



January 12, 2017

To  
The Listing Department,  
BSE Limited,  
Corporate Relationship Department,  
1<sup>st</sup> Floor, New Trading Ring,  
Rotunda Bldg., P.J. Towers,  
Dalal Street, Mumbai 400 001.

The Listing Department,  
National Stock Exchange of India Ltd,  
Exchange Plaza,  
Bandra (East),  
Mumbai 400 051.

Madam/Sir,

**SUB : Corporate Governance Report pursuant to Regulation 27 (2) of  
SEBI (Listing Obligations and Disclosure Requirements) Regulations,  
2015 for the quarter ended December 31, 2016**

**REF : Symbol: INDIANCARD; Scrip Code: 509692**

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Please find enclosed captioned report under Regulation 27 (2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended December 31, 2016.

Kindly take the same on record.

Thanking you,

Yours Faithfully,  
For The Indian Card Clothing Company Limited,

Amogh Barve  
Company Secretary  
Membership No. : A33080



Encl: As above

CC:

Tripmedia India Ltd.,

**Kind Attn. : Mr. Mark Mody**  
For updating company's website.

General information about company	
Scrip code	509692
Name of the entity	The Indian Card Clothing Company Limited
Date of start of financial year	01-04-2016
Date of end of financial year	31-03-2017
Reporting Quarter	Quarterly
Date of Report	31-12-2016
Risk management committee	Not Applicable

<b>Annexure I</b>	
<b>Annexure I to be submitted by listed entity on quarterly basis</b>	
<b>I. Composition of Board of Directors</b>	
Disclosure of notes on composition of board of directors explanatory	Textual Information(1)
Is there any change in information of board of directors compare to previous quarter	No

Text Block	
Textual Information(1)	Mr. Mehul Kunjbihari Trivedi has, on December 5, 2016, resigned from the position of Managing Director of the Company and will be relieved from the services of the Company with effect from January 16, 2017. Mr. Mehul K. Trivedi shall continue to be a Non-Executive Director of the Company.

<b>Annexure 1</b>	
<b>II. Composition of Committees</b>	
Disclosure of notes on composition of committees explanatory	
Is there any change in information of committees compare to previous quarter	No

<b>Annexure 1</b>			
<b>Annexure 1</b>			
<b>III. Meeting of Board of Directors</b>			
Disclosure of notes on meeting of board of directors explanatory			
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)
1	12-08-2016		
2		11-11-2016	90
3		07-12-2016	25

Annexure 1							
IV. Meeting of Committees							
Disclosure of notes on meeting of committees explanatory							
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	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)	Name of other committee
1	Audit Committee	11-11-2016	Yes	Except Mr. H.C.Asher, all other members of the Audit Committee were present.	12-08-2016	90	
2	Nomination and remuneration committee	07-12-2016	Yes	Yes. All the members of the Nomination & Remuneration Committee were present.			
3	Stakeholders Relationship Committee	11-11-2016	Yes	Except Mr. H.C.Asher, all other members of the Stakeholders' Relationship Committee were present.	12-08-2016	90	

Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	
Disclosure of notes on related party transactions			Textual Information(1)



Text Block	
Textual Information(1)	No omnibus approval accorded by the Audit Committee. However, Related Party Transactions held during earlier quarter were reviewed by the Audit Committee.

Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
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
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	NA
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

**Text Block**

Signatory Details	
Name of signatory	Amogh Arun Barve
Designation of person	Company Secretary
Place	Pune
Date	11-01-2017

