

**CORPORATE GOVERNANCE REPORT**

1. Name of Listed Entity : **INDUSS FOOD PRODUCTS & EQUIPMENTS LIMITED**
2. Quarter ending: 31<sup>st</sup> March, 2019

<b>I. Composition of Board of Directors</b>								
Title (Mr./Ms)	Name of the Director	PAN & DIN	Category (Chairperson/Executive/Non-Executive/independent/Non-minee)&	Date of Appointment in the current term /cessation	Tenure	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.	Shanti Swarup Aggarwal	ADEPA0103B00322011	Managing Director(Executive Director)	26/05/1987		2	1	0
Mrs.	Sadhana Agarwal	02239529	Woman Director (Executive Director)	20/11/2014		1	0	0
Mr.	Nandan Kumar Basu	02449375	Non-Executive Director/ Independent Director	30/01/2010		1	5	5
Mr.	Sohan Lal Chopra	03183091	Executive Director	03/12/2010		1	3	0
Mr.	Tapan Kumar Chakraborty	06676727	Non-Executive Director/ Independent Director	20/11/2014		1	5	0
Mr.	Swapan Kumar Majumdar	AJFPM3820L	Chief Financial Officer	02/03/2015		0	0	0
Mr.	Gaurav Khemani	07435545	Non-Executive Director	07/10/2017		0	0	0

<b>II. Composition of Committees</b>			
<i>Name of Committee</i>	<i>Name of Committee members</i>	<i>Category (Chairperson/Executive/Non-Executive/independent/Nominee)</i>	
1. Audit Committee	Shanti Swarup Aggarwal	Executive Director	
	Tapan Kumar Chakraborty	Non-Executive Independent Director	
	Nandan Kumar Basu	Non-Executive Independent Director (Chairman)	
2. Nomination & Remuneration Committee	Sohan Lal Chopra	Non-Executive Director	
	Tapan Kumar Chakraborty	Non-Executive Independent Director	
	Nandan Kumar Basu	Non-Executive Independent Director (Chairman)	
3. Risk Management Committee(if applicable)	Tapan Kumar Chakraborty	Non-Executive Independent Director	
	Nandan Kumar Basu	Non-Executive Independent Director (Chairman)	
4. Stakeholders Relationship Committee'	Sohan Lal Chopra	Non-Executive Director	
	Tapan Kumar Chakraborty	Non-Executive Independent Director	
	Nandan Kumar Basu	Non-Executive Independent Director (Chairman)	
5. CSR Committee	Sohan Lal Chopra	Non-Executive Director	
	Tapan Kumar Chakraborty	Non-Executive Independent Director	
	Nandan Kumar Basu	Non-Executive Independent Director (Chairman)	
<b>III. Meeting of Board of Directors</b>			
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant Quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>	
04.10.2018, 09.10.2018,09.11.2018 & 05.12.2018	14.02.2019	70 Days	
<b>IV. Meeting of Committees</b>			
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
14.02.2019	Yes	01.10.2018, 09.10.2018, 09.11.2018	97 days
<b>V. Related Party Transactions</b>			
<i>Subject</i>		<i>Compliance status (Yes/No/NA)</i>	
Whether prior approval of audit committee obtained		Yes	
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
<b>VI. Affirmations</b>	
<p>1. 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</p> <ul style="list-style-type: none"><li>a. Audit Committee</li><li>b. Nomination &amp; remuneration committee</li><li>c. Stakeholders relationship committee</li><li>d. Risk management committee (applicable to the top 100 listed entities)</li></ul> <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>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>5. This report and/or the report submitted in the previous quarter have been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:</p>	
Date: 12 <sup>th</sup> April, 2019  Place: Kolkata	<p style="text-align: right;"><i>Ranu Bansal</i> <b>Ranu Bansal</b> Company Secretary</p>