

# **NAVKETAN MERCHANTS LIMITED**

CIN: L51909WB1994PLC062027

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Email - [info@navketanmerchants.com](mailto:info@navketanmerchants.com) • Website: [www.navketanmerchants.com](http://www.navketanmerchants.com)

Date: January 14, 2016

To  
The Manager  
Department of Corporate Services  
Bombay Stock Exchange Ltd.  
Dalal Street, Fort  
Mumbai – 400 001

**Sub. - Reg. 27(2) - Corporate Governance Report for the Quarter ended December 31, 2015**

**Ref. - Scrip Code - 539525**

Sir / Madam,

With regards to the captioned subject please find enclosed herewith a copy of Quarterly Compliance Report on Corporate Governance pursuant to Regulation 27(2) of Listing Regulations for the quarter ended December 31, 2015.

Kindly take the same on your records and acknowledge the receipt.

Thanking you,

Yours faithfully,

For Navketan Merchants Limited  
**For Navketan Merchants Limited**

*O.P. Lahoti*  
Managing Director  
Omprakash Lahoti  
Managing Director  
DIN: 02864453

Encl: as above

## ANNEXURE I

1. Name of Listed Entity: **Navketan Merchants Limited**

2. Quarter ending: **31.12.2015**

I. Composition of Board of Directors:								
Title (Mr. / Ms)	Name of the Director	PAN & DIN <sup>s</sup>	Category (Chairperson /Executive/Non Executive/Independent/ Nominee) <sup>&amp;</sup>	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 Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Omprakash Lahoti	PAN:ABLPL0061A DIN: 02864453	Executive (Managing Director)	27/07/2015		1	Audit Committee- 1 Stakeholder Committee-1	Audit Committee-0 Stakeholder Committee- 0
Ms	Anshu Diwan	PAN:AGFPD8526K DIN: 07274236	Independent; Non-Executive	29/08/2015	4 months	1	Audit Committee- 0 Stakeholder Committee- 0	Audit Committee- 0 Stakeholder Committee- 0
Mr.	Amit Kumar Mishra	PAN:AQHMP3944L DIN: 03099786	Independent; Non-Executive	01/05/2014	1 year 8 months	1	Audit Committee- 1 Stakeholder Committee- 1	Audit Committee- 1 Stakeholder Committee- 0
Mr.	Raj Kumar Agarwal	PAN:ACXPA1417C DIN: 00637071	Independent; Non-Executive	01/05/2014	1 year 8 months	1	Audit Committee- 1 Stakeholder Committee-1	Audit Committee- 0 Stakeholder Committee- 1
Mr.	Amit Kumar Bandyopadhyay	PAN:ADWPB8635K DIN: 00424073	Non-Executive; Non-Independent	28/01/2015		1	Audit Committee- 0 Stakeholder Committee- 0	Audit Committee-0 Stakeholder Committee-0

\$PAN number of any director would not be displayed on the website of Stock Exchange

&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

\* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.



## Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) <sup>§</sup>
1. Audit Committee	1.Mr Amit Kumar Mishra, Chairman 2. Mr Raj Kumar Agarwal, Member 3.Mr Omprakash Lahoti, Member	Independent Independent Executive
2. Nomination & Remuneration Committee	1.Mr Amit Kumar Mishra, Chairman 3.Mr Raj Kumar Agarwal, Member 2.Mr Amit Kumar Bandyopadhyay, Member	Independent Independent Non Executive
3. Stakeholders Relationship Committee'	1.Mr Raj Kumar Agarwal, Chairman 2.Mr Amit Kumar Mishra, Member 3.Mr Omprakash Lahoti, Member	Independent Independent Executive
4. Risk Management Committee(if applicable)	NA	NA

<sup>§</sup>Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

## II. 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)
1)27th July, 2015 2)14th August, 2015 3)29th August, 2015	1)14th November, 2015	76 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 number of days*
<u>Audit Committee</u> : 14th November, 2015	Yes	14 <sup>th</sup> August, 2015	91 days
<u>Nomination and Remuneration Committee:</u> No meeting was held	Yes	27 <sup>th</sup> July, 2015 29 <sup>th</sup> August, 2015	-
<u>Stakeholders Relationship Committee:</u> No meeting was held	N.A	No meeting was held	-

\* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional



<b>V. Related Party Transactions</b>	
<b>Subject</b>	<b>Compliance status (Yes/No/NA) refer note below</b>
Whether prior approval of audit committee obtained	NA
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
<p><b>Note</b></p> <p>1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. 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.</p> <p>2. If status is "No" details of non-compliance may be given here</p>	

<b>VI. Affirmations</b>
<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015</p> <p>Audit Committee  Nomination &amp; remuneration committee  Stakeholders relationship committee  Risk management committee (applicable to the top 100 listed entities) – Not applicable to our entity</p> <p>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.</p> <p>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.</p> <p>5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors.</p>
<p><b>For Navketan Merchants Limited</b></p> <p><i>O.P. Lahoti</i>  <b>Managing Director</b>  <b>Omprakash Lahoti</b>  <b>Managing Director</b>  <b>DIN: 02864453</b></p>

**Note:**

Information at Table I and II above need to be necessarily given in 1<sup>st</sup> quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.