

Format to be submitted by listed entity on quarterly basis

ANNEXURE-1

1. Name of Listed Entity : National Fertilizers Limited
 2. Quarter ending : 31st December, 2015

Composition of Board of Directors

| 1. | Title (Mr./Ms) | Name of the Director | PAN* & Din | Category (Chairperson/ Non-Executive/ Executive/independent/ Nominee) | Date of Appointment in the current term/ cessation | Tenure* | No of Director-ship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations) | No of member-ships 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 |
|-----|------------------------|------------------------|------------------------------|---|--|---------|---|--|--|
| Mr. | Manoj Mishra | AAJPM6040K 06408953 | Chairperson - Executive | Appointment - 03/06/2015 | 1 | 1 | | | |
| Mr. | Capt. Pavan Kumar Kaul | AALPK7234P 03438497 | Executive | Appointment - 23/09/2015 | 1 | 1 | | | |
| Mr. | M. Sagar Mathews | ACYPS5519A 02820429 | Executive | Appointment - 23/09/2015 | 1 | 1 | | | |
| Mr. | Rajiv Kumar Chandiook | AACPC6670L 05146544 | Executive | Appointment - 10/02/2015 | 1 | 1 | | | |
| Mr. | Rakesh Kumar | ALIPK3614K 06940386 | Nominee- Non - Executive | Appointment - 04/08/2014 | 06/5/13-Continuing | 1 | 2 | 2 | |
| Mr. | Vikram Srivastava | AAKPS1979A 06541689 | Non - executive- Independent | Appointment - 06/05/2013 | 2 | 2 | 2 | 2 | |

| | | | | | | | | |
|-----|--------------------------|-------------------------|-------------------------------|--------------------------|-----------------------|---|---|---|
| Mr. | M. Raman | AABPR9315A 01226770 | Non - executive - Independent | Appointment - 06/05/2013 | 06/05/13 - Continuing | 1 | 1 | |
| Mr. | Gurinderjit Singh Sandhu | ACNPPS8334A 01790828 | Non - executive - Independent | Appointment - 21/02/2014 | 21/2/14 - Continuing | 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.

| II. Composition of Committees | | Name of Committee members | | Category (Chairperson/Executive/Non-Executive/Independent/Nominee) | |
|--|--|---------------------------|--------------------------|--|--|
| Name of Committee | | | | | |
| 1. Audit Committee | | a) | Gurinderjit Singh Sandhu | Chairperson | |
| | | b) | Vikram Srivastava | -Non Executive | |
| | | c) | M. Raman | -Non Executive | |
| | | d) | Rakesh Kumar | -Independent | |
| | | a) | Gurinderjit Singh Sandhu | -Non Executive | |
| 3. Nomination & Remuneration Committee | | b) | M. Raman | -Independent | |
| | | c) | Vikram Srivastava | -Non Executive | |
| | | | | -Independent | |

| 4. Stakeholders Relationship Committee | | a) Vikram Srivastava | Chairperson -Non Executive -Independent |
|---|---|--|---|
| | | b) Rakesh Kumar | Nominee -Non Executive |
| | | c) Rajiv Kumar Chandlok | Executive |
| *Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separation them with hyphen | | | |
| III. Meeting of Board of Directors | | | |
| 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 Meetings (in number of days) | |
| 4/7/2015 | 12/11/2015 | | |
| 21/7/2015 | | (23/09/2015 – 12/11/2015) 50 days | |
| 12/8/2015 | | | |
| 09/09/2015 | | | |
| 23/09/2015 | | | |
| IV. Meeting of Committees | | | |
| 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* |

| A) Audit Committee | | | |
|--|-----|-------------------------------|--------------------------------------|
| 05/11/2015 | Yes | 04/07/2015 | (23/09/2015 – 05/11/2015) 43 days |
| 12/11/2015 | Yes | 29/07/2015 | |
| | | 12/08/2015 | |
| | | 23/09/2015 | |
| *This information has to be mandatorily be given for audit committee, for rest of the committee giving this information is optional. | | | |
| V. Related Party Transactions | | Compliance status (Yes/No/NA) | |
| Subject | | | |
| Whether prior approval of audit committee obtained | | N.A. | |
| Whether shareholder approval obtained for material RPT | | N.A. | |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | | N.A. | |
| Note | | | |
| 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 Regulation, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transaction, the words "N.A." may be given here. | | | |
| 2 If status is "No" details of non-compliance may be given here. | | | |
| VI. Affirmations | | Remarks | |

