



INDUSTRIAL ENTERPRISES LTD.

Regd. & Admn. Office : Focal Point, Ludhiana - 141 010. (INDIA)
Phones : 0091-161-2672590 to 91, 5064200 Fax : 0091-161-2674072, 5083213
E-mail : nilldh@owmnahar.com, Website : www.owmnahar.com

NIEL:SCY:2020:

Dated: 11.05.2020

BSE Limited
(Department of Corporate Services)
Floor 25, P J Towers,
Dalal Street, Fort, MUMBAI 400001
Security Code: 519136

National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra East MUMBAI 400051
Security Symbol: NAHARINDUS

**Sub: Compliance Report on Corporate Governance for the quarter ended 31.03.2020
under Regulation 27(2) of SEBI (LODR) Regulations, 2015**

Dear Sir,

In terms regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Compliance Report on Corporate Governance for the quarter/year ended 31.03.2020 is attached.

Hope you will find the same in order.

Thanking you,

**Yours faithfully,
For NAHAR INDUSTRIAL ENTERPRISES LIMITED**


**MUKESH SOOD
COMPANY SECRETARY**

Encl: As above



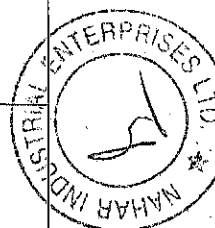
COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1 Name of Listed entity: NAHAR INDUSTRIAL ENTERPRISES LIMITED

2. Quarter ending: 31.03.2020

I. Composition of Board of Directors

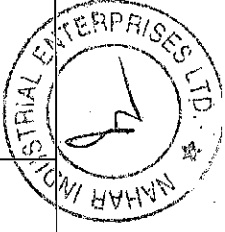
Title	Name of the Director	PAN (P) & DIN (D)	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)	Date of Appointment in the Current term/ cessation	Tenure	No. of Directorship in Listed Entities including this listed entity (Refer Regulation 25(1) of Listing Regulation)	No. of Memberships in Audit/Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulation)	No. of post of chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulation)
Mr.	Jawahar Lal Oswal	P: AABPO2481J D: 00463866	Chairman- Non Executive	14.10.1991		5	Nil	Nil
Mr.	Kamal Oswal	P: AACPO9697F D: 00493213	Vice Chairman cum Managing Director-Executive	27.09.1983		5	1	Nil
Mr.	Dinesh Oswal	P: AABPO2476P D: 00607290	Non-Executive	15.12.1988		4	Nil	Nil
Mr.	Dinesh Gogna	P: AAVPG4248H D: 00498670	Non-Executive	27.09.1983		6	4	2



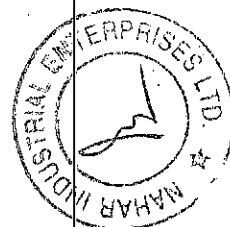
Mr.	Navdeep Sharma	P: ADNPS0280J D:00454285	Non-Executive	12.08.2015		3	1	3
Mrs.	Harbhajan Kaur Bal	P: ABUPB2040E D:00008576	Non-Executive-Independent	30.06.2001	Refer Note No.1	2	2	Nil
Mr.	Ajit Singh Chatha	P: AAKPC3593J D:02289613	Non-Executive-Independent	27.03.2013	Refer Note No.2	5	1	Nil
Dr.	Amrik Singh Sohi	P: AFIPS9034F D:03575022	Non-Executive-Independent	12.08.2011	Refer Note No.3	5	3	1
Dr.	Vijay Asdhir	P: ABMPA0254D D:06671174	Non-Executive-Independent	14.02.2015	Refer Note No.4	4	1	2
Dr.	Suresh Kumar Singla	P: ADDPS7049B D: 00403423	Non-Executive-Independent	26.09.2017	Refer Note No.5	5	4	3

II. Composition of Committees

Name of Committee	Name of Committee Members	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)	Date of Appointment
1. Audit Committee	Mr. Dinesh Gogna (DIN: 00498670)	Non-Executive	30.06.2001
	Dr. Vijay Asdhir (DIN: 06671174)	Non-Executive-Independent (Chairperson)	14.02.2015
	Dr. (Mrs.) Harbhajan Kaur Bal (DIN: 00008576)	Non-Executive-Independent	30.06.2001



