

**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

Name of the Company: **N R Agarwal Industries Limited**

Quarter Ending on: September 30, 2014

Particulars	Clause of Listing Agreement	Compliance Status Yes/ No	Remarks
<b>I. Board of Directors</b>	<b>49I</b>		
(A) Composition of Board	49 (IA)	YES	
(B) Non-executive Directors compensation and disclosures	49 (IB)	YES	
(C) Other provisions as to Board and Committees	49 (IC)	YES	
(D) Code of Conduct	49 (ID) (ii)	YES	
<b>II. Audit Committee</b>	<b>49 II</b>		
(A) Qualified & Independent Audit Committee	49 (IIA)	YES	
(B) Meeting of Audit Committee	49 (IIB)	YES	
(C) Powers of Audit Committee	49 (IIC)	YES	
(D) Role of Audit Committee	49 (IID)	YES	
(E) Review of Information by Audit Committee	49 (IIE)	YES	
<b>III Subsidiary Companies</b>	<b>49III</b>	<b>N.A.</b>	
<b>IV. Disclosures</b>	<b>49 IV</b>		
(A) Basis of related party transactions	49 (IVA)	YES	Complied
(B) Disclosure of Accounting treatment	49 (IVB)	YES	Complied in Annual Report
(C) Board disclosures	49 (IVC)	YES	Complied in Annual Report
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IVD)	N.A.	
(E) Remuneration to Directors	49 (IV E)	YES	Complied in Annual Report
(F) Management	49 (IV F)	YES	Complied in Annual Report
(G) Shareholders	49 (IVG)	YES	
V. CEO/CFO Certification	49 V	YES	
VI. Report on Corporate Governance	49 VI	YES	Complied in Annual Report
VII. Compliance	49 VII	YES	

For **N R AGARWAL INDUSTRIES LIMITED**

  
**Hemali Shah**  
 Company Secretary & Compliance Officer

Mumbai, October 8, 2014

CIN : L22210MH1993PLC133365

email: [admin@nrail.com](mailto:admin@nrail.com), website: [www.nrail.com](http://www.nrail.com)

415-418, JANKI CENTRE, 29 SHAH INDUSTRIAL ESTATE, OFF VEERA DESAI ROAD, ANDHERI (W), MUMBAI-400 053. TEL: +91 22 67317500. FAX: +91 22 26730227.