

Quarterly Compliance Report on Corporate Governance under Clause 49 of the Listing Agreement

Name of the Company: NRB Industrial Bearings Ltd

Quarter ending on: 30th September, 2015

BSE: SCRIP ID: NRBINDBEA; SCRIP CODE: 535458

NSE SCRIP CODE: NIBL ISIN NO .: INE047001014

| Particulars | Clause of Listing Agreement | Compliance Status Yes/No | Remarks |
|---|-----------------------------------|--------------------------------|---|
| Il Board of Directors | 49 (11) | | |
| (A) Composition of Board | 49 (II A) | Yes | |
| (B) Independent Directors | 49 (II B) | Yes | |
| (C) Non-executive Directors' Compensation & Disclosures | 49 (II C) | Yes | |
| (D) Other Provisions as to Board and Committees | 49 (II D) | Yes | |
| (E) Code of Conduct | 49 (II E) | Yes | |
| (F) Whistle Blower Policy | 49 (II F) | Yes | |
| III. Audit Committee | 49 (III) | | |
| (A) Qualified & Independent Audit Committee | 49 (III A) | Yes | |
| (B) Meeting of Audit Committee | 49 (III B) | Yes | |
| (C) Powers of Audit Committee | 49 (III C) | Yes | |
| (D) Role of Audit Committee | 49 (III D) | Yes | |
| (E) Review of Information by Audit Committee | 49 (III E) | Yes | |
| IV. Nomination and Remuneration Committee | 49 (IV) | Yes | |
| V. Subsidiary Companies | 49 (V) | NA | |
| VI. Risk Management | 49 (VI) | Yes | |
| VII. Related Party Transactions | 49 (VII) | Yes | |
| /III. Disclosures | 49 (VIII) | | |
| A) Related Party Transactions | 49 (VIII A) | Yes | |
| B) Disclosure of Accounting Treatment | 49 (VIII B) | Yes | |
| (C) Remuneration of Directors | 49 (VIII C) | Yes | As required Annually the same will be disclosed in the Annual Report 2015-16 |
| (D) Management | 49 (VIII D) | Yes | As required Annually the same has been disclosed in the Annual Report 2014 -15. |
| E) Shareholders | 49 (VIII E) | Yes | As required Annually the same has been disclosed in the Annual Report 2014 -15. |
| F) Proceeds from Public Issues, Rights Issues, Preferential Issues etc. | 49 (VIII F) | N.A. | |





| Particulars | Clause of Listing Agreemen t | Compliance Status Yes/No | Remarks |
|-----------------------------------|---------------------------------------|--------------------------------|---|
| IX. CEO/CFO Certification | 49 (IX) | Yes | As required Annually the same has been disclosed in the Annual Report 2014 -15. |
| X. Report on Corporate Governance | 49 (X) | Yes | As required Annually the same has been disclosed in the Annual Report 2014 -15. |
| XI. Compliance | 49 (XI) | Yes | As required Annually the same has been disclosed in the Annual Report 2014 -15. |

For NRB Industrial Bearings Limited

R. G. Mehendale Chief Financial Officer