

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - IFB Agro Industries Limited
 2. Quarter ending - 31st March 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 post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Membership in Committees of the Company	Remarks
Mr.	Bijon Nag	00756995	ABOPN2790H	C & NED		19-Feb-1982	26-Jul-2019			16-Aug-1942	Yes	26-Jul-2019	2	0	0	0		
Mr.	Bikram Nag	00827155	ABVFN5965F	ED		14-Oct-1997	27-Jan-2019			27-Sep-1973	NA		2	0	0	0		
Mr.	Arup Kumar Banerjee	00336225	ACZPB7556P	ED	CEO-MD	28-Jul-2001	28-Jul-2017			23-Aug-1952	NA		1	0	0	0		
Mr.	Amitabha Kumar Nag	00117546	ABFPN0651A	NED		26-Jul-2003	26-Jul-2019			23-Jun-1956	NA		1	0	2	0	AC,SC,NRC	
Mr.	Hari Ram Agarwal	00256614	ACDPA1946N	ID		02-Jun-2008	26-Jul-2019		8	10-Oct-1963	NA		1	1	1	0	AC,NRC	
Mr.	Manoj Kumar Vijay	00075792	ABSPV1893P	ID		02-Jun-2008	26-Jul-2019		8	20-Jun-1966	NA		2	2	2	1	SC,NRC	
Mr.	Sudip Kumar Mukherji	02764262	ADKPM6225E	ID		29-Oct-2009	26-Jul-2019		8	03-Nov-1949	NA		1	1	2	2	AC,SC	
Ms.	Runu Chakraborty	08463092	ABVPC3018L	ID		27-May-2019	27-May-2019		10	07-May-1963	NA		1	1	0	0		

Company Remarks	
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

ii. Composition of Committees

a. Audit Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Sudip Kumar Mukherji	ID	Chairperson	26-Jul-2019	
2	Hari Ram Agarwal	ID	Member	26-Jul-2019	
3	Amitabha Kumar Nag	NED	Member	26-Jul-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Sudip Kumar Mukherji	ID	Chairperson	26-Jul-2019	
2	Manoj Kumar Vijay	ID	Member	26-Jul-2019	
3	Amitabha Kumar Nag	NED	Member	26-Jul-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

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

d. Nomination and Remuneration Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Manoj Kumar Vijay	ID	Chairperson	26-Jul-2019	
2	Hari Ram Agarwal	ID	Member	26-Jul-2019	
3	Amitabha Kumar Nag	NED	Member	26-Jul-2019	

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
01-Nov-2019	31-Jan-2020	Yes	8	4

Company Remarks	
Maximum gap between any two consecutive (in number of days)	90

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	01-Nov-2019		Yes	3	2
Audit Committee		31-Jan-2020	Yes	3	2
Stakeholders Relationship Committee	31-Oct-2019		Yes	3	2

Stakeholders Relationship Committee		31-Jan-2020	Yes	3	2
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Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	90

v. **Related Party Transactions**

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
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	Yes	

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:

Name : **RITESH AGARWAL**
Designation : **COMPANY SECRETARY**

ANNEXURE II

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations			
Item	Compliance status	Company Remark	Website
As per regulation 46(2) of the LODR:			
Details of business	Yes		www.ifbagro.in
Terms and conditions of appointment of independent directors	Yes		www.ifbagro.in
Composition of various committees of board of directors	Yes		www.ifbagro.in
Code of conduct of board of directors and senior management personnel	Yes		www.ifbagro.in
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.ifbagro.in
Criteria of making payments to non-executive directors	Yes		www.ifbagro.in
Policy on dealing with related party transactions	Yes		www.ifbagro.in
Policy for determining 'material' subsidiaries	Yes		www.ifbagro.in
Details of familiarization programs imparted to independent directors	Yes		www.ifbagro.in
Email address for grievance redressal and other relevant details entity who are responsible for assisting and handling investor grievances	Yes		www.ifbagro.in
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.ifbagro.in
Financial results	Yes		www.ifbagro.in
Shareholding pattern	Yes		www.ifbagro.in
Details of agreements entered into with the media companies and/or their associates	Not Applicable		
Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Not Applicable		
New name and the old name of the listed entity	Not		
Advertisements as per regulation 47 (1)	Yes		www.ifbagro.in
Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments obtained	Yes		www.ifbagro.in
Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		www.ifbagro.in
As per other regulations of the LODR:			
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.ifbagro.in
Materiality Policy as per Regulation 30	Yes		www.ifbagro.in
Dividend Distribution policy as per Regulation 43A (as applicable)	Not		
It is certified that these contents on the website of the listed entity are correct.	Yes		www.ifbagro.in
II Annual Affirmations			

Particulars	Regulation Number	Compliance status	Company Remark
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes	
<i>Board composition</i>	17(1), 17(1A) & 17(1B)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Quorum of Board meeting</i>	17(2A)	Yes	
<i>Review of Compliance Reports</i>	17(3)	Yes	
<i>Plans for orderly succession for appointments</i>	17(4)	Yes	
<i>Code of Conduct</i>	17(5)	Yes	
<i>Fees/compensation</i>	17(6)	Yes	
<i>Minimum Information</i>	17(7)	Yes	
<i>Compliance Certificate</i>	17(8)	Yes	
<i>Risk Assessment & Management</i>	17(9)	Yes	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	
<i>Recommendation of Board</i>	17(11)	Yes	
<i>Maximum number of directorship</i>	17A	Yes	
<i>Composition of Audit Committee</i>	18(1)	Yes	
<i>Meeting of Audit Committee</i>	18(2)	Yes	
<i>Composition of nomination & remuneration committee</i>	19(1) & (2)	Yes	
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Yes	
<i>Meeting of nomination & remuneration committee</i>	19(3A)	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	Yes	
<i>Meeting of stakeholder relationship committee</i>	20(3A)	Yes	
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Not Applicable	
<i>Meeting of Risk Management Committee</i>	22	Not Applicable	
<i>Vigil Mechanism</i>	22	Yes	
<i>Policy for related party Transaction</i>	23(1),(1A),(5),(6)	Yes	
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	Yes	
<i>Approval for material related party transactions</i>	23(4)	Not Applicable	

<i>Disclosure of related party transactions on consolidated basis</i>	23(9)	Yes	
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Not Applicable	
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5) & (6)	Yes	
<i>Annual Secretarial Compliance Report</i>	24(A)	Yes	
<i>Alternate Director to Independent Director</i>	25(1)	Not Applicable	
<i>Maximum Tenure</i>	25(2)	Yes	
<i>Meeting of independent directors</i>	25(3) & (4)	Yes	
<i>Familiarization of independent directors</i>	25(7)	Yes	
<i>Declaration from Independent Director</i>	25(8) & (9)	Yes	
<i>D & O Insurance for Independent Directors</i>	25(10)	Yes	
<i>Memberships in Committees</i>	26(1)	Yes	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes	
<i>Disclosure of Shareholding by Non- Executive Directors</i>	26(4)	Yes	
<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	Yes	

Other Information	
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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. - **Yes**

Other Information	
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Name : RITESH AGARWAL
Designation : Company Secretary & Compliance Officer