	Dr. Amrik Singh Sohi (DIN: 03575022)	Non-Executive-Independent	14.11.2019
2. Nomination & Remuneration Committee	Dr. (Mrs.) Harbhajan Kaur Bal (DIN: 00008576)	Non-Executive-Independent	31.01.2002
	Dr. Vijay Asdhir (DIN: 06671174)	Non-Executive-Independent (Chairperson)	14.02.2015
	Dr. Suresh Kumar Singla (DIN: 00403423)	Non-Executive-Independent	02.10.2017
3. Stakeholders Relationship Committee	Mr. Kamal Oswal (DIN: 00493213)	Vice Chairman cum Managing Director- Executive	30.05.2013
	Mr. Dinesh Gogna (DIN: 00498670)	Non-Executive (Chairperson)	31.01.2002
	Dr. Vijay Asdhir (DIN: 06671174)	Non-Executive-Independent	14.02.2015
	Dr. Suresh Kumar Singla (DIN: 00403423)	Non-Executive-Independent	02.10.2017
4. Corporate Social Responsibility (CSR) Committee	Mr. Kamal Oswal (DIN: 00493213)	Vice Chairman cum Managing Director- Executive (Chairperson)	11.08.2014
	Mr. Dinesh Gogna (DIN: 00498670)	Non-Executive (Member)	11.08.2014
	Dr. Suresh Kumar Singla (DIN: 00403423)	Non-Executive-Independent (Member)	26.09.2017



III. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of meeting in the relevant quarter	Maximum gap between any two consecutive (in number of days)
14.11.2019	18.01.2020	64 days
14.11.2019	14.02.2020	26 days

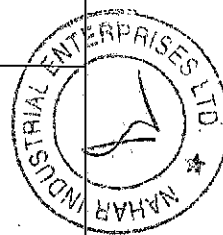
IV. Meeting of Committees

a) Audit Committee

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 number days*
14.02.2020	Yes	14.11.2019	91 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	Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes



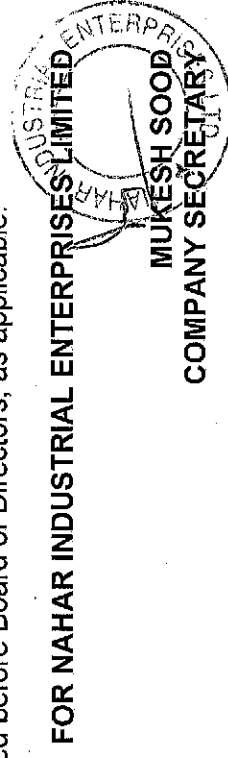
Note: 1. In the column "Compliance Status" compliance or non-compliance may be indicated by Yes/No/NA. For example if the Board has been composed in accordance with the requirements of Listing Regulations "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.

2. If status is "No" details of non-compliance may be given here.

VI. Affirmation

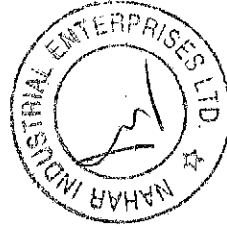
1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing Obligations and disclosure requirements) Regulations, 2015:
 - a) Audit Committee
 - b) Nomination & 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, as applicable.

Place: Ludhiana
Dated: 11.05.2020



Notes:

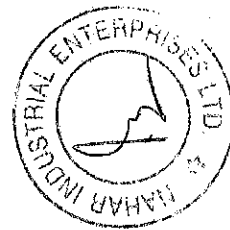
1. Dr. (Mrs.) Harbhajan Kaur Bal, an Independent Director of the Company has been re-appointed for three years commencing from 26.09.2017 upto the conclusion of 36th Annual General Meeting to be held in calendar year 2020.
2. Sh. Ajit Singh Chatha, an Independent Director of the Company has been re-appointed for three years commencing from 26.09.2017 upto the conclusion of 36th Annual General Meeting to be held in calendar year 2020.
3. Dr. Amrik Singh Sohi, an Independent Director of the Company has been re-appointed for three years commencing from 26.09.2017 upto the conclusion of 36th Annual General Meeting to be held in calendar year 2020.
4. Dr. Vijay Asdhir, an Independent Director of the Company has been appointed for three years commencing from 28.09.2018 upto the conclusion of 37th Annual General Meeting to be held in calendar year 2021.
5. Dr. Suresh Kumar Singla, an Independent Director of the Company has been appointed for three years commencing from 26.09.2017 upto the conclusion of 36th Annual General Meeting to be held in calendar year 2020.



