



राष्ट्रीयसहकारीविकासनिगम
NATIONAL COOPERATIVE DEVELOPMENT CORPORATION
An ISO-9001:2015 Certified Organization
A Statutory Corporation Under the Ministry of Cooperation, Government of India
Finance Division

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Website: www.ncdc.in

F. No. NCDC/A&C/X(1)/B/NSE/2022

Date: 04/10/2023

National Stock Exchange of India Limited,
Exchange Plaza, Plot No.C/1 G Block,
Bandra Kurla Complex, Bandra (E),
Mumbai - 400 051.

Sub: Submission of Corporate Governance Report under regulation 27 (2) by "High Value Debt Listed Entities" for the Quarter and half year ended September 30, 2023. -Reg.

Sirs,

With reference of the circular No. [SEBI/ LAD-NRO/GN/2021/47 dated 07th September, 2021](#) issued by Securities and Exchange Board of India (SEBI) amending the Listing Obligation and Disclosure Requirements (LODR) Regulations, regarding submission of Corporate Governance Report by "High Value Debt Listed Entities", and to inform as follows::

- i. NCDC was established in March, 1963, under an Act of Parliament viz. The NCDC Act 1962.
- ii. Government of India has 100% ownership of the Corporation.
- iii. NCDC is a non equity based organization.
- iv. NCDC is governed by the NCDC regulations framed under NCDC Act, 1962 and reports to Ministry of Cooperation.
- v. General Council and Board of Management of NCDC are constituted by Government of India as per the regulations of The NCDC Act.
- vi. Meetings of the General Council as well as Board of Management are convened as per the framework and regulations under the Act and reports are sent to Ministry of Cooperation, Government of India.
- vii. Annual accounts are audited by CAG. Annual accounts and Annual reports of NCDC are made public after placing before the Parliament.

In view of this, certain disclosures regarding corporate governance shall not be applicable on NCDC as they may violate the provisions of The NCDC Act. However, keeping in view, the NCDC Act, Rules and Regulations and regulatory compliance, the corporate governance disclosure format has been placed at annexures.

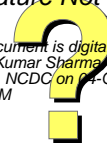
Yours faithfully,

Encl: As Above

Sudhir Kumar Sharma
Financial Adviser
Compliance Officer

Signature Not Verified

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Sudhir Kumar Sharma, Financial
Adviser, NCDC on 04-Oct-2023
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Format of report on Corporate Governance to be submitted by a listed entity on quarterly basis

1 Name of Listed Entity

National Cooperative Development Corporation

2 Quarter ending

30-Sep-23

I. Composition of Board of Directors/ Members of the Board of Management

Title Mr/ Ms	Name of the Director	PANS & DIN	Category (Chairperson/ /Executive/ Non- Executive/ independent / Nominee) &	Initial Date of Appointment	Date of Reappointment	Date of Cessation	Tenure*	Date of Birth	No. of directorships in listed entity including NCDC	No. of membership in Audit/ Stakeholders' Committee(s) including NCDC	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including NCDC
								Refer Reg 17A(1)	Refer Reg 17A(1)	Refer Reg 26(1)	Refer Reg 26(1)
Mr.	Gyanesh Kumar, IAS	NA	Chairman	02.05.2022	NA	NA	3 Years	27.01.1964	NA	NA	NA
Mr.	Vijay Kumar, IAS	NA	Vice Chairman	04.05.2021	NA	NA	3 Years	16.07.1970	NA	NA	NA
Mr.	Sanjeev Chopra , IAS	NA	Member	31.10.2022	NA	NA	3 Years	17.04.1967	NA	NA	NA
Mr.	Sanjiv Kumar, IAS	NA	Member	11.08.2021	NA	NA	3 Years	23.08.1965	NA	NA	NA
Mr.	Shaji K. V.	NA	Member	07.12.2022	NA	NA	3 Years	30.05.1970	NA	NA	NA
Mr.	Jaiprakash R. Salunke Dandegaonkar	NA	Member	01.01.2021	NA	NA	3 Years	-	NA	NA	NA
Mr.	Adhar Sinha, IAS	NA	Member	12.06.2022	NA	NA	3 Years	11.05.1962	NA	NA	NA
Ms.	Shaila A, IAS	NA	Member	01.04.2022	NA	NA	3 Years	23.05.1975	NA	NA	NA
Mr.	Pamireddygar Pedda Nagi Reddy	NA	Member	26.07.2021	NA	NA	3 Years	-	NA	NA	NA
Mr.	Shamalbai B Patel	NA	Member	25.08.2020	NA	NA	3 Years	-	NA	NA	NA
Mr.	Dhananjay Kumar Singh	NA	Member	01.07.2020	NA	NA	3 Years	10.10.1957	NA	NA	NA
Mr.	Pankaj Kumar Bansal, IAS	NA	Member	08.06.2022	NA	NA	3 Years	03.03.1970	NA	NA	NA

