Compliance Report on Corporate Governance

1. Name of Listed Entity

CENTURY ENKA LIMITED

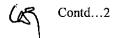
2. Quarter ending

31st March, 2017

Γitle	Name	PAN ^{\$}	Category	Date of	Tenure*	No of	Number of	No of post of
(Mr. / VIs)	of the Director	& DIN	(Chairperson/ Executive/Non- Executive/in dependent/ Nominee) ^{&}	Appoint ment in the current term/ cessation		Directorship in listed entities including this listed entity	memberships in Audit/ Stakeholder Committee(s) including this listed entity	Chairperson in Audit/ Stakeholder Committee held in listed entities including this
						(Refer Regulation 25(1) of Listing Regulations)	(Refer Regulation 26(1) of Listing Regulations)	listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	B. K. Birla	AEKPB3110L 00055856	Chairman Non-Executive	17.11.1965	-	5	-	-
Ms.	Rajashree Birla	AAFPB1583L 00022995	Non-Executive	05.05.2015	-	7		-
Mr.	B. S. Mehta	AADPM4552A 00035019	Non-Executive - Independent Director	13.09.2014	5 Years	7	9	3
Mr.	S. K. Jain	AAQPJ5701P 02843676	Non-Executive - Independent Director	13.09.2014	5 Years	2	3	2
Mr.	K. S. Thar	AABPT5816A 00390137	Non-Executive - Independent Director	14.07.2015	5 Years	1	1	-
Mr.	G. M. Singhvi	ADPPS 8412G 01432978	Executive – Whole-time Director	16.05.2016	1 Year	1	1	-

PAN number of any director would not be displayed on the website of Stock Exchange

^{*} 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.



[&]amp; 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

Name of Committee members	Category (Chairperson/Executive/Non- Executive/independent/Nominee) \$
Mr. S. K. Jain Mr. B. S. Mehta Mr. K. S. Thar	Chairman - Non-Executive - Independent Director Non-Executive - Independent Director Non-Executive - Independent Director
Mr, B. S. Mehta Mr, S. K. Jain Mr, K. S. Thar	Chairman - Non-Executive - Independent Director Non-Executive - Independent Director Non-Executive - Independent Director
N. A.	N. A.
Mr. S. K. Jain Mr.G. M. Singhvi	Chairman- Non-Executive - Independent Director Executive – Whole-time Director
	Mr. S. K. Jain Mr. B. S. Mehta Mr. K. S. Thar Mr. B. S. Mehta Mr. B. S. Mehta Mr. S. K. Jain Mr. S. K. Jain Mr. K. S. Thar N. A.

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

I. Meeting of Board of Di 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 (in number of days)
03.11.2016	09.02.2017	97 Days

IV. Meeting of C	<u>ommittees</u>			
Date(s) of meeting of the committee in the rele	evant 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 Committee :	09.02.2017	Yes - All Members Present	03.11.2016	97 Days
Nomination and Remune Committee:	eration 09.02.2017	Yes – All Members Present	-	-
Corporate Social Responsible Committee:	nsibility 09.02.2017	Yes – All Members Present	-	-
Stakeholders Relationsh Committee:	ip/Grievance 09.03.2017	Yes – All Members Present	-	-
Share Transfer Committee	ee: 16.03.2017	Yes – All Members Present	13.12.2016	92 Days

^{*} This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional



V. Related Party Transactions					
Subject	Compliance status (Yes/No/NA) refer note below				
Whether prior approval of audit committee obtained	N. A.				
Whether shareholder approval obtained for material RPT	N. A.				
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	N. A.				

Note

- In the column "Compliance Status", compliance or non-compliance may be indicated 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.
- If status is "No" details of non-compliance may be given here.

VI. **Affirmations**

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.:
- 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

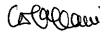
Stakeholders relationship committee

: Yes

d. Risk management committee (applicable to the top 100 listed entities) : (Not applicable)

- 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
- 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
- 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:

Yes, Report for the guarter ended 31st December, 2016 was placed before the Board of Directors in the Meeting held on 09.02.2017. There is no comments/observations/advice.



Name : C B Gagrani

Designation: Company Secretary

Dated: 11.04.2017



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.

ANNEXURE II

I. Disclosure on website in terms of Listin	ng Regulations			
<i>Item</i>		Compliance status (Yes/No/NA)		
Details of business		Yes		
Terms and conditions of appointment of inde		Yes		
Composition of various committees of board	I of directors		Yes	
Code of conduct of board of directors and se		Yes		
Details of establishment of vigil mechanism/	Whistle Blower policy		Yes	
Criteria of making payments to non-executive	e directors		Yes	
Policy on dealing with related party transacti	ions		Yes	
Policy for determining 'material' subsidiaries	i		Not Applicable	
Details of familiarization programmes impart	ted to independent directors		Yes	
Contact information of the designated official responsible for assisting and handling investignations.			Yes	
email address for grievance redressal and o		Yes		
Financial results			Yes	
Shareholding pattern		Yes		
Details of agreements entered into with the rassociates	Г	Not Applicable		
New name and the old name of the listed en		Not Applicable		
II Annual Affirmations				
Particulars	Regulation Number	Comp. (Yes/N	liance status lo/NA)	
Independent director(s) have been appointed in terms of specified criteria of	16(1)(b) & 25(6)		Yes	
Board composition	17(1)	Yes		
eting of Board of directors 17(2)			Yes	
Review of Compliance Reports 17(3)			Yes	
lans for orderly succession for poointments 17(4)			Yes	
Code of Conduct 17(5)			Yes	
Fees/compensation	17(6)		Yes	
rees/compensation	17(0)		res	

Minimum Information	17(7)	Yes	
Compliance Certificate	17(8)	Yes	
Risk Assessment & Management	17(9)	Yes	
Performance Evaluation of Independent Directors	17(10)	Yes	
Composition of Audit Committee	18(1)	Yes	
Meeting of Audit Committee	18(2)	Yes	
Composition of nomination & remuneration committee	19(1) & (2)	Yes	
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
Composition and role of risk management committee	21(1),(2),(3),(4)	Not Applicable	
Vigil Mechanism	22	Yes	
Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes	
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
Approval for material related party transactions	23(4)	Yes	
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Not Applicable	
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Not Applicable	
Maximum Directorship & Tenure	25(1) & (2)	Yes	
Meeting of independent directors	25(3) & (4)	Yes	
Familiarization of independent directors	25(7)	Yes	
Memberships in Committees	26(1)	Yes	
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
Disclosure of Shareholding by Non- Executive Directors	26(4)	Yes	
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	

III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Not Applicable**

Name Designation C. B. Gagrani

Company Secretary