

Corporate Governance Report
(Format to be submitted by listed entity on quarterly basis)

1. Name of Listed Entity: N.B.I. INDUSTRIAL FINANCE COMPANY LIMITED

2. Quarter ending : 31st December, 2018 Scrip Code:014019

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)
Mr.	Ashok Bhandari	ADUPB5894Q 00012210	Chairperson and Non- Executive	05/10/2018 Cessation	-	-	-	-
Mr.	Bankat Lal Gaggar	ADDPG2538F 00404123	Non- Executive	30/01/2004	-	1 (One)	1 (One)	1 (One)
Mr.	Jagdish Prasad Mundra	AFAPM4807N 00630475	Non- Executive	22/09/2012	-	3 (Three)	2 (Two)	NIL
Mr.	Babu Lal Surana	AIOPS0587J 00005900	Non- Executive – Independent	26/09/2014	51 months	5 (Five)	6 (Six)	2(Two)
Ms.	Riya Puja Jain	AFQPA5773H 01559454	Non- Executive	14/11/2014	-	1 (One)	NIL	NIL
Mr.	Tapas Kumar Bhattachar ya	AEFPB1133A 00711665	Non- Executive – Independent	30/06/2018	6 months	2(Two)	2(Two)	NIL

\$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		Babu Lal Surana Jagdish Prasad Mundra Tapas Kumar Bhattacharya	Chairperson – Non-Executive-Independent Non-Executive Non-Executive-Independent
2. Nomination & Remuneration Committee		Bankat Lal Gaggar Babu Lal Surana Tapas Kumar Bhattacharya	Non-Executive Chairperson – Non-Executive-Independent Non-Executive-Independent
3. Risk Management Committee (if applicable)		Not Applicable	Not Applicable
4. Stakeholders Relationship Committee’		Bankat Lal Gaggar Jagdish Prasad Mundra	Non-Executive Non-Executive
5. Corporate Social Responsibility Committee		Babu Lal Surana Bankat Lal Gaggar Jagdish Prasad Mundra Tapas Kumar Bhattacharya	Chairperson – Non-Executive-Independent Non-Executive-Independent Non-Executive Non-Executive-Independent
\$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 meeting (in number of days)
14.08.2018		14.11.2018	91 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 - 14.11.2018 Nomination and Remuneration - NIL Stakeholders Relationship – NIL	Yes - All the members of Audit Committee were present.	Audit - 14.08.2018 Nomination and Remuneration - NIL Stakeholders Relationship – NIL	Audit Committee - 91 days
* This information has to be mandatorily given for audit committee, for rest of the committees giving this information is optional.			

V. Related Party Transactions	
<i>Subject</i>	<i>Compliance status (Yes/No/NA) refer note below</i>
Whether prior approval of audit committee obtained	NA
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA
<p>Note</p> <p>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.</p> <p>2. If status is “No” details of non-compliance may be given here.</p>	
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> <ol style="list-style-type: none"> Audit Committee Nomination & Remuneration Committee Stakeholders Relationship Committee Risk management committee (applicable to the top 100 listed entities) <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: None</p>	
<p>For N.B.I. Industrial Finance Co. Ltd.</p> <p>SD/- (Priyanka Mishra) Company Secretary and Compliance Officer</p>	

Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement “same as previous quarter” may be given.