

# NAVA BHARAT VENTURES LIMITED

NAVA BHARAT CHAMBERS, RAJ BHAVAN ROAD, HYDERABAD-500082, TELANGANA, INDIA

NAVA BHARAT

NBV/SECTL/ 463 /2018-19  
October 9, 2018

Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No.C/1, G Block  
Bandra Kurla Complex, Bandra (E)  
MUMBAI – 400 051  
**NSE Symbol : 'NBVENTURES'**

Dept. of Corporate Services  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street  
MUMBAI – 400 001  
**Scrip Code : '513023'/'NBVENTURE'**

Dear Sirs,

**Sub: Compliance Report on Corporate Governance for the quarter ended  
September 30, 2018**

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Please find enclosed the Compliance Report on Corporate Governance under Regulation 27(2)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended September 30, 2018 along with Annexure-III, as prescribed by the SEBI vide its circular no. CIR/CFD/CMD/5/2015, dated September, 24, 2015.

Kindly take the same on record and acknowledge the receipt.

Thanking you,

Yours faithfully,  
for Nava Bharat Ventures Ltd.

VSN Raju  
Company Secretary  
& Vice President



Encl: as above

## Quarterly Compliance Report on Corporate Governance for Q2 ended on September 30, 2018

1.	Name of Listed Entity	Nava Bharat Ventures Limited
2.	Quarter ending	September 30, 2018

### I. Composition of Board of Directors

Title (Mr./ Ms)	Name of the Director	PAN <sup>s</sup> & DIN	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 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.	D. Ashok	ABVPD5737F DIN-00006903	Chairperson - Executive	August 14, 2014	NA	1	--	--
Mr.	P.Trivikrama Prasad	AENPP0497F DIN-00006887	Managing Director - Executive	March 19, 2017	NA	1	1	--
Mr.	D. Ashwin	AFKPD8669R DIN-00007540	Non- Executive & Non- Independent Director	August 6, 2018	NA	1	--	--



**I. Composition of Board of Directors – Contd.**

Title (Mr./ Ms)	Name of the Director	PAN <sup>s</sup> & DIN	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 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. ERC Shekar	AKPPS5177F DIN-00013670	Independent Director - Non- Executive	August 08, 2014	50 Months	2	--	2
Mr.	Dr. MVG Rao	ADZPM1864A DIN-00012704	Independent Director - Non- Executive	August 08, 2014	50 Months	2	3	3
Mr.	K. Balarama Reddi	ABWPK5493J DIN-00012884	Independent Director - Non- Executive	August 08, 2014	50 Months	2	6	4
Mr.	Dr. D. Nageswara Rao	ACNPD2263M DIN-02009886	Independent Director - Non - Executive	August 08, 2014	50 Months	1	1	--
Mrs.	Dr. CV Madhavi	ABJPC7641P DIN-06472632	Independent Director - Non - Executive	August 08, 2014	50 Months	1	--	--



**I. Composition of Board of Directors – Contd.**

Title (Mr./ Ms)	Name of the Director	PAN <sup>s</sup> & DIN	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 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.	K. Durga Prasad	AAUPK5014A DIN-07946821	Independent Director - Non – Executive	August 06, 2018	2 Months	2	2	--
Mr.	GP Kundargi	ACPPK5726N DIN-02256516	Independent Director - Non – Executive	August 06, 2018	2 Months	2	1	--
Mr.	CV Durga Prasad	AASPC7969C DIN-00006670	Director (Business Development) & Executive	June 28, 2018	NA	1	--	--
Mr.	GRK Prasad	ACAPG2272L DIN-00006852	Executive Director & Executive	June 28, 2018	NA	1	1	--

\$ 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.



\* All Independent Directors, except Mr. K. Durga Prasad and Mr. GP Kundargi, have been appointed on 08/08/2014 for a period of 5 years. Mr. K. Durga Prasad and Mr. GP Kundargi have been co-opted as Additional Directors of the Company w.e.f August 6, 2018

\*\* Pursuant to Regulation 26(1)(a), the membership and chairpersonship of Committees in Public Companies & Subsidiaries of Public Companies are also included

## II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) §
1. Audit Committee	Mr. K.Balarama Reddi - Chairperson Dr. M.Venu Gopala Rao - Member Dr. D.Nageswara Rao - Member	Non-Executive - Independent Non-Executive - Independent Non-Executive - Independent
2. Nomination & Remuneration Committee	Mr. K.Balarama Reddi - Chairperson Dr. M.Venu Gopala Rao - Member Dr. D.Nageswara Rao - Member	Non-Executive - Independent Non-Executive - Independent Non-Executive - Independent
3. Risk Management Committee(if applicable)	N.A	N.A
4. Stakeholders Relationship Committee	Mr. K.Balarama Reddi - Chairperson Mr. P.Trivikrama Prasad - Member Dr. M.Venu Gopala Rao - Member	Non-Executive - Independent Executive Non-Executive - Independent
5. Corporate Social Responsibility Committee	Mr. D. Ashok - Chairperson Dr. D.Nageswara Rao - Member Dr. C. V. Madhavi - Member	Executive Non-Executive - Independent Non-Executive - Independent

§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


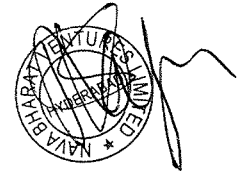
## III. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter (Q1)	Date(s) of Meeting (if any) in the relevant Quarter (Q2)	Maximum gap between any two consecutive (in number of days)
May 30, 2018		16 days
June 16, 2018	August 6, 2018	50 days

## IV. Meeting of Committees – Audit Committee Meeting


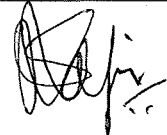
Date(s) of meeting of the committee in the relevant quarter (Q2)	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter (Q1)	Maximum gap between any two consecutive meetings in number of days*



		May 29, 2018	17 days
August 4, 2018	Yes	June 16, 2018	48 days
*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		Yes	
Whether shareholder approval obtained for material RPT		NA	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		Yes	
<b>There were no Material Transactions during the Quarter to be reported</b>			
<b>Note</b>			
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.			
2. If status is "No" details of non-compliance may be given here.			
<b>VI. Affirmations</b>			
1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. : <b>YES</b>			
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015;			
a. Audit Committee : Yes			
b. Nomination & remuneration committee : Yes			
c. Stakeholders relationship committee : Yes			
d. Risk management committee (applicable to the top 100 listed entities) : <b>NA</b>			
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. : <b>YES</b>			
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. : <b>YES</b>			
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: : <b>YES, No Comments from the Board of Directors</b>			
 			
<b>VSN Raju</b> <b>Company Secretary</b> <b>&amp; Vice President</b>			

ANNEXURE III

Format to be submitted by listed entity at the end of 6 months after end of financial year along-with second quarter report of next financial year.

I Affirmations		
<i>Broad Heading</i>	<i>Regulation Number</i>	<i>Compliance Status (Yes/No/NA)</i> <i>refer note below</i>
Copy of the annual report including balance sheet, profit and loss account, director's report, corporate governance report, business responsibility report displayed on website.	46(2)	Yes ( <a href="http://www.nbventures.com/annual_reports.htm">http://www.nbventures.com/annual_reports.htm</a> )
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of 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
<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 the case of Listed Entity has no related party transactions, the words "N.A" may be indicated.</p> <p>2. If status is "No" then details of Non- Compliance may be given here.</p> <p>3. If the listed entity would like to provide any other information the same may be indicated here.</p>		
		 <b>VSN Raju</b> <b>Company Secretary</b> <b>&amp; Vice President</b>