



Regency Ceramics Limited

REF:RCL/SEC/2016

Date: 13th April, 2016

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

Dear Sir/Madam,

Sub: Quarterly compliance report on Corporate Governance for the quarter ended 31st March, 2016 - reg.

With reference to subject mentioned above, please find enclosed the Corporate Governance Report for the Quarter ended 31st March, 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



Regency Ceramics Limited
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CIN : L26914AP1983PLC004249

Quarterly Compliance Report on Corporate Governance

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

Quarter ending on: **31st March, 2016**

Date: **13th April 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	AAXP3815H & 01410333	Executive Director	31.07.2015	5 years	2	1	1



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

III. Meetings of the Board		Maximum gap between any two consecutive (in number of days)	
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)	Maximum gap between any two consecutive (in number of days)
13 th November 2015	12 th February 2016		91

IV. Meeting of Audit Committee		Maximum gap between any two consecutive meetings in number of days*	
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 February 2016	Mr B.Surendra-Present Mr D.Chandrasekhar Babu-Present Mrs G.Vijayavani-Present	13 th November 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	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

Dr G N Naidu
Chairman and Managing Director