

**IFB Agro Industries Limited**

Plot No. - IND-5, Sector-1,  
East Kolkata Township, Kolkata - 700 107  
Phone : 033-39849675, Fax : 033-2442-1003  
Website : [www.ifbagro.in](http://www.ifbagro.in)  
CIN : L01409WB1982PLC034590

14 January, 2019

The Manager  
National Stock Exchange of India Ltd.  
Listing Department  
Exchange Plaza, 5th floor  
Plot No. C/1, G. Block  
Bandra Kurla Complex, Bandra (E)  
Mumbai - 400 051

The Secretary,  
Bombay Stock Exchange of India Ltd  
Phiroze Jeejebhoy Towers  
Dalal Street,  
Mumbai-400001

Dear Sir,


**Sub: Disclosure under Regulation 27 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015**

Pursuant to Regulation 27 of the (Listing Obligations and Disclosure Requirements) Regulations, 2015 we are enclosing the Quarterly Compliance Report on Corporate Governance of our Company for the Quarter ended 31 December, 2018.

This is for your information and record.

Thanking you,

Yours faithfully  
for IFB AGRO INDUSTRIES LIMITED

  
(RITESH AGARWAL)  
COMPANY SECRETARY

Encl. As Above

**Report of Corporate Governance of IFB Agro Industries Limited for the Quarter ended 31 December, 2018**

1. Name of Listed Entity: IFB AGRO INDUSTRIES LIMITED
2. Quarter ending: 31.12.2018

**I. Composition of Board of Directors**

Title (Mr./Mrs)	Name of the Director	PAN & DIN	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)	Date of Appointment in the current term/ cessation	Tenure* (Months)	No. of Directorship in listed entities including this listed entity	Number of memberships in Audit/Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in the listed entities including this listed entity
Mr.	Bijon Nag	ABOPN2790H & 756995	Chairman (Non-Executive)	19/02/1982		2	NIL	NIL
Mr.	Bikram Nag	ABVPN5965F & 827155	Executive	26/07/2013		2	NIL	NIL
Mr.	Arup Kumar Banerjee	ACZPB7556P & 336225	Executive	30/07/2014		1	NIL	NIL
Mr.	Nandan Bhattacharya	ADMPB8408J & 313590	Independent	30/07/2014	53 months	3	7	2
Mr.	Amitabha Kumar Nag	ABFPN0651A & 117546	Non-Executive	31/07/2015		1	2	NIL
Mr.	Hari Ram Agarwal	ACDPA1946N & 256614	Independent	30/07/2014	53 months	1	1	NIL
Mr.	Manoj Kumar Vijay	ABSPV1893P & 75792	Independent	30/07/2014	53 months	2	1	NIL
Mr.	Sudip Kumar Mukherji	ADKPM6225E & 2764262	Independent	30/07/2014	53 months	1	1	NIL
Dr.	Lakshmeshri Roy	AHOPR7114D & 7145095	Independent	01/04/2016	32 months	1	NIL	NIL

\* Applicable only for Independent Director. Tenure has been calculated after reappointment.



## II. Composition of Committees

Name of the Committee	Name of Committee members	Category (Chairperson/Executive/Non-executive/Independent/Nominee)
1. Audit Committee	Mr Nandan Bhattacharya Mr Amitabha Kumar Nag Mr Sudip Kumar Mukherji Mr Hari Ram Agarwal	Chairman (Independent) Non -Executive Independent Independent
2. Nomination & Remuneration Committee	Mr Nandan Bhattacharya Mr Amitabha Kumar Nag Mr Manoj Kumar Vijay Mr Hari Ram Agarwal	Chairman (Independent) Non -Executive Independent Independent
3. Stakeholders Relationship Committee	Mr Nandan Bhattacharya Mr Amitabha Kumar Nag Mr Manoj Kumar Vijay	Chairman (Independent) Non- Executive Independent

## III. Meeting of Board of Directors

Date(s) of Meeting in the previous Quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive meetings (in number of days)
25.07.2018	27.10.2018	93 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 the number of days
Audit Committee- 27.10.2018	Yes Mr Nandan Bhattacharya Mr Amitabha Kumar Nag Mr Sudip Kumar Mukherji Mr Hari Ram Agarwal	25.07.2018	93 days



## 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

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
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. The report submitted for the previous quarter ended September 30, 2018 was duly placed before Board of Directors on 27<sup>th</sup> October, 2018. No comments / observations / advice were received from the Board of Directors.

**This report will be placed before Board of Directors at its next meeting.** Any comments / observations / advice of Board of Directors will be mentioned in the report of next quarter.

For IFB AGRO INDUSTRIES LTD.

  
Ritesh Agarwal  
Company Secretary