



Compliance Report on Corporate Governance
(As per Regulation 27(2) of Securities Exchange Board of India (Listing Obligations and
Disclosure Requirements) Regulations, 2015 ("Listing Regulations"))

1. Name of Entity: **National Stock Exchange of India Limited**
2. Quarter ending: September 30, 2017

I. Composition of Board of Directors								
Title (Mr. / Ms)	Name of the Director	PAN & DIN*	Category (Chairperson/ Executive/Non- Executive/Ind ependent/No minee) **	Date of Appointment in the current term /cessation	Tenure (Only for Independent Directors)#	No of Directorship in 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 Chairpers on in Audit/ Stakehold er Committe e held in listed entities including this listed entity (Refer Regulatio n 26(1) of Listing Regulatio ns)
Mr.	Ashok Chawla	DIN: 00056133	Chairman (Public Interest Director-Non Executive)	28/03/2016	18 months	2	2-Audit Committee 2-SRC	2-SRC
Mr.	Vikram Limaye	00488534	MD & CEO	17/07/2017	-	1	1-SRC	0



Mr.	Abhay Havaladar	DIN: 00118280	Shareholder Director - Non- Executive	04/08/2017	--	1	1-SRC	0
Mr.	Dinesh Kanabar	DIN: 00003252	Public Interest Director - Non Executive	13/07/2016	14 months	2	2-Audit Committee	2
Ms.	Anshula Kant	DIN: 06998644	Shareholder Director- Non- Executive	19/10/2016	--	1	1-Audit Committee	0
Mr.	Naved Masood	DIN: 02126497	Public Interest Director- Non- Executive	13/07/2016	14 months	1	1-Audit Committee	0
Mr.	T V Mohandas Pai	DIN: 00042167	Public Interest Director- Non - Executive	13/07/2016	14 months	2	1-SRC	0
Mr.	Prakash Parthasarathy	DIN: 02011709	Shareholder Director- Non- Executive	16/09/2016	--	1	0	0
Ms.	Dharmishta Raval	DIN: 02792246	Public Interest Director- Non Executive	05/02/2016	19 months	4	2-Audit Committee	0
Ms.	Sunita Sharma	DIN: 02949529	Shareholder Director- Non- Executive	19/10/2016	--	2	1-SRC	1

#To be filled only for independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the entity in continuity without any cooling off period.

*PAN number of any director would not be displayed on the website of Stock exchange.

*** The Independent director is Public Interest Director under Regulation - 23 of Securities Contract (Regulation) (Stock Exchange and Clearing Corporation) Regulations, 2012.

*** NSEIL is not a listed company, however it has been considered as a listed company for the purpose of preparing this report.



II. Composition of Committees		
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)
Audit Committee	Mr. Dinesh Kanabar Mr. Ashok Chawla Mr. Naved Masood Ms. Anshula Kant	Chairman- Public Interest Director Non- Executive- Public Interest Director Non-Executive- Public Interest Director Non- Executive- Shareholder Director
Nomination & Remuneration Committee	Mr. Dinesh Kanabar Mr. Ashok Chawla Mr. T.V. Mohandas Pai Mr. Abhay Havaladar	Chairman- Public Interest Director Non- Executive- Public Interest Director Non- Executive- Public Interest Director Non-Executive-Shareholder Director
Stakeholders Relationship Committee	Mr. Ashok Chawla Mr. Vikram Limaye Mr. T.V. Mohandas Pai Mr. Abhay Havaladar	Chairman- Public Interest Director MD - CEO Non- Executive- Public Interest Director Non-Executive-Shareholder Director
Risk Assessment and Review Committee	Mr. Dinesh Kanabar Mr. Vikram Limaye Ms. Sunita Sharma Mr. Naved Masood	Chairman- Public Interest Director MD - CEO Non- Executive- Shareholder Director Non- Executive- Public Interest Director

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	Maximum gap between any two consecutive meetings in number of days
April 06, 2017 May 05, 2017 June 07, 2017	04-08-2017	57



IV. Meeting of Committees					
Committee Name	Date(s) of meeting of the committee in the previous quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the relevant quarter	Maximum gap between any two consecutive meetings in number of days*	
Audit Committee	April 6, 2017 May 5, 2017	YES	August 03, 2017	89 days	
Nomination & Remuneration Committee (NRC)	April 6, 2017 May 5, 2017	Yes		NA	
Stakeholders Relationship Committee (SRC)	June 29, 2017	Yes	July 27, 2017	27 days	
Risk Assessment and Review Committee (RARC)	NA	NA	NA	NA	

*This information has to be mandatorily given for the audit committee. For rest of the committees, this information is given on a voluntary basis when the meetings are held in both the quarters.

V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit committee	Yes


[Handwritten signature]

**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 **Yes**
 - a. Audit Committee
 - b. Nomination & remuneration committee
 - c. Stakeholders relationship committee
 - d. 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. **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. 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 Compliance Report on Corporate Governance for the quarter ended June 30, 2017 was placed before the Board of Directors of the Company. The Compliance Report on Corporate Governance for the quarter ended September 30, 2017 will be placed before the Board of Directors at the ensuing Board Meeting.

Name and Designation :


S. Madhavan
Company Secretary


Yatrik Vin
Chief Financial Officer


Date : October 13, 2017




Format to be submitted by listed entity at the end of 6 months after end of financial year along-with second quarter report of next financial year

VII Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA)
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
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

Name and Designation :


S. Madhavan
Company Secretary


Yatrik Vin
Chief Financial Officer