

IFB Agro Industries Limited
Plot No. - IND-5, Sector-1,
East Kolkata Township, Kolkata - 700 107
Phone : 033-39849675, Fax : 033-2442-1003
Website : www.ifbagro.in
CIN : L01409WB1982PLC034590

11 October, 2018

The Manager
National Stock Exchange of India Ltd.
Listing Department
Exchange Plaza, 5th floor
Plot No. C/1, G. Block
Bandra Kurla Complex, Bandra (E)
Mumbai - 400 051

The Secretary,
Bombay Stock Exchange of India Ltd
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai-400001

Dear Sir,

Sub: Disclosure under Regulation 27 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 27 of the (Listing Obligations and Disclosure Requirements) Regulations, 2015 we are enclosing the Quarterly Compliance Report on Corporate Governance of our Company for the Quarter ended 30 September, 2018.

This is for your information and record.

Thanking you,

Yours faithfully
for IFB AGRO INDUSTRIES LIMITED


(RITESH AGARWAL)
COMPANY SECRETARY

Encl. As Above

Report of Corporate Governance of IFB Agro Industries Limited for the Quarter ended 30 September, 2018

1. Name of Listed Entity: IFB AGRO INDUSTRIES LIMITED
2. Quarter ending: 30.09.2018

I. Composition of Board of Directors

Title (Mr./Mrs)	Name of the Director	PAN & DIN	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)	Date of Appointment in the current term/ cessation	Tenure *	No. of Directorship in listed entities including this listed entity	Number of memberships in Audit/Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in the listed entities including this listed entity
Mr.	Bijon Nag	ABOPN2790H & 756995	Chairman (Non-Executive)	19/02/1982		2	NIL	NIL
Mr.	Bikram Nag	ABVPN5965F & 827155	Executive	26/07/2013		2	NIL	NIL
Mr.	Arup Kumar Banerjee	ACZPB7556P & 336225	Executive	30/07/2014		1	NIL	NIL
Mr.	Nandan Bhattacharya	ADMPB8408J & 313590	Independent	30/07/2014	4 years 2 months	3	7	2
Mr.	Amitabha Kumar Nag	ABFPN0651A & 117546	Non-Executive	31/07/2015		1	2	NIL
Mr.	Hari Ram Agarwal	ACDPA1946N & 256614	Independent	30/07/2014	4 years 2 months	1	1	NIL
Mr.	Manoj Kumar Vijay	ABSPV1893P & 75792	Independent	30/07/2014	4 years 2 months	2	1	NIL
Mr.	Sudip Kumar Mukherji	ADKPM6225E & 2764262	Independent	30/07/2014	4 years 2 months	1	1	NIL
Dr.	Lakshmishri Roy	AHOPR7114D & 7145095	Independent	01/04/2016	2 year 5 months	1	NIL	NIL

* Applicable only for Independent Director. Tenure has been calculated after reappointment.



II. Composition of Committees

Name of the Committee	Name of Committee members	Category (Chairperson/Executive/Non-executive/Independent/Nominee)
1. Audit Committee	Mr Nandan Bhattacharya Mr Amitabha Kumar Nag Mr Sudip Kumar Mukherji Mr Hari Ram Agarwal	Chairman (Independent) Non -Executive Independent Independent
2. Nomination & Remuneration Committee	Mr Nandan Bhattacharya Mr Amitabha Kumar Nag Mr Manoj Kumar Vijay Mr Hari Ram Agarwal	Chairman (Independent) Non -Executive Independent Independent
3. Stakeholders Relationship Committee	Mr Nandan Bhattacharya Mr Amitabha Kumar Nag Mr Manoj Kumar Vijay	Chairman (Independent) Non- Executive Independent

III. Meeting of Board of Directors

Date(s) of Meeting in the previous Quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
30.05.2018	25.07.2018	55 days

IV. Meeting of Committees

Date(s) of meeting of the committee in the relevant 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 the number of days
Audit Committee- 25.07.2018	Yes Mr Nandan Bhattacharya Mr Amitabha Kumar Nag Mr Sudip Kumar Mukherji Mr Hari Ram Agarwal	30.05.2018	55 days



V. Related Party Transactions


Subject	Compliance status (Yes/No/NA)
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	Yes

VI. Affirmations

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
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. 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:

Report of Corporate Governance was placed before the Board in its meeting held on 25th July 2018 and the Board members observed the report.

For IFB AGRO INDUSTRIES LTD.


Company Secretary

Format to be submitted by listed entity at the end of 6 months after end of financial year along with second quarter report of next financial year

I. Affirmations		
<u>Broad Headings</u>	<u>Regulation Number</u>	<u>Compliance Status</u> <u>(Yes/No/NA)</u> refer note below
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes business responsibility report: Not Applicable
Presence of Chairman of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairman of the nomination and remuneration committee at the annual general meeting	19(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

For IFB AGRO INDUSTRIES LTD.

Kitesh Agarwal
Company Secretary