



## Corporate Governance Report

**Name of Entity:** Indian Clearing Corporation Limited

**Quarter ending:** June 30, 2018

<b>I. Composition of Board of Directors</b>								
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 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.	S. Sundareshan	ABHPS3714K 01675195	Independent; Chairman	August 28, 2015	3 years	5	8	NIL
Mr.	Ramabhadran S. Thirumalai	AFTPT3633E  07059883	Independent	August 28, 2015	3 years	1	1	1
Mr.	Prasad Dahapute	AGHPD6362K  03471995	Independent	April 29, 2016	3 years	1	NIL	1
Mr.	Nehal Vora	AAEPV6843L  02769054	Non-executive	August 27, 2009	-	2	1	NIL
Mr.	Neeraj Kulshrestha	AAGPK8219D 02994647	Non-executive	April 27, 2016	-	1	1	NIL
Ms.	Devika Shah	ABDPS4524K 07980301	Executive	January 01, 2018	3 years	1	NIL	NIL

<b>II. Composition of Committees</b>			
Name of Committee		Name of Committee members	Category (Chairperson/ Executive/ Non-Executive/ independent/ Nominee)
1. Audit Committee		Prof. T. Ramabhadran Mr. S. Sundareshan Mr. Nehal Vora	Public Interest Director - Chairman of the Committee Public Interest Director Shareholder Director
2. Nomination & Remuneration Committee		Prof. T. Ramabhadran Mr. S. Sundareshan Mr. Nehal Vora	Public Interest Director - Chairman of the Committee Public Interest Director Shareholder Director
3. Risk Management Committee		Mr. S. Sundareshan Prof. T. Ramabhadran Mr. Prasad Dahapute Dr. Ajit Ranade Mr. Kausick Saha	Public Interest Director - Chairman of the Committee Public Interest Director Public Interest Director Independent External Expert Independent External Expert
4. Stakeholders Relationship Committee		Mr. Prasad Dahapute Prof. T. Ramabhadran Mr. Neeraj Kulshrestha	Public Interest Director - Chairman of the Committee Public Interest Director Shareholder Director
<b>III. Meeting of Board of Directors</b>			
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)
January 17, 2018		April 24, 2018	64 days
March 23, 2018			
<b>IV. Meeting of Committees - Audit Committee</b>			
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
April 24, 2018	Yes	January 17, 2018	96 days

<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/Board 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/Board.	NA
<b>VI. Affirmations</b>	
<ol style="list-style-type: none"> <li>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</li> <li>2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015               <ol style="list-style-type: none"> <li>a. Audit Committee</li> <li>b. Nomination &amp; remuneration committee</li> <li>c. Stakeholders relationship committee</li> <li>d. Risk management committee (applicable to the top 100 listed entities)</li> </ol> </li> <li>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.</li> <li>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.</li> <li>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: Nil</li> </ol>	
<p><b>Sd/-</b>  <b>Piyush Chourasia</b>  <b>Chief Risk Officer &amp; Head Strategy</b></p>	