

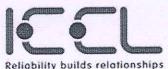
Corporate Governance Report

Name of Entity: Indian Clearing Corporation Limited Quarter ending: December 31, 2018

I.	Composition	on of Board of Di	rectors					
Title (Mr/ Ms)	Name of the Director	PAN & DIN	Category (Chairperson /Executive/ Non- Executive/in dependent/ Nominee)	Date of Appointment in the current term/ cessation	Tenure	No of directorships in all Public Limited Companies including this entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) in all Public Limited Companies including this entity (Refer Regulation 26(1) of Listing Regulations)	No. of post of Chairperson in Audit/ Stakeholder Committee held in all Public Limited Companies including this entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	S. Sundareshan	ABHPS3714K 01675195	Independent; Chairman	August 28, 2018	3 years	7	10	NIL
Mr.	Ramabhadran S. Thirumalai	AFTPT3633E 07059883	Independent	August 28, 2018	3 years	1	NIL	1
Mr.	Prasad Dahapute	AGHPD6362K 03471995	Independent	April 29, 2016	3 years	1	NIL	NIL
Mr.	Nehal Vora	AAEPV6843L 02769054	Non- executive	August 27, 2009		8	1	NIL
Mr.	Neeraj Kulshrestha	AAGPK8219D 02994647	Non- executive	April 27, 2016	-	4	NIL	NIL
Ms.	Devika Shah	ABDPS4524K 07980301	Executive	January 01, 2018	3 years	1	NIL	NIL



