

SEC-1/187(2)/2019/313

Dated: October 10, 2019

Listing Department, National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051.	Corporate Relationship Department, BSE Limited 1 st Floor, Phiroze Jeejeebhoy Towers Dalal Street, Fort, Mumbai – 400 001.
Scrip Code-- RECLTD	Scrip Code—532955

Sub: Submission of Compliance Report on Corporate Governance as per Regulation 27(2) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Dear Sir(s),

In terms of Regulation 27(2) of SEBI (LODR) Regulations, 2015 & SEBI Circular dated July 16, 2019, we are enclosing herewith the Compliance Report on Corporate Governance in the prescribed format, for the quarter and half year ended September 30, 2019.

This is for information and records of Stock Exchanges.

Thanking you,

Yours faithfully,



(J.S. Amitabh)
Executive Director & Company Secretary

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - REC Limited
2. Quarter ending - 30-Sep-2019

i. Composition Of Board Of Director

Title (Mr./Ms.)	Name of the Director	DIN	PAN	Category (Chairpersons / Executive / Non-Executive / Independent / Nominee)	Sub Category	Initial Date of Appointment	Date of re-appointment	Date of cessation	Tenure	Date of Birth	No. of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Membership in Committees of the Company	Remarks
Mr.	Ajeet Kumar Agarwal	02231613	AAQPA4238C	C & ED	-	01-Aug-2012	01-Aug-2017	-	-	30-May-1960	2	0	1	0	SC, RMC	-
Mr.	Sanjeev Kumar Gupta	03464342	AAVPG9176A	ED	-	16-Oct-2015	-	-	-	04-Oct-1961	1	0	2	0	AC, SC, RMC	-
Mr.	Arun Kumar Verma	02190047	AATPV0522H	NED, ND	-	06-Oct-2015	-	02-Sep-2019	-	07-Jul-1959	3	0	0	0	NA	-
Mr.	Tiruvallu r Thattai Ram Mohan	00008651	AAGPT8304C	ID	-	13-Nov-2015	13-Nov-2018	-	12	28-Jan-1956	2	2	3	0	AC, NRC	-
Mr.	Aravamudan Krishna Kumar	00871792	ADOPA0102A	ID	-	13-Nov-2015	13-Nov-2018	-	12	18-Nov-1954	2	2	2	2	AC, SC, NRC	-
Mrs.	Asha Swarup Bhagvat Kisanrao Karad	00090902	AWDPS4191F	ID	-	08-Feb-2017	-	-	36	03-Jul-1950	1	1	1	0	AC, RMC, NRC	-
Mr.	Bhagvat Kisanrao Karad	00998839	ACSPK0892J	ID	-	17-Jul-2018	-	-	36	16-Jul-1954	1	1	1	0	AC, RMC, NRC	-



Mr.	Praveen Kumar Singh	03548218	ARVPS2332K	NED, ND	18-Jun-2019	-	-	20-Jan-1962	2	0	0	0	-
Mr.	Mritunjaya Kumar Narayan	03426753	ABQPN5499M	NED, ND	02-Sep-2019	-	-	01-Jan-1970	3	0	0	0	-

Company Remarks	Pursuant to Ministry of Power's Office Order No. 46/8/2015-RE (E-227696) dated September 2, 2019, Shri Mritunjay Kumar Narayan (DIN: 03426753), Joint Secretary, Ministry of Power has been appointed as Government Nominee Director on the Board of REC Limited with immediate effect and until further orders vice Dr. Arun Kumar Verma, Joint Secretary, who was nominated on the Board of REC Limited vide Office Order No. 46/8/2015-RE dated 6th October, 2015.												
Whether chairperson appointed	Permanent Yes												
Whether Chairperson is related to MD or CEO	No												



ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Tiruvallur Thattai Ram Mohan	ID	Member	22-Dec-2015	-
2	Aravamudan Krishna Kumar	ID	Chairperson	22-Dec-2015	-
3	Asha Swarup	ID	Member	22-Mar-2018	-
4	Bhagvat Kisanrao Karad	ID	Member	08-Oct-2018	-
5	Sanjeev Kumar Gupta	ED	Member	20-Oct-2015	-

Company Remarks

Whether Permanent chairperson appointed Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Aravamudan Krishna Kumar	ID	Chairperson	22-Dec-2015	-
2	Ajeet Kumar Agarwal	C & ED	Member	01-Aug-2012	-
3	Sanjeev Kumar Gupta	ED	Member	09-Nov-2015	-

Company Remarks

Whether Permanent chairperson appointed Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Asha Swarup	ID	Chairperson	24-Mar-2017	-
2	Bhagvat Kisanrao Karad	ID	Member	01-Sep-2018	-
3	Ajeet Kumar Agarwal	C & ED	Member	01-Aug-2012	-
4	Sanjeev Kumar Gupta	ED	Member	22-Dec-2015	-



Company Remarks	-
Whether Permanent chairperson appointed	Yes

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Aravamudan Krishna Kumar	ID	Member	22-Dec-2015	-
2	Bhagvat Kisanrao Karad	ID	Member	01-Sep-2018	-
3	TiruvallurThattai Ram Mohan	ID	Chairperson	22-Dec-2015	-
4	Asha Swarup	ID	Member	22-Mar-2018	-

Company Remarks	-
Whether Permanent chairperson appointed	Yes

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	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
26-Apr-2019	10-Jul-2019	Yes	8	4
24-May-2019	06-Aug-2019	Yes	7	4
-	29-Aug-2019	Yes	6	3

Company Remarks	-
Maximum gap between any two consecutive (in number of days)	46



iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	24-May-2019	10-Jul-2019	Yes	5	4
Audit Committee	-	06-Aug-2019	Yes	5	4
Stakeholders Relationship Committee	24-May-2019	06-Aug-2019	Yes	3	1
Nomination & Remuneration Committee	-	06-Aug-2019	Yes	4	4
Risk Management Committee	-	29-Aug-2019	Yes	3	1

Company Remarks

Maximum gap between any two consecutive (in number of days) [Only for Audit Committee] 46

v. Related Party Transactions

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Not Applicable	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions

Not Applicable



VI. Affirmations

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**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Yes**
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. - **Yes**
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.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
b. Any comments/observations/advice of Board of Directors may be mentioned here:

Name :

J.S. Amitabh

Designation :

Company Secretary



ANNEXURE III

Affirmations

Broad Heading	Regulation Number	Compliance Status	Company Remark
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Note:


J.S. AMITABH
Company Secretary



Name :
Designation :