

**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

1. Name of Listed Entity : Chambal Fertilisers and Chemicals Limited

2. Quarter ending : June 30, 2018

I. Composition of Board of Directors								
Title (Mr./ Ms.)	Name of the Director	PAN & DIN	Category (Chairperson/ Executive/ Non-Executive/ independent/ Nominee)	Date of Appointment in the current term/ cessation	Tenure (Years)	No. of Directorship in listed entities including this listed entity (Refer Regulation 25 (1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26 (1) of Listing Regulations)	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26 (1) of Listing Regulations)
Mr.	Saroj Kumar Poddar	DIN – 00008654	Chairperson - Non-Executive	15.09.2015	-	5	Nil	Nil
Mr.	Shyam Sunder Bhartia	DIN - 00010484	Non-Executive	22.09.2016	-	3	2	Nil
Mr.	Anil Kapoor	DIN - 00032299	Executive	16.02.2017	-	1	1	Nil
Mr.	Chandra Shekhar Nopany	DIN - 00014587	Non-Executive	15.09.2017	-	9	2	2
Ms.	Radha Singh	DIN - 02227854	Non-Executive - Independent	15.09.2017	8	2	5	1
Mr.	Marco Philippus Ardeshir Wadia	DIN - 00244357	Non-Executive - Independent	15.09.2017	8	6	10	3
Mr.	Aditya Narayan	DIN - 00012084	Non-Executive - Independent	01.04.2015	3.5	3	2	1
Mr.	Nimesh Nagindas Kampani	DIN - 00009071	Non-Executive - Independent	15.09.2017	3	5	7	Nil

1. Mr. Aditya Narayan was appointed as an Independent Director from April 1, 2015 for a term upto the conclusion of the Annual General Meeting of the Company to be held in the calendar year 2018.

2. Number of memberships in Audit Committee / Stakeholders Relationship Committee includes chairpersonships of these committees in all public limited companies.

<b>II. Composition of Committees</b>				
<b>Name of Committee</b>		<b>Name of Committee members</b>		<b>Category (Chairperson /Executive/Non-Executive/independent/Nominee)</b>
1. Audit Committee		Mr. Marco Philippos Ardeshir Wadia		Chairperson - Non-Executive- Independent
		Ms. Radha Singh		Non-Executive - Independent
		Mr. Aditya Narayan		Non-Executive - Independent
		Mr. Nimesh Nagindas Kampani		Non-Executive - Independent
2. Nomination & Remuneration Committee		Ms. Radha Singh		Chairperson - Non-Executive - Independent
		Mr. Chandra Shekhar Nopany		Non-Executive
		Mr. Marco Philippos Ardeshir Wadia		Non-Executive - Independent
3. Stakeholders Relationship Committee		Ms. Radha Singh		Chairperson- Non-Executive - Independent
		Mr. Marco Philippos Ardeshir Wadia		Non-Executive - Independent
		Mr. Anil Kapoor		Executive
<b>Notes:</b>				
The Company has voluntarily constituted Risk Management Committee.				
<b>III. Meeting of Board of Directors</b>				
<b>Date(s) of Meeting (if any) in the previous quarter</b>		<b>Date(s) of Meeting (if any) in the relevant quarter</b>		<b>Maximum gap between any two consecutive (in number of days)</b>
February 13, 2018		May 10, 2018		85
<b>IV. Meeting of Committees</b>				
<b>Name of Committee</b>	<b>Date(s) of meeting of the Committee in the relevant quarter</b>	<b>Whether requirement of Quorum met (details)</b>	<b>Date(s) of meeting of the Committee in the previous quarter</b>	<b>Maximum gap between any two consecutive meetings in number of days</b>
1. Audit Committee	May 09, 2018	Yes - Three members present out of four members	February 13, 2018	84
2. Stakeholders Relationship Committee	May 09, 2018	Yes - All members present	February 13, 2018	-
3. Nomination & Remuneration Committee	May 09, 2018	Yes - All members present	-	-
<b>V. Related Party Transactions</b>				
<b>Subject</b>			<b>Compliance Status (Yes/No/NA)</b>	
Whether prior approval of audit committee obtained			<b>Yes</b>	
Whether shareholder approval obtained for material RPT			<b>N.A.</b>	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee			<b>Yes</b>	
<b>VI. Affirmations</b>				
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
  - 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.
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 in the previous quarter has been placed before Board of Directors. There were no comments/ observations/ advice of Board of Directors.