMITED		
Compliance Type	: Regulation 27(2)- Corporate Governance		
Quarter / Period	: 31/03/2019		
Mode	: E-Filing		

<b>General information about company</b>	
Scrip code	509162
NSE Symbol	
MSEI Symbol	
ISIN	INE802D01023
Name of the entity	INDAG RUBBER LIMITED
Date of start of financial year	01-04-2018
Date of end of financial year	31-03-2019
Reporting Quarter	Yearly
Date of Report	31-03-2019
Risk management committee	Not Applicable

Annexure I														
Annexure I to be submitted by listed entity on quarterly basis														
I. Composition of Board of Directors														
Disclosure of notes on composition of board of directors explanatory														
Wether the listed entity has a Regular Chairperson												Yes		
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	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)	Notes for not providing PAN
1	Mr	Nand Khemka		00211084	Executive Director	Chairperson	MD	01-04-2015		48	1	2	0	
2	Mr	P.R.Khanna		00048800	Non-Executive - Independent Director	Not Applicable		25-07-2014		56	2	2	3	
3	Mr	R.Parameswar		01879913	Non-Executive - Independent Director	Not Applicable		25-07-2014		56	1	0	2	
4	Mr	K.K.Kapur		00745117	Executive Director	Not Applicable	CEO	01-06-2016		34	1	1	0	

**Annexure I to be submitted by listed entity on quarterly basis**

**I. Composition of Board of Directors**

**Disclosure of notes on composition of board of directors explanatory**

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	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)	Notes for not providing PAN	Notes f not providi DIN
5	Ms	Bindu Saxena		00167802	Non-Executive - Independent Director	Not Applicable		08-10-2014		54	2	1	0		
6	Mr	Shiv Khemka		01214671	Non-Executive - Non Independent Director	Not Applicable		14-08-2018		7	1	0	0		
7	Mr	Uday Khemka		00323609	Non-Executive - Non Independent Director	Not Applicable		19-06-2017		20	1	0	0		
8	Mr	Harjiv Singh		00507695	Non-Executive - Independent Director	Not Applicable		24-05-2018		10	1	0	0		

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00048800	P.R.Khanna	Non-Executive - Independent Director	Member	22-05-2001		
2	01879913	R.Parameswar	Non-Executive - Independent Director	Chairperson	22-05-2001		
3	00211084	Nand Khemka	Executive Director	Member	18-04-2006		Textual Information(1)

<b>Sr Text Block</b>	
Textual Information(1)	He was appointed as a member of the committee on 18-04-2006, as he has been a director since 02-06-1978.

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00048800	P.R.Khanna	Non-Executive - Independent Director	Chairperson	19-04-2005		Textual Information(1)
2	00167802	Bindu Saxena	Non-Executive - Independent Director	Member	02-01-2015		
3	00211084	Nand Khemka	Executive Director	Member	19-04-2005		Textual Information(2)
4	01879913	R.Parameswar	Non-Executive - Independent Director	Member	19-04-2005		Textual Information(3)

<b>Sr Text Block</b>	
Textual Information(1)	The Committee was constituted on 19-04-2005 as Remuneration Committee and was renamed on 14-04-2014 as Nomination and Remuneration Committee. Mr.P.R.Khanna has been a member of this committee since 19-04-2005.
Textual Information(2)	The Committee was constituted on 19-04-2005 as Remuneration Committee and was renamed on 14-04-2014 as Nomination and Remuneration Committee. Mr.Nand Khemka has been a member of this committee since 19-04-2005.
Textual Information(3)	The Committee was constituted on 19-04-2005 as Remuneration Committee and was renamed on 14-04-2014 as Nomination and Remuneration Committee. Mr. Parameswar has been a member of this committee since 19-04-2005.



Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01879913	R.Parameswar	Non-Executive - Independent Director	Chairperson	19-05-2008		Textual Information(1)
2	00745117	K.K.Kapur	Executive Director	Member	10-06-2002		Textual Information(2)
3	00211084	Nand Khemka	Executive Director	Member	22-05-2001		Textual Information(3)

<b>Sr Text Block</b>	
Textual Information(1)	Committee was constituted on 22-05-2001 as "Share Transfer and Shareholder Grievance Committee" and was renamed as "Stakeholder Relationship Committee" on 14-04-2014. Mr.Parameswar has been a member of the Committee since 19-05-2008.
Textual Information(2)	Committee was constituted on 22-05-2001 as "Share Transfer and Shareholder Grievance Committee" and was renamed as "Stakeholder Relationship Committee" on 14-04-2014. Mr.Kapur has been a member of the Committee since 10-06-2002.
Textual Information(3)	Committee was constituted on 22-05-2001 as "Share Transfer and Shareholder Grievance Committee" and was renamed as "Stakeholder Relationship Committee" on 14-04-2014. Mr.Khemka has been a member of the Committee since 22-05-2001.

