

# NAVA BHARAT VENTURES LIMITED

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

NAVA BHARAT

NBV/SECTL/ 301 /2020-21  
October 12, 2020

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, 2020**

--o0o--

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, 2020 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 Limited

VSN Raju  
Company Secretary  
& Vice President

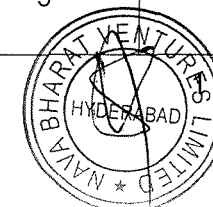
Encl: as above

**Quarterly Compliance Report on Corporate Governance for Q2 ended on September 30, 2020**

1.	Name of Listed Entity	Nava Bharat Ventures Limited
2.	Quarter ending	September 30, 2020

**I. Composition of Board of Directors**

Title (Mr./ Ms)	Name of the Director	PAN & DIN	Category (Chairperson/ Executive/ Non- Executive/ independent/ Nominee)	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure (in months)	Date of Birth	No. of Directorship in listed entities including this listed entity (in reference to Regulation 17A(1))	No of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	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	Mar 19, 1992	Aug 14, 2019	NA	NA	Dec 3, 1956	1	Nil	Nil	Nil
Mr.	P.Trivikrama Prasad	AENPP0497F DIN-00006887	Managing Director - Executive	Mar 19, 1992	Mar 19, 2017	NA	NA	Apr 25, 1953	1	Nil	1	Nil
Mr.	Ashwin Devineni	AFKPD8669R DIN-00007540	Chief Executive Officer- Executive	Aug 18, 2017	May 29, 2019	NA	NA	Feb 11, 1983	1	Nil	Nil	Nil
Mr.	D. Nageswara Rao	ACNPD2263M DIN- 02009886	Non-Executive - Independent Director	Jul 25, 2008	Aug 08, 2019	NA	14	Jan 26, 1947	1	1	1	1
Mr.	K. Durga Prasad	AAUPK5014A DIN-07946821	Non-Executive - Independent Director	Aug 06, 2018	NA	NA	26	Feb 26, 1957	2	2	5	1
Mr.	GP Kundargi	ACPPK5726N DIN-02256516	Non-Executive - Independent Director	Aug 06, 2018	NA	NA	26	Aug 15, 1956	2	2	3	Nil

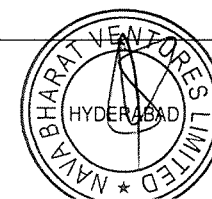


Mr.	A. Indra Kumar	ABXPA9962D DIN-00190168	Non-Executive - Independent Director	Feb 07, 2019	NA	NA	20	Feb 28, 1962	2	1	1	Nil
Mrs.	B. Shanti Sree	ACEPB2943H DIN-07092258	Non-Executive - Independent Director	Oct 30, 2019	NA	NA	11	May 17, 1962	2	2	2	1
Mr.	CV Durga Prasad	AASPC7969C DIN-00006670	Director (Business Development)- Executive	June 28, 2003	Jun 28, 2019	NA	NA	Apr 11, 1951	1	Nil	Nil	Nil
Mr.	GRK Prasad	ACAPG2272L DIN-00006852	Executive Director	June 28, 2003	Jun 28, 2018	NA	NA	Aug 05, 1957	1	Nil	3	Nil

<b>Whether Regular chairperson appointed</b>	<b>Yes</b>
<b>Whether Chairperson is related to managing director or CEO</b>	<b>Yes</b>
<b>Whether special resolution is passed U/R 17 (1A)</b>	<b>Not applicable</b>

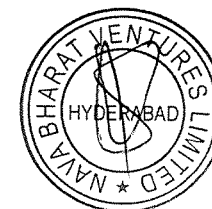
**Note:**

1. The Members of the Company at their meeting held on August 24, 2016 approved the re-appointment of Mr. P. Trivikrama Prasad as Managing director of the Company for a further period of five years w.e.f. March 19, 2017.
2. The Members of the Company at their meeting held on August 6, 2018 approved the re-appointment of Mr. GRK Prasad as Executive director of the Company for a further period of five (5) years.
3. The Members of the Company at their meeting held on August 8, 2019 approved the re-appointment of Mr. D. Ashok as Chairman and Director in the whole-time employment of the Company for a further period of two (2) years w.e.f. August 14, 2019.
4. The Members of the Company at their meeting held on August 8, 2019 approved the appointment of Mr. Ashwin Devineni as Whole time Director designated as Chief Executive Officer (CEO) subject to the approval of the central government w.e.f. May 29, 2019.
5. The Members of the Company at their meeting held on August 8, 2019 approved the re-appointment of Dr. D. Nageswara Rao as Independent Director for a second term of 2 years w.e.f. August 8, 2019.
6. The Members of the Company at their meeting held on August 8, 2019 approved the re-appointment of Mr. CV Durga Prasad as Director (Business Development) of the Company for a period from June 28, 2019 to March 31, 2021.
7. The members of the Company at their AGM held on September 02, 2020 approved the appointment of Mrs. B. Shanti Sree as an Independent Director of the Company for a period of 5 years from the date of her original appointment by the Board i.e., w.e.f. October 30, 2019.



