



Regency Ceramics Limited

REF:RCL/SEC/2016

Date:8th January,2016

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

Dear Sir/Madam,

Sub: Quarterly compliance report on Corporate Governance for the quarter ended 31st December, 2015 - reg.

With reference to subject mentioned above, please find enclosed the Corporate Governance Report for the quarter ended 31st December, 2015 furnished pursuant to Clause 49 of the Listing Agreement.

Kindly acknowledge the receipt of the same.

Thanking you,

Yours faithfully
For REGENCY CERAMICS LIMITED

Authorized signatory

Encl: a/a



25
Years of
Exporting
tiles in India
Largest exporter of

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

CIN : L26914AP1983PLC004249

Quarterly Compliance Report on Corporate Governance

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

Quarter ending on: **31 December 2015**

Date: **8 January 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 Regulation s)	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

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II. Composition of Committee

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)
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)
12 th August 2015	13 th November 2015	93

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*
13 th November 2015	Mr B.Surendra-Present Mr D.Chandrasekhar Babu-Present Mrs G.Vijayavani-Present	12 th August 2015	93

General

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