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson						Date of Cessation	Remarks
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00211084	Nand Khemka	Executive Director	Chairperson	14-04-2014		
2	00745117	K.K.Kapur	Executive Director	Member	14-04-2014		
3	00048800	P.R.Khanna	Non-Executive - Independent Director	Member	14-04-2014		

<b>Other Committee</b>						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

<b>Annexure 1</b>				
<b>Annexure 1</b>				
<b>III. Meeting of Board of Directors</b>				
Disclosure of notes on meeting of board of directors explanatory				
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date
1	13-11-2018			
2	17-12-2018		33	
3		08-01-2019	21	
4		15-01-2019	6	
5		22-01-2019	6	
6		12-02-2019	20	

Annexure 1								
IV. Meeting of Committees								
Disclosure of notes on meeting of committees explanatory							Name of other committee	Reason for not providing date
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)		
1	Audit Committee	08-01-2019	Yes	2	12-11-2018	56		
2	Audit Committee	15-01-2019	Yes	2				2nd Meeting during the quarter.
3	Audit Committee	11-02-2019	Yes	3				3rd Meeting during the quarter.
4	Corporate Social Responsibility Committee	12-02-2019	Yes	3	13-11-2018	90		
5	Nomination and remuneration committee	12-02-2019	Yes	3				Last Meeting of Nomination and Remuneration Committee held on 24-05-2018.

<b>Annexure 1</b>			
<b>V. Related Party Transactions</b>			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	



<b>Annexure 1</b>		
<b>VI. Affirmations</b>		
Sr	Subject	Compliance status (Yes/No)
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
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	NA
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

<b>Annexure 1</b>		
Sr	Subject	Compliance status
1	Name of signatory	Manali D.Bijlani
2	Designation	Company Secretary

Annexure II				
Annexure II 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				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		<a href="http://indagrubber.in/?page_id=2891">http://indagrubber.in/?page_id=2891</a>
2	Terms and conditions of appointment of independent directors	Yes		<a href="http://indagrubber.in/indag/wp-content/uploads/2015/06/Appointment_Letter_of_Independent_Direcotor1.pdf">http://indagrubber.in/indag/wp-content/uploads/2015/06/Appointment_Letter_of_Independent_Direcotor1.pdf</a>
3	Composition of various committees of board of directors	Yes		<a href="http://indagrubber.in/?page_id=3639">http://indagrubber.in/?page_id=3639</a>
4	Code of conduct of board of directors and senior management personnel	Yes		<a href="http://indagrubber.in/indag/wp-content/uploads/CODE-OF-CONDUCT.pdf">http://indagrubber.in/indag/wp-content/uploads/CODE-OF-CONDUCT.pdf</a>
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		<a href="http://indagrubber.in/indag/wp-content/uploads/2015/06/Whistle_Blower_Policy.pdf">http://indagrubber.in/indag/wp-content/uploads/2015/06/Whistle_Blower_Policy.pdf</a>
6	Criteria of making payments to non-executive directors	Yes		<a href="http://indagrubber.in/?page_id=2942">http://indagrubber.in/?page_id=2942</a>
7	Policy on dealing with related party transactions	Yes		<a href="http://indagrubber.in/indag/wp-content/uploads/Policy-on-materiality-of-Related-Party-Transaction.pdf">http://indagrubber.in/indag/wp-content/uploads/Policy-on-materiality-of-Related-Party-Transaction.pdf</a>
8	Policy for determining 'material' subsidiaries	Yes		<a href="http://indagrubber.in/indag/wp-content/uploads/Policy-for-determining-Material-Subsidiary.pdf">http://indagrubber.in/indag/wp-content/uploads/Policy-for-determining-Material-Subsidiary.pdf</a>
9	Details of familiarization programmes imparted to independent directors	Yes		<a href="http://indagrubber.in/wp-content/uploads/Familiarization-Programme-for-Independent-Directors.pdf">http://indagrubber.in/wp-content/uploads/Familiarization-Programme-for-Independent-Directors.pdf</a>

<b>Annexure II</b>				
<b>Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)</b>				
<b>I. Disclosure on website in terms of Listing Regulations</b>				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		<a href="http://indagrubber.in/?page_id=2810">http://indagrubber.in/?page_id=2810</a>
11	email address for grievance redressal and other relevant details	Yes		<a href="http://indagrubber.in/?page_id=2810">http://indagrubber.in/?page_id=2810</a>
12	Financial results	Yes		<a href="http://indagrubber.in/?page_id=2924">http://indagrubber.in/?page_id=2924</a>
13	Shareholding pattern	Yes		<a href="http://indagrubber.in/?page_id=2936">http://indagrubber.in/?page_id=2936</a>
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	NA		

<b>Annexure II</b>				
<b>II. Annual Affirmations</b>				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	Yes	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	Yes	

<b>Annexure II</b>				
<b>II. Annual Affirmations</b>				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2),(3), (4)	NA	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5),(6), (7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
20	Approval for material related party transactions	23(4)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3), (4),(5) & (6)	Yes	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

<b>Annexure II</b>		
1	Name of signatory	Manali D.Bijlani
2	Designation	Company Secretary



Annexure II		
III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
	Any other information to be provided	

<b>Annexure II</b>		
1	Name of signatory	Manali D.Bijlani
2	Designation	Company Secretary

<b>Signatory Details</b>	
Name of signatory	Manali D.Bijlani
Designation of person	Company Secretary
Place	New Delhi
Date	09-04-2019