<b>II. Composition of Committees</b>						
<b>Name of Committee</b>	<b>Whether Regular chairperson appointed</b>	<b>Name of Committee members</b>	<b>Category (member/ chairperson)</b>	<b>Category (Chairperson/Executive/Non-Executive/independent/Nominee)</b>	<b>Date of Appointment</b>	<b>Date of Cessation</b>
1. Audit Committee	Yes	Dr. D. Nageswara Rao Mr. K. Durga Prasad Mr. A. Indra Kumar	Chairperson Member Member	Non-Executive - Independent Non-Executive - Independent Non-Executive - Independent	Mar 21, 2014 Apr 19, 2019 Apr 19, 2019	N.A
2. Nomination & Remuneration Committee	Yes	Dr. D. Nageswara Rao Mr. K. Durga Prasad Mr. A. Indra Kumar	Chairperson Member Member	Non-Executive - Independent Non-Executive - Independent Non-Executive - Independent	Mar 21, 2014 Apr 19, 2019 Apr 19, 2019	N.A
3. Risk Management Committee (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A
4. Stakeholders Relationship Committee	Yes	Mr. K. Durga Prasad Mr. P. Trivikrama Prasad Mr. GP Kundargi	Chairperson Member Member	Non-Executive - Independent Executive Non-Executive - Independent	Apr 19, 2019 Apr 10, 2008 Apr 19, 2019	N.A
5. Corporate Social Responsibility Committee	Yes	Mr. D. Ashok Dr. D. Nageswara Rao Mr. K. Durga Prasad	Chairperson Member Member	Executive Non-Executive - Independent Non-Executive - Independent	May 30, 2014 May 30, 2014 Aug 08, 2019	N.A

<b>III. Meeting of Board of Directors</b>						
<b>Date(s) of Meeting (if any) in the previous quarter</b>	<b>Date(s) of Meeting (if any) in the relevant quarter</b>	<b>Whether requirement of Quorum met Yes / No</b>	<b>Number of Directors present</b>	<b>Number of independent directors present</b>	<b>Maximum gap between any two consecutive (in number of days)</b>	
June 26, 2020		Yes	10	5		
	August 3, 2020	Yes	10	5	37 days	



**IV. Meeting of Committees – Audit Committee Meeting**

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details) Yes / No	Number of Directors present	Number of independent directors present	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
	Yes	3	3	June 25, 2020	
August 3, 2020	Yes	3	3		38 days


**V. Related Party Transactions**

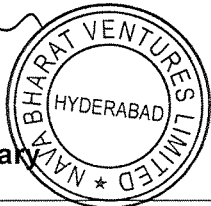
<i>Subject</i>	<i>Compliance status (Yes/No/NA) refer note below</i>
Whether prior approval of audit committee obtained	<b>Yes</b>
Whether shareholder approval obtained for material RPT	<b>NA</b>
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	<b>Yes</b>

**There were no Material Transactions during the Quarter to be reported**

**VI. Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. : **YES**
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 500 listed entities) : **NA**
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. : **YES**
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. : **YES**
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 : **YES, No Comments from the Board of directors**

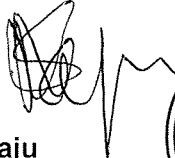
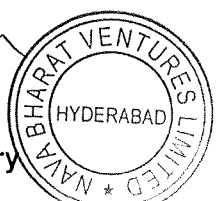
  
**VSN Raju**  
**Company Secretary**  
**& Vice President**



**Date: October 12, 2020**

## 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) 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="https://www.nbventures.com/financials/">https://www.nbventures.com/financials/</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
Presence of Chairperson of the Stakeholder Relationship committee at the annual general Meeting	20(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report.	34(3) read with Para C of Schedule V	Yes
 <b>VSN Raju</b> Company Secretary & Vice President		 Date: October 12, 2020