R. Klerman

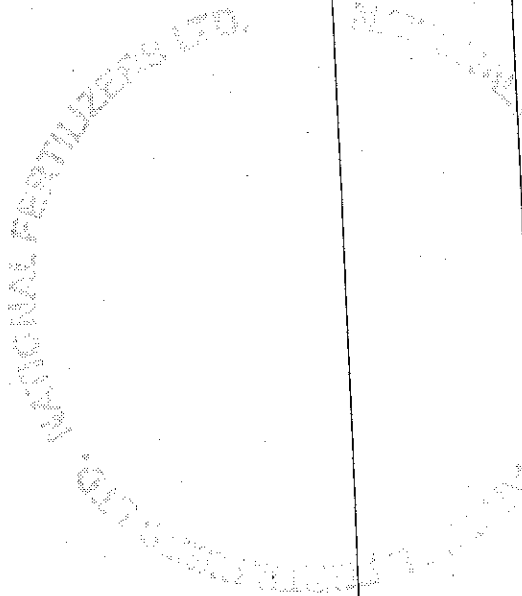
राज कुमार/RAJ KUMAR
 कंपनी सचिव
 Company Secretary
 नेशनल फर्टिलाइजर्स लिमिटेड
 National Fertilizers Limited

| | |
|---|-------------------------------------|
| <p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> | <p>No (See the remarks)</p> |
| <p>2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015</p> <ul style="list-style-type: none"> a. Audit Committee b. Nomination & remuneration committee c. Stakeholders relationship committee d. Risk management committee (applicable to the top 100 listed entities) | <p>Yes Yes Yes N.A.</p> |
| <p>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.</p> | <p>Yes</p> |
| <p>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.</p> | <p>Yes</p> |

R. Kumar

| | |
|--|-------------------------|
| <p>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 :</p> | <p>See the remarks.</p> |
| <p>Remarks:</p> <p>With regard to Affirmation at Sl.No.1 – See the remarks as per attachment.</p> <p>With regard to Affirmations at Sl.No.5 – Compliance Reports on Corporate Governance for the quarters ended 30.09.2015 and 31.12.2015 is being placed before the ensuing Board Meeting scheduled on 13.01.2016.</p> | |
| <p>Name & Designation</p> <p><i>R. Kumar</i></p> <p>(Raj Kumar) Company Secretary</p> | |

राज कुमार/RAJ KUMAR
 कंपनी सचिव
 Company Secretary
 नेशनल फर्टिलाइजर्स लिमिटेड
 National Fertilizers Limited



| 1. Affirmations | | Remarks | | | | | |
|---|--|----------------------|---|------------------------|---|----------------------|---|
| 1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. | <p>As on 31.12.2015, The Company had 8 Directors as below:</p> <table border="0"> <tr> <td>Functional Directors</td> <td>4</td> </tr> <tr> <td>Govt. Nominee Director</td> <td>1</td> </tr> <tr> <td>Independent Director</td> <td>3</td> </tr> </table> <p>Till 27.2.15 Company was having a Woman Chairman & Managing Director, who retired on attaining the age of superannuation. NFL is a Government Company.</p> <p>NFL is a Government Company where President holds 89.71% equity. Company is regularly pursuing with the Administrative Ministry to reconstitute its Board as per the SEBI/DPE guidelines to make the nominations for appointment of Independent Directors and Woman Director. Last communication was sent on 04.01.2016.</p> | Functional Directors | 4 | Govt. Nominee Director | 1 | Independent Director | 3 |
| Functional Directors | 4 | | | | | | |
| Govt. Nominee Director | 1 | | | | | | |
| Independent Director | 3 | | | | | | |

R. K. L. M. S.

राज कुमार/RAJ KUMAR
 कंपनी सचिव
 Company Secretary
 नेशनल फर्टिलाइजर लिमिटेड
 National Fertilizers Limited