Independent/ Nominee) 1. Audit Committee Prof. T. Ramabhadran Mr. S. Sundareshan Mr. Nehal Vora Prof. T. Ramabhadran Mr. Nehal Vora Prof. T. Ramabhadran Mr. S. Sundareshan Mr. S. Sundareshan Mr. S. Sundareshan Mr. S. Sundareshan Mr. Nehal Vora Prof. T. Ramabhadran Mr. S. Sundareshan Public Interest Director Chairman of the Committee Mr. Nehal Vora Mr. Nehal Vora Mr. S. Sundareshan Public Interest Director Shareholder Director T. Ramabhadran Mr. S. Sundareshan Prof. T. Ramabhadran Mr. Prasad Dahapute Dr. Ajit Ranade Mr. Kausick Saha Mr. Kausick Saha Mr. Meeting of Board of Directors	II. Composition of Committee	S				
Mr. S. Sundareshan Mr. Nehal Vora 2. Nomination & Remuneration Committee 2. Nomination & Remuneration Committee 3. Risk Management Committee 3. Risk Management Committee 4. Mr. S. Sundareshan Mr. Nehal Vora 5. Sundareshan Mr. Nehal Vora 6. Mr. S. Sundareshan Public Interest Director - Chairman of the Committee Public Interest Director 6. Sundareshan Prof. T. Ramabhadran Mr. Prasad Dahapute Date (S) of Meeting of Board of Directors 7. Date(s) of Meeting (if any) in the previous quarter 8. Date(s) of Meeting (if any) in the previous quarter 9. Date(s) of Meeting of Committees — Audit Committee 10. Meeting of Committees — Audit Committee 11. Meeting of Committees — Audit Committee 12. Date(s) of meeting of the committee in the requirement of Quorum met (details) 13. Risk Management Committee in the previous quarter 14. Meeting of Committees — Audit Committee 15. Maximum gap between any two consecutive meetings (in number of days and the committee in the previous quarter 16. Maximum gap between any two consecutive meetings in number of the committee in the previous quarter 17. Meeting of Committees — Audit Committee in the previous quarter 18. Meeting of Committees — Audit Committee in the previous quarter 19. Maximum gap between any two consecutive meetings in number of the committee in the previous quarter 19. Maximum gap between any two consecutive meetings in number of the committee in the previous quarter 19. Maximum gap between any two consecutive meetings in number of the committee in the previous quarter	Name of Com	mittee		Name of	f Committee members	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)
Mr. S. Sundareshan Mr. Nehal Vora 3. Risk Management Committee Mr. S. Sundareshan Mr. Nehal Vora Mr. S. Sundareshan Mr. Nehal Vora Mr. S. Sundareshan Prof. T. Ramabhadran Mr. Prasad Dahapute Dr. Ajit Ranade Mr. Kausick Saha III. Meeting of Board of Directors Date(s) of Meeting (if any) in the previous quarter Date(s) of Meeting (if any) in the previous in the relevant quarter October 23, 2018 (1) October 23, 2018 (2) December 7, 2018 Date(s) of meeting of the committee in the requirement of Quorum met (details) Whether committee in the previous quarter Mr. S. Sundareshan Public Interest Director - Chairman of the Committee Public Interest Director -	1. Audit Committee			Mr. S. Su	ndareshan	
Prof. T. Ramabhadran Mr. Prasad Dahapute Dr. Ajit Ranade Mr. Kausick Saha III. Meeting of Board of Directors Date(s) of Meeting (if any) in the previous quarter Uly 18, 2018 October 23, 2018 (1) October 23, 2018 (2) December 7, 2018 Public Interest Director Public Interest Director Independent External Expert Independent External Expert Maximum gap between any two consecutive meetings (in number of days 44 days IV. Meeting of Committees – Audit Committee Date(s) of meeting of the committee in the relevant quarter Date(s) of meeting of the committee in the relevant quarter October 23, 2018 (1) October 23, 2018 (2) December 7, 2018 Adays Maximum gap between any two consecutive meetings in number of days Maximum gap between any two consecutive meetings in number of days Maximum gap between any two consecutive meetings in number of days Maximum gap between any two consecutive meetings in number of days Maximum gap between any two consecutive meetings in number of days	2. Nomination & Remuneration Committee				ndareshan	W
Date(s) of Meeting (if any) in the previous quarter Date(s) of Meeting (if any) in the relevant quarter Date(s) of Meeting (if any) in the relevant quarter October 23, 2018 (1) October 23, 2018 (2) December 7, 2018 IV. Meeting of Committees – Audit Committee Date(s) of meeting of the committee in the relevant quarter Whether requirement of the relevant quarter nt of Quorum met (details) Quarter Date(s) of meeting of the committee in the previous quarter Maximum gap between any two consecutive meetings (in number of days) Maximum gap between any two consecutive meetings in number of days	3. Risk Management Committee			Prof. T. Ramabhadran Mr. Prasad Dahapute Dr. Ajit Ranade		Public Interest Director Public Interest Director Independent External Expert
quarter in the relevant quarter October 23, 2018 (1) 96 days October 23, 2018 (2) December 7, 2018 IV. Meeting of Committees – Audit Committee Date(s) of meeting of the committee in the relevant quarter Whether requireme nt of Quorum met (details) IV. Quarter October 23, 2018 (1) 96 days 44 days Maximum gap between any two consecutive meetings in number of days	III. Meeting of Board of Direct	ors				
IV. Meeting of Committees – Audit Committee Date(s) of meeting of the committee in the relevant quarter Whether requireme nt of Quorum met (details) October 23, 2018 (2) December 7, 2018 44 days Maximum gap between any two consecutive meetings in number of days		vious			Maximum gap between any two consecutive meetings (in number of days)	
Date(s) of meeting of the committee in the relevant quarter Date(s) of meeting of the committee in the requireme nt of Quorum met (details) Date(s) of meeting of the committee in the oprevious quarter Date(s) of meeting of the committee in the oprevious quarter Maximum gap between any two consecutive meetings in number of days	uly 18, 2018		October 23, 2018 (2)			
Date(s) of meeting of the committee in the relevant quarter Whether requireme nt of Quorum met (details) Whether committee in the committee in the previous quarter Whether days Maximum gap between any two consecutive meetings in number of days Maximum gap between any two consecutive meetings in number of days	IV Meeting of Committees - A	udit Committ	-00			
(details)	Date(s) of meeting of the committee in the relevant quarter The relevant quarter The requirement of Quorum met (details)		Date(s) of mo	ee in the	0.	
october 25, 2010 165 july 10, 2010 70 uays			July 18, 2018		96 days	
	October 23, 2010	103	July 10, 2016)	1 90 uays	



Compliance status (Yes/No/NA)refer note below		
Yes		
NA		
NA		

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. 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 and Companies Act, 2013, read with its applicable rules.
- 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 and Companies Act, 2013, read with its applicable rules.
- 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:
 - The Board of Directors advised to mention Directorship in all Public Limited Companies instead of only listed entities so as to include Directorship in Indian Clearing Corporation Limited.

Pivush Chourasia

Chief Risk Officer & Head Strategy (Compliance Officer)