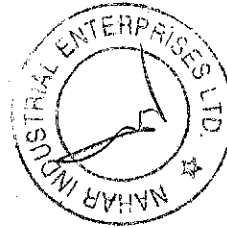
COMPLIANCE REPORT ON CORPORATE GOVERNANCE AT THE END OF THE FINANCIAL YEAR 2019-20

I. Disclosure on website in terms of Listing Regulations

S. No.	Item	Compliance Status (Yes/No/NA)
1	Details of business	Yes
2	Terms and conditions of appointment of independent directors	Yes
3	Composition of various committees of board of directors	Yes
4	Code of conduct of board of directors and senior management personnel	Yes
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes
6	Criteria of making payments to non-executive directors *	NA
7	Policy on dealing with related party transactions	Yes
8	Policy for determining 'material' subsidiaries	NA
9	Details of familiarization programmes imparted to independent directors	Yes
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes
11	email address for grievance redressal and other relevant details	Yes
12	Financial results	Yes
13	Shareholding pattern	Yes
14	Details of agreements entered into with the media companies and/or their associates	NA
15	New name and the old name of the listed entity	NA

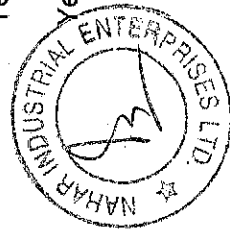


16	Schedule of analyst and institutional investors meet and presentation made by the listed entity to analyst or institutional investors simultaneously with the Stock Exchange.	N.A.
17	Advertisement as per Regulation 47(1)	Yes
18	Credit rating or revision in rating obtained	Yes
19	Separate audited financial statement of each subsidiary of listed entity in respect of relevant financial year	N.A.
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes
21	Materiality policy as per Regulation 30	Yes
22	Dividend distribution policy as per Regulation 43A (as applicable)	N.A.
23	It is certified that these contents on the website of the Company are correct	Yes
24	Disclosure of notes on website in terms of Listing Regulation explanatory	
	• Being disclosed in Annual Report regularly.	

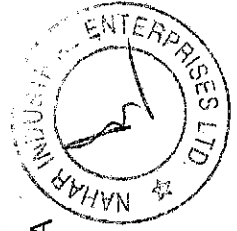


II. Annual Affirmations

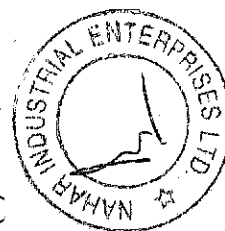
Sr No.	Particulars	Regulation Number	Compliance status (Yes/No/NA)
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
2	Board composition	17(1) 17(1A) 17(1B)	Yes
3	Meeting of Board of directors	17(2)	Yes
4	Quorum of Board Meeting	17(2A)	Yes
5	Review of Compliance Reports	17(3)	Yes
6	Plans for orderly succession for appointments	17(4)	Yes
7	Code of Conduct	17(5)	Yes
8	Fees/compensation	17(6)	Yes
9	Minimum Information	17(7)	Yes
10	Compliance Certificate	17(8)	Yes
11	Risk Assessment & Management	17(9)	Yes
12	Performance Evaluation of Independent Directors	17(10)	Yes
13	Recommendation of Board	17(11)	Yes
14	Maximum number of Directorship	17A	Yes
15	Composition of Audit Committee	18(1)	Yes



16	Meeting of Audit Committee	18(2)	Yes
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes
18	Quorum of Nomination and remuneration Committee	19(2A)	Yes
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes
20	Composition of Stakeholder Relationship Committee	20(1) & (2) 20(2A)	Yes
21	Meeting of Stakeholder relationship committee	20(3A)	Yes
22	Composition and role of risk management committee	21(1),(2),(3),(4)	NA
23	Meeting of Risk management committee	21(3A)	NA
24	Vigil Mechanism	22	Yes
25	Policy for related party Transaction	23(1),(1A) (5),(6),(7) & (8)	Yes
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2),(3)	Yes
27	Approval for material related party transactions	23(4)	Yes
28	Disclosure of related party on consolidated basis	23(9)	Yes
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA
31	Annual Secretarial Compliance Report	24A	Yes



32	Alternate director to independent Director	25(1)	N.A.
33	Maximum Tenure	25(2)	Yes
34	Meeting of independent directors	25(3) & (4)	Yes
35	Familiarization of independent directors	25(7)	Yes
36	Declaration from Independent Director	25 (8) & (9)	Yes
37	D & O of Insurance of Independent Directors	25(10)	N.A.
38	Memberships in Committees	26(1)	Yes
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes



Note(s):

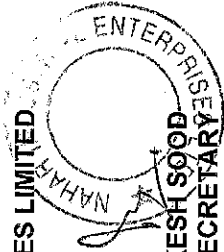
1. In the column "Compliance Status" compliance or non compliance may be indicated by Yes/No/NA. Form example if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listing Entity has been related party transactions, the word "N.A." may be indicated.
2. If status is "No" details of non compliance may be given here.
3. If the listed Entity would like to provide any other information the same may be indicated here.

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 with **(NOT APPLICABLE)**

Place: Ludhiana
Dated: 11.05.2020

FOR NAHAR INDUSTRIAL ENTERPRISES LIMITED



MUKESH SOOD
COMPANY SECRETARY