

Name of Listed Entity - NAGARJUNA FERTILIZERS AND CHEMICALS LIMITED
Quarter ending - September 30, 2020

I. Composition of Board of Directors

Title (Mr. / Ms)	Name of the Director	PAN & DIN No.	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	No of Independent Directorship in listed entit/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 listed entities including this listed entity
Mr.	Uday Shankar Jha	AAOPJ2434M 00056510	Non-Executive / Chairman related to promoters	September 30, 2016	NA	1	0	2	0
Mr.	K Rahul Raju	AENPK9490D 00015990	Executive / Managing Director	August 01, 2020	36	1	0	0	0
Mr.	Chandra Pal Singh Yadav	ABHPY7297B 00023382	Non-Executive / Nominee Director	September 26, 2017	NA	2	0	0	0
Ms.	Lalitha Raghuram	AEIPR3382Q 07161344	Independent Director	April 18, 2020	60	2	2	2	1
Mr.	Hon'ble Justice K C Bhanu (Retd)	AGTPK5922C 08608297	Independent Director	November 11, 2019	60	1	1	0	0
Ms.	Girija Bhan	AAIPB5014B 08608192	Independent Director	November 11, 2019	60	1	1	1	1
Mr.	Rajendra Mohan Gonela	ACAPG3672Q 02354356	Independent Director	May 28, 2020	60	1	1	1	0

Mr.	V V Satya Ravindra	AACPV9220H 01887879	Non-Executive - Nominee Director	20-10-2018 Ceased w.e.f 31-08-2020	NA	1	0	1	0
-----	--------------------	------------------------	----------------------------------	--	----	---	---	---	---

II. Composition of Committees

Name of Committee	Name of Committee Members	Category (Chairperson/Executive/Non-Executive / Independent/Nominee)
1. Audit Committee	Ms. Girija Bhan Mrs. Lalitha Raghuram Mr. Rajendra Mohan Gonela Mr. Uday Shankar Jha	Independent Director (Chairperson) Independent Director Independent Director Non Executive Non Independent Director
2. Nomination & Remuneration Committee	Mrs. Lalitha Raghuram Ms. Girija Bhan Mr. Uday Shankar Jha	Independent Director (Chairperson) Independent Director Non Executive Non Independent Director
3. Risk Management Committee	Mr. K Rahul Raju Mr. Uday Shankar Jha	Executive – Managing Director (Chairman) Non Executive Non Independent Director
4. Stakeholders Relationship Committee	Mrs. Lalitha Raghuram Ms. Girija Bhan Mr. Uday Shankar Jha	Independent Director (Chairperson) Independent Director Non Executive Non Independent Director
5. Corporate Social Responsibility	Mrs. Lalitha Raghuram Mr. K Rahul Raju Mr. Uday Shankar Jha	Independent Director (Chairperson) Executive Non Independent Director Non Executive Non Independent Director

Note:

The provisions of Regulation 21 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 pertaining to the Risk Management Committee are not applicable to the company. However, the Composition of Risk Management Committee is in compliance with Regulation 21 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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	Whether requirement of Quorum met (details)	Maximum gap between any two consecutive (in number of days)	Number of Directors present	No. of Independent Directors attending the meeting
NA	August 14, 2020	Yes	NA	7	4
NA	September 30, 2020	Yes	46	7	4

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	Number of Directors present	No. of Independent Directors attending the meeting	Maximum gap between any two consecutive meetings in number of days*
1. Audit Committee					
August 14, 2020	Yes	NA	4	3	--
September 30, 2020	Yes	NA	4	3	46
2. Nomination & Remuneration Committee					
August 14, 2020	Yes	NA	2	2	NA
September 30, 2020	Yes	NA	2	2	46

3. Risk Management Committee					
August 14, 2020	No	NA	1	0	NA
4. Stakeholders Relationship Committee					
August 14, 2020	Yes	NA	2	2	--

Risk Management Committee:

The provisions of Regulation 21 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 pertaining to the Risk Management Committee are not applicable to the company.