Whether Regular chairperson appointed : YES

Whether Chairperson is related to managing director or CEO : NO

\$PAN of any director would not be displayed on the website of Stock Exchange: PAN of any of the members of BOM, NCDC shall not be displayed

&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen : NA

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

II. Composition of Committees

Name of Committee	Whether Regular Chairperson appointed	Name of Directors/ Members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) \$	Date of appointment	Date of cessation
1. Audit Committee	YES	Shri Shamalbhai B Patel Shri Pamireddygaru Pedda Nagi Reddy Shri Pankaj Kumar Bansal, IAS	Member	10/27/2022	NA
2. Nomination & Remuneration Committee	YES	Shri Sanjiv Kumar, IAS Shri Shamalbhai B Patel Ms. Shaila A, IAS	Member	10/27/2022	NA
3. Risk Management Committee	YES	Shri Pankaj Kumar Bansal, IAS Shri Jaiprakash R. Salunke Dandegaonkar Ms. Shaila A, IAS	Member	10/27/2022	NA
4. Stakeholders Relationship Committee	YES	Shri Vijay Kumar, IAS Shri Dhananjay Kumar Singh Shri Pankaj Kumar Bansal, IAS	Member	10/27/2022	NA

&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

III. Meeting of Board of Management (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*	Maximum gap between any two consecutive meetings (in number of days)
225th	10.08.2023	Yes	9	NA	85

* to be filled in only for the current quarter meetings

IV. Meetings of Committees

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	No. of Directors/ Members present	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
1 Audit Committee: 08-08-2023	YES	3	NA	12.05.2023	87
2 Nomination and Remuneration Committee	NA	-	NA	22.03.2023	-
3 Risk Management Committee	NA	-	NA	22.03.2023	-
4 Stakeholders Relationship Committee : 20.07.2023	Yes	3	NA	21.03.2023	120

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional **to be filled in only for the current quarter meetings

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA) refer note below
Whether prior approval of audit committee obtained	NA
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	NA

Note:

1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
2 If status is "No" details of non-compliance may be given here.

VI. Affirmations

1	The composition of Board of Management is in terms of NCDC Act, 1962.
2	The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
a.	Audit Committee
b.	Nomination & Remuneration Committee
c.	Stakeholders Relationship Committee
d.	Risk management committee (as applicable)
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.
4	The meetings of the board of management and the above committees have been conducted in the manner as specified in NCDC Act, 1962 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
5	This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here

Name & Designation

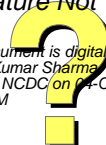
Sudhir Kumar Sharma
Compliance Officer, Financial Adviser

Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However, if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.
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Format to be submitted twice a year, on a half yearly basis by the listed entity at the end of every 6 months of the financial year

Half year ending - 30th September
2023

I. Disclosure of Loans / guarantees / comfort letters / securities etc.refer note below

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:

Entity	Aggregate Amount Advanced during 6 months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NA	NA
Promoter Group or any other entity controlled by them	NA	NA
Directors (including relatives) or any other entity controlled by them	NA	NA
KMPs or any other entity controlled by them	NA	NA

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfort letter etc.)	Aggregate Amount of issuance during 6 months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them	NA	NA	NA
Promoter Group or any other entity controlled by them	NA	NA	NA
Directors (including relatives) or any other entity controlled by them	NA	NA	NA
KMPs or any other entity controlled by them	NA	NA	NA

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NA	NA	NA
Promoter Group or any other entity controlled by them	NA	NA	NA
Directors (including relatives) or any other entity controlled by them	NA	NA	NA
KMPs or any other entity controlled by them	NA	NA	NA

II. Affirmations:	
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s)(including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.	
Sudhir Kumar Sharma	
Compliance Officer	
Note	1
	These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;
a)	by a government company to/ for the Government or government company
b)	by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.
c)	by a banking company or an insurance company ; and
d)	by the listed entity to its employees or directors as a part of the service conditions
	2
	If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table..

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