

Regd. Office & Corporate Office : 376, Industrial Area-A, Ludhiana - 141 003 (INDIA)  
Phones : 91-161-2600701 to 705, 2606977 to 980 Fax : 91-161--2222942, 2601956.  
E-mail : secnel@owmnahar.com Website : www.owmnahar.com  
CIN No. : L17115PB1988PLC008820

NPFL/SD/2016/

April 13, 2016

1. The Manager,  
The National Stock Exchange of India Limited  
Exchange Plaza, 5th Floor, Plot No. C/1, G-Block  
Bandra-Kurla Complex, Bandra (E)  
**MUMBAI - 400 051**
2. The General Manager,  
The Bombay Stock Exchange Limited  
25th Floor, P.J. Tower,  
Dalal Street, Mumbai  
**MUMBAI - 400 001**

**Sub: Quarterly Compliance Report on Corporate Governance**

Dear Sir,

Pursuant to Regulation 27(2) of the SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, we are sending herewith Compliance Report on Corporate Governance for the quarter ended 31st March, 2016.

Kindly acknowledge the receipt.

Thanking you,

Yours faithfully,  
**For NAHAR POLY FILMS LTD**

  
**COMPANY SECRETARY**  
Encl: As above



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## CORPORATE GOVERNANCE REPORT

1. Name Of Listed Entity: Nahar Poly Films Limited
2. Quarter Ending: 31.03.2016

### I. Composition Of Listing Agreement

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	No. of Directorship in listed entities including this listed entity (As per Regulation 25(1) of Listing Regulations)	Number of membership in Audit/Stakeholder Committee(s) including this listed entity (As per Regulation 26(1) of Listing Regulations)	No. of post of Chairpersonship in Audit/ Stakeholder Committee including this listed entity (As per Regulation 26(1) of LISTING Regulations)
Mr.	Jawahar Lal Oswal	AABPO2481J	00463866	Chairman & Non Executive Director	14.10.1991	-	5	0	0
Mr.	Dinesh Oswal	AABPO2476P	00607290	Non Executive Director	12.01.2007	-	4	0	0
Mr.	Kamal Oswal	AACPO9697F	00493213	Non Executive Director	15.11.1989	-	5	1	0
Mr.	Dinesh Gogna	AAVPG4248H	00498670	Non Executive Director	15.11.1989	-	6	5	2
Mr.	Komal Jain	AAXPJ7153L	00399948	Non Executive Director	15.11.1989	-	1	1	0
Ms.	Harbhajan Kaur Bal	ABUPB2040E	00008576	Independent Director	30.09.2014	3 Years	5	2	2
Mr.	Satish kumar Sharma	AFTPS6625R	00402712	Executive Director	29.09.2012	-	3	3	0
Mr.	Prof. Kanwar Sain Maini	AFLPM9189E	00454686	Independent Director	30.09.2014	3 Years	3	2	2
Mr.	Suresh Kumar Singla	ADDPS7049B	00403423	Independent Director	30.09.2014	3 Years	4	3	3
Mr.	Y.P. Sachdeva	AFVPS9526F	02012337	Independent Director	30.09.2014	3 Years	5	4	0
Mr.	Amrik Singh Sohi	AFIPS9034F	03575022	Independent Director	30.09.2014	3 Years	5	2	1
Mr.	Vijay Asdhir	ABMPA0254D	06671174	Independent Director	30.09.2014	3 Years	2	1	1

### II. Composition of Committees

Name of committee	Name of Committee members	Category (Chairperson/ Executive/ Non-Executive/ independent/ Nominee)
1. Audit Committee	Dr. S.K. Singla Sh. Dinesh Gogna Sh. K.S. Maini	Chairman Member Member
2. Nomination & Remuneration Committee	Dr. S.K. Singla Sh. Komal Jain Ms. H.K.Bal	Chairman Member Member
3. Risk Management committee(if applicable)	N.A.	N.A.
4. Stakeholder Relationship Committee	Ms. H.K.Bal Dr. A.S. Sohi Sh. Komal Jain	Chairperson Member Member

**Mumbai :** 414, Raheja Chambers, 213 Nariman Point, Mumbai-400 021  
**Phones :** 91-22-22835262, 22835362  
**Fax :** 91-22-22872863  
**Email :** mumbai@owmnahar.com

**Gurgaon :** Flat No. 22-B, Sector-18, Gurgaon-120 015 (INDIA)  
**Phones :** 91-124-2430532 - 2430533  
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**Email :** delhi@owmnahar.com



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### 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	Maximum gap between any two consecutive (in number of days)
10.11.2015	10.02.2016	91

### IV. Meeting of Committees

Date(s) of meeting of the Audit committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the Audit committee in the previous quarter	Maximum gap between any two consecutive meeting in the number of days
10.02.2016	Yes	10.11.2015	91

### 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	NA

### VI. Affirmations

- 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
  - Audit Committee
  - Nomination & remuneration committee
  - Stakeholders relationship committee
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- 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.
- The report submitted in the previous quarter was placed before Board of Directors. This Report will be placed before the Board of Directors in the forthcoming meeting.

For Nahar Poly Films Limited

**Name:** Atul Sud  
**Designation:** Company Secretary



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## 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 (Yes/No/NA)refer note below
Details of business	YES
Terms and conditions of appointment of independent directors	YES
Composition of various committees of board of directors	YES
Code of conduct of board of directors and senior management personnel	YES
Details of establishment of vigil mechanism/ Whistle Blower policy	YES
Criteria of making payments to non-executive directors	YES
Policy on dealing with related party transactions	YES
Policy for determining 'material' subsidiaries	N.A
Details of familiarization programmes imparted to independent directors	YES
Contact information of the designated officials of the listed entity who are	YES
email address for grievance redressal and other relevant details	YES
Financial results	YES
Shareholding pattern	YES
Details of agreements entered into with the media companies and/or	N.A
New name and the old name of the listed entity	YES

### II Annual Affirmations

Particulars	Regulation Number	Compliance status (Yes/No/NA)refer note below
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	YES
Board composition	17(1)	YES
Meeting of Board of directors	17(2)	YES
Review of Compliance Reports	17(3)	YES
Plans for orderly succession for appointments	17(4)	YES
Code of Conduct	17(5)	YES
Fees/compensation	17(6)	YES
Minimum Information	17(7)	YES
Compliance Certificate	17(8)	YES
Risk Assessment & Management	17(9)	YES
Performance Evaluation of Independent Directors	17(10)	YES



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Composition of Audit Committee	18(1)	YES
Meeting of Audit Committee	18(2)	YES
Composition of nomination & remuneration committee	19(1) & (2)	YES
Composition of Stakeholder Relationship Committee	20(1) & (2)	YES
Composition and role of risk management committee	21(1),(2),(3),(4)	N.A
Vigil Mechanism	22	YES
Policy for related party Transaction	23(1),(5),(6),(7) & (8)	YES
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	YES
Approval for material related party transactions	23(4)	N.A
Composition of Board of Directors of unlisted material Subsidiary	24(1)	N.A
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	N.A
Maximum Directorship & Tenure	25(1) & (2)	YES
Meeting of independent directors	25(3) & (4)	YES
Familiarization of independent directors	25(7)	YES
Memberships in Committees	26(1)	YES
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	YES
Disclosure of Shareholding by Non-Executive Directors	26(4)	YES
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	YES

For Nahar Poly Films Limited



ATUL SUD

Company Secretary & Compliance Officer