



# International Conveyors Limited

Corporate Office : 10, Middleton Row  
Post Box No. 9282, Kolkata - 700 071  
CIN : L21300WB1973PLC028854  
Phone : +91-33-2229 6033/1768  
Facsimile : +91-33-2217 2269  
Mail : icltd@iclbeltng.com  
Url : iclbeltng.com

## Compliance Report on Corporate Governance

Name of Listed Entity : International Conveyors Limited

Quarter ending : December 31, 2017

### Format to be submitted by listed entity at the end of the financial year (for the whole of financial Year)

<b>I. Disclosure on website in terms of Listing Regulations</b>		
<i>Item</i>	<i>Compliance status (Yes/No/NA) refer note below</i>	
Details of business	Yes	
Terms and conditions of appointment of independent directors	Yes	
Composition of various committees of board of directors	Yes	
Code of conduct of board of directors and senior management personnel	Yes	
Details of establishment of vigil mechanism/Whistle Blower policy	Yes	
Criteria of making payments to non-executive directors	Yes	
Policy on dealing with related party transactions	Yes	
Policy for determining 'material' subsidiaries	Yes	
Details of familiarization programmes imparted to independent directors	Yes	
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	
Email address for grievance redressal and other relevant details	Yes	
Financial results	Yes	
Shareholding pattern	Yes	
Details of agreements entered into with the media companies and/or their associates	NA	
New name and the old name of the listed entity	NA	
<b>II Annual Affirmations</b>		
<i>Particulars</i>	<i>Regulation Number</i>	<i>Compliance status (Yes/No/NA) refer note below</i>



Registered Office & Works I :  
Falta SEZ, Sector - II, Near Pump House No. 3  
Village & Mouza - Akalmegh  
Dist. South 24 Parganas, West Bengal-743 504

Works II :  
E-39, M.I.D.C. Area, Chikalthana  
Aurangabad - 431 006  
Maharashtra

<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	<b>Yes</b>
<i>Board composition</i>	17(1)	<b>Yes</b>
<i>Meeting of Board of Directors</i>	17(2)	<b>Yes</b>
<i>Review of Compliance Reports</i>	17(3)	<b>Yes</b>
<i>Plans for orderly succession for appointments</i>	17(4)	<b>Yes</b>
<i>Code of Conduct</i>	17(5)	<b>Yes</b>
<i>Fees/compensation</i>	17(6)	<b>Yes</b>
<i>Minimum Information</i>	17(7)	<b>Yes</b>
<i>Compliance Certificate</i>	17(8)	<b>Yes</b>
<i>Risk Assessment &amp; management</i>	17(9)	<b>NA</b>
<i>Performance Evaluation of Independent Directors</i>	17(10)	<b>Yes</b>
<i>Composition of Audit Committee</i>	18(1)	<b>Yes</b>
<i>Meeting of Audit Committee</i>	18(2)	<b>Yes</b>
<i>Composition of nomination &amp; remuneration committee</i>	19(1) & (2)	<b>Yes</b>
<i>Composition of stakeholder relationship committee</i>	20(1) & (2)	<b>Yes</b>
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	<b>NA</b>
<i>Vigil Mechanism</i>	22	<b>Yes</b>
<i>Policy for related party Transaction</i>	23(1),(5),(6),(7) & (8)	<b>Yes</b>
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2),(3)	<b>Yes</b>
<i>Approval for material related party Transactions</i>	23(4)	<b>Yes</b>
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	<b>Yes</b>
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5) & (6)	<b>Yes</b>
<i>Maximum Directorship &amp; Tenure</i>	25(1) & (2)	<b>Yes</b>
<i>Meeting of independent directors</i>	25(3) & (4)	<b>Yes</b>
<i>Familiarization of independent</i>	25(7)	<b>Yes</b>

<i>directors</i>		
<i>Membership in Committees</i>	26(1)	<b>Yes</b>
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	<b>Yes</b>
<i>Disclosure of Shareholding by Non-Executive Directors</i>	26(4)	<b>Yes</b>
<i>Policy with respect to Obligations of directors and Senior management</i>	26(2) & 26(5)	<b>Yes</b>

**III Affirmations:**

The Listed Entity has approved Material Subsidiary policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied.

*Neha Khandelwal*

**Neha Khandelwal**  
**Company Secretary & Compliance Officer**