V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA) refer note below
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	
VI. Affirmations	
1) The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Yes

<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 b. Nomination and Remuneration committee c. Stakeholders Relationship Committee d. Risk Management Committee (applicable to the top 500 listed entities)</p>	<p>Yes</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>Yes</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>Yes</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:</p>	<p>Yes</p>
<p>Vijaya Bhasker M Company Secretary</p>	

Half Yearly Affirmations - Annexure III

Sr	Particulars	Regulation No.	Compliance Status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	No	The Registrar of Companies for the State of Telangana vide its order no. ROCH/ STA/2020-21/ dated 08-09- 2020 has extended the time to hold the Annual General Meeting for a period of three months till 31-12-2020.
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	No	The Registrar of Companies for the State of Telangana vide its order no. ROCH/ STA/2020-21/ dated 08-09- 2020 has extended the time to hold the Annual General Meeting for a period of three months till 31-12-2020.
3	Presence of Chairperson of the Nomination and Remuneration Committee at the Annual General Meeting	19(3)	No	The Registrar of Companies for the State of Telangana vide its order no. ROCH/ STA/2020-21/ dated 08-09- 2020 has extended the time to hold the Annual General Meeting for a period of three months till 31-12-2020.
4	Presence of Chairperson of the Stakeholder Relationship Committee at the Annual General Meeting	20(3)	No	The Registrar of Companies for the State of Telangana vide its order no. ROCH/ STA/2020-21/ dated 08-09- 2020 has extended the time to hold the Annual General Meeting for a period of three months till 31-12-2020.
5	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	No	The Registrar of Companies for the State of Telangana vide its order no. ROCH/ STA/2020-21/ dated 08-09- 2020 has extended the time to hold the Annual General Meeting for a period of three months till 31-12-2020.
<p>Vijaya Bhasker M Company Secretary</p>				

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	08608192	Ms. Girija Bhan	Non-Executive - Independent Director	Chairman	11-11-2019	-	
2	07161344	Mrs. Lalitha Raghuram	Non-Executive - Independent Director	Member	04-02-2016	-	
3	00056510	Mr. Uday Shankar Jha	Non-Executive – Non-Independent Director	Member	20-06-2019	-	
4	02354356	Mr. Rajendra Mohan Gonela	Non-Executive – Non-Independent Director	Member	28-05-2020	-	

Remarks: The composition of the Audit Committee is in compliance with Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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	07161344	Mrs. Lalitha Raghuram	Non-Executive - Independent Director	Chairman	26-05-2017	-	
2	00056510	Mr. Uday Shankar Jha	Non-Executive Non-Independent Director	Member	30-09-2020	-	
3	08608192	Ms. Girija Bhan	Non-Executive – Independent Director	Member	11-11-2019	-	

Remarks: The composition of the Nomination and Remuneration Committee is in compliance with Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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	07161344	Mrs. Lalitha Raghuram	Non-Executive - Independent Director	Chairman	05-12-2018	-	
2	00056510	Mr. Uday Shankar Jha	Non-Executive Non-Independent Director	Member	30-09-2020	-	
3	08608192	Ms. Girija Bhan	Non-Executive – Independent Director	Member	11-11-2019	-	

Remarks: The composition of the Stakeholders Relationship Committee is in compliance with Regulation 20 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00015990	Mr. K Rahul Raju	Executive Director	Chairman	29-05-2014	-	
2	00056510	Mr. Uday Shankar Jha	Non-Executive Non-Independent Director	Member	30-09-2020	-	

Remarks: The provisions of Regulation 21 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 pertaining to the Risk Management Committee are not applicable to the company. However, the Composition of Risk Management Committee is in compliance with Regulation 21 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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	07161344	Mrs. Lalitha Raghuram	Non-Executive - Independent Director	Chairperson	19-01-2019	-	

2	00015990	Mr. K Rahul Raju	Executive Director	Member	14-03-2014	-	
3	00056510	Mr. Uday Shankar Jha	Non-Executive Non-Independent Director	Member	30-09-2020	-	

Remark: The Company has constituted Committee on Corporate Social Responsibility (CSR Committee) in terms of the provisions of Section 135 of the Companies Act, 2013. The Company still has CSR Committee in place although the provision is not applicable to the company.

Annexure 1							
IV. Meeting of Committees							
Disclosure of notes on meeting of committees explanatory							
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee	
1	Audit Committee	14-08-2020 30-09-2020	Yes	-	46		
2	Risk Management Committee	14-08-2020	No	-	-		
3	Stakeholders Relationship Committee	14-08-2020	Yes	-	-		
4	Nomination Remuneration Committee	14-08-2020 30-09-2020	Yes	-	46		