

**CENTURY ENKA LIMITED**  
**CORPORATE GOVERNANCE REPORT FOR THE QUARTER ENDED ON 31.12.2019**

1. Name of Listed Entity - Century Enka Limited
2. Quarter ending - 31-Dec-2019

i. Composition Of Board Of Director

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/Independent/ Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	Whether special resolution passed?	Date of passing special resolution	No. of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	No of membership 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	Membership in Committees of the Company	Remarks	
Mrs.	RAJASHREE BIRLA	00022995	AAFBB1563L	C & NED		05-May-2015	13-Jul-2019			15-Sep-1945	NA		6	0	0	0		AC, NRC	
Mr.	B.S. MEHTA	00035019	AADPM4552A	ID		01-Apr-2014	01-Apr-2019		60	19-Sep-1935	Yes	13-Mar-2019	5	5	5	1		AC, NRC	
Mr.	S. K. JAIN	02843676	AAQP15701P	ID		01-Apr-2014	01-Apr-2019		60	07-Sep-1949	NA		2	2	3	2		AC, SC, NRC	
Mr.	K. S. THAR	00390137	AABPT5816A	ID		27-Nov-2014	27-Nov-2019		60	13-May-1956	NA		1	1	2	0		AC, SC, NRC	
Mr.	O. R. CHITLANGE	00952072	AADPC3268R	ED	MD	16-May-2017			60	12-Oct-1957	NA		1	0	1	0		SC	

Company Remarks

Whether Regular chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	S. K. JAIN	ID	Chairperson	11-Nov-2009	
2	B.S. MEHTA	ID	Member	11-Nov-2009	
3	K. S. THAR	ID	Member	27-Nov-2014	

Company Remarks

Whether Permanent chairperson appointed	Yes
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b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	S. K. JAIN	ID	Chairperson	05-May-2014	



2	K. S. THAR	ID	Member	24-Jan-2019	
3	O. R. CHITLANGE	ED	Member	16-May-2017	

Company Remarks  
Whether Permanent chairperson appointed Yes

**c. Risk Management Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
Company Remarks					
Whether Permanent chairperson appointed					

**d. Nomination and Remuneration Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	B. S. MEHTA	ID	Chairperson	05-May-2014	
2	S. K. JAIN	ID	Member	05-May-2014	
3	K. S. THAR	ID	Member	27-Nov-2014	

Company Remarks  
Whether Permanent chairperson appointed Yes

**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	Number of Directors present	Number of Independent Directors present
13-Jul-2019	07-Nov-2019	Yes	5	3
20-Jul-2019		Yes	4	3
29-Jul-2019		Yes	4	2

Company Remarks  
Maximum gap between any two consecutive (in number of days) 100

**iv. Meeting of Committees**

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	29-Jul-2019		Yes	2	2
Nomination & Remuneration Committee		07-Nov-2019	Yes	3	3

Company Remarks  
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee] 100

**v. Related Party Transactions**

Subject	Compliance status	Remark
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Whether prior approval of audit committee obtained	(Yes/No/NA)	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Not Applicable	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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VI. Affirmations

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**
  - b. Nomination & remuneration committee - **Yes**
  - c. Stakeholders relationship committee - **Yes**
  - d. Risk management committee (applicable to the top 100 listed entities) - **Not applicable**
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. - **Yes**
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. - **Yes**
5.
  - a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
  - b. Any comments/observations/advice of Board of Directors may be mentioned here:

The Report for the quarter ended 30th September was placed before the Board of Directors in the Meeting held on 07th November, 2019. There were no comments/observation/advice. The Board also noted about the appointment of new director which is in process.

Name :  
Designation :

C. B. Gagrani  
Company Secretary

*C. B. Gagrani*

