



Regency Ceramics Limited

REF:RCL/SEC/2016

Date : 06th October, 2016

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|---|-------------------------------|
| 1. National Stock Exchange of India Ltd | 2. BSE Limited |
| Exchange Plaza, Bandra Kurla | 25 th Floor |
| Complex, Bandra (E), | Phiroze Jeejeebhoy Towers |
| MUMBAI - 400051 | Dalal Street, MUMBAI- 400 001 |

Dear Sir/Madam,

Sub : Quarterly compliance report on Corporate Governance for the quarter ended 30th September, 2016 - reg.

With reference to subject mentioned above, please find enclosed the Corporate Governance Report for the Quarter ended 30th September, 2016 furnished pursuant to under Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly acknowledge the receipt of the same.

Thanking you,

Yours faithfully

For **REGENCY CERAMICS LIMITED**

Authorised Signatory

Encl: a/a

CIN:L26914TG1983PLC004249
Regd Office address (New)
6-3-1090/A/7, IMS House, 3rd Floor,
Somajiguda, Hyderabad-500 082.
Phone:040-23327555



Regency Ceramics Limited

Regd Office : 5-8-356, N.N. House, Chirag Ali Lane, Abids, Hyderabad- 500 001, A.P., INDIA

Phone : +91-40-23204555, Fax: +91-40-23201159, E-mail : info@regencytiles.com, Website: www.regencytiles.com

Factory : Yanam-533 464, Phone:+91-884 2321 001/002/501/502, Fax: +91-884 2321200, Email : rclyanam@regencytiles.com

Regency Ceramics Limited

6-3-1090/A/7, IMS House, 3rd Floor, Somajiguda, Hyderabad -500082, phone – 040-23327555

Quarterly Compliance Report on Corporate Governance

Name of the Company: **REGENCY CERAMICS LIMITED**

Quarter ending on: **30th September 2016**

Date: **06 October 2016**

I. Composition of Board of Directors

Title	Name of Director	PAN & DIN	Category(Executive / Chairman/ Non Executive/ Independent /Nominee	Date of appointment in the current term or 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	Dr G N Naidu	ADIPG0153B & 00105597	Chairman and Managing Director	09.02.2014	5 years	1	1	-
Mr	G.Sreenivasulu Naidu	AYXPS5447A & 0010603B	Non Executive Director	30.09.2013	Retirement by rotation	1	-	-
Mr	B.Surendra	AFHPB5990E & 06831152	Independent Director	12.02.2014	5 Years	1	2	2
Mr	D.Chandrasekhar Babu	AHNPD8599F & 06831136	Independent Director	12.02.2014	5 Years	1	1	-
Mr	G.Vijayavani	AWCPG9040L & 01825437	Independent Director	14.11.2014	5 years	1	1	-
Mr	N.Satyendra Prasad	AAXPN3815H & 01410333	Executive Director	31.07.2015	5 years	2	1	1

II. Composition of Committee

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nomineé)
1. Audit Committee	1. B.Surendra 2. D.Chandrasekhar Babu 3. G.Vijayavani	Independent Independent Independent
2. Nomination & Remuneration Committee	1. B.Surendra 2. D.Chandrasekhar Babu 3. G.Vijayavani	Independent Independent Independent
3. Stakeholders Relationship Committee	1. B.Surendra 2. D.Chandrasekhar Babu 3. Dr. G N Naidu	Independent Independent Executive

III. Meetings of the Board

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)
30 th May, 2016	12 th August 2016	73

IV. Meeting of 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 of days*
12 th August 2016	Mr B.Surendra-Present Mr D.Chandrasekhar Babu-Present Mrs G.Vijayavani-Present	30 th May, 2016	73

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

VI. Affirmations

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
 - d. Risk management committee (applicable to the top 100 listed entities)
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. Any comments/observations/advice of Board of Directors may be mentioned here:



For Regency Ceramics Limited

Dr G N Naidu

Chairman and Managing Director

Affirmations

Broad heading	Regulation Number	Compliance status (Yes/No/NA)
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the Annual General Meeting	19(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes



For Regency Ceramics Limited

Dr G N Naidu
Chairman and Managing Director