

CORPORATE GOVERNANCE REPORT FOR THE QUARTER ENDED ON 30TH JUNE, 2020

1. Name of Listed Entity -**Century Enka Limited**
2. Quarter ending - **30-Jun-2020**

i. Composition Of Board Of Director

Title(Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson / Executive / Non-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 memberships in Audit / Stakeholder Committee(s) including this listed entity	No of posts of Chairperson in Audit / Stakeholder Committee in listed entities including this listed entity	Membership in Committees of the Company	Remarks
Mrs.	RAJASHREE BIRLA	00022995	AAFBB1583L	C & NED		05-May-2015	13-Jul-2019			15-Sep-1945	NA		6	0	0	0		
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	AAQPJ5701P	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	
Mrs.	USHA SANGWAN	02609263	AAKPS4806L	ID		05-Feb-2020	05-Feb-2020	16-May-2020	60	01-Oct-1958	NA		4	3	3	1		
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	Yes

appointed	
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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
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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
05-Feb-2020	09-Jun-2020	Yes	5	3

Company Remarks	
Maximum gap between any two consecutive (in number of days)	124

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	05-Feb-2020		Yes	3	3
Audit Committee		09-Jun-2020	Yes	3	3
Nomination & Remuneration Committee	05-Feb-2020		Yes	3	3
Nomination & Remuneration Committee		09-Jun-2020	Yes	3	3

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	124

v. **Related Party Transactions**

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Not Applicable	
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		

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 reports 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:

Yes, The Report for the quarter ended 31st March, 2020 was placed before the Board of Directors in the meeting held on 9th June, 2020. There were no comments / observation/advice.

Name : **C.B. GAGRANI**
 Designation : **Company Secretary**