

General information about company	
SCIP code	531289
NSE Symbol	0
MSEI Symbol	0
ISIN	INE643C01015
Name of the entity	NATIONAL FITTINGS LIMITED
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Yearly
Date of Report	31-03-2023
Risk management committee	Not Applicable
Market Capitalization as per immediate previous Financial Year	Any other

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory		Whether the listed entity has a Regular Chairperson		Disqualification of Directors under section 164 of the Companies Act, 2013																	
		Yes	No																		
Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of Disqualification	End Date of Disqualification	Details of Disqualification	Current status	Whether special resolution passed? (Refer Reg. 17(1A) of Listing Regulations)	Date of passing special resolution	Initial Date of appointment	Date of Re-Appointment	Date of cessation	Term of Director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of membership in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
V Palaniswamy	AVP994499M	01817391	Executive Director	Not Applicable	MD	02-09-1942	No				Active	NA		16-09-1994	01-01-2019		343	1	0	2	0
Alagar	AAZPA1291R	00231112	Non-Executive - Independent Director	Not Applicable	Shareholder Director	25-11-1959	No				Active	Yes	30-09-2020	31-08-2005	14-08-2019		212	1	1	2	2
Panath Aniba	ALYPP815C	07650205	Executive Director	Not Applicable	CEO	27-01-1972	No				Active	NA		14-02-2015	01-04-2021		98	1	1	2	0
JAYARAM GOVINDARAJAN	AFKPC084F	02178416	Executive Director	Chairperson	CEO	02-09-1979	No				Active	NA		12-08-2016	14-12-2021		80	1	1	0	0

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of Disqualification	End Date of Disqualification	Details of Disqualification	Current status	Whether special resolution passed? (Refer Reg. 17(1A) of Listing Regulations)	Date of passing special resolution	Initial Date of appointment	Date of Re-Appointment	Date of cessation	Term of Director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of membership in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	
CHENNAIPAN ELAKUMAR	ARUP8180Q	01777983	Non-Executive - Independent Director	Not Applicable	Shareholder Director	04-12-1974	No				Active	Yes	05-04-2023	13-12-2017	13-12-2022		61	1	1	1	0	
CHENNAIPAN ELAKUMAR	ACXPD130L	08043947	Non-Executive - Independent Director	Not Applicable	Shareholder Director	22-08-1980	No				Active	No		13-12-2017		10-02-2023		61	2	2	2	0
SUSHEELA BALAKRISHNAN	ALJPR1203K	07140637	Non-Executive - Independent Director	Not Applicable	Shareholder Director	28-05-1992	No				Active	Yes	05-04-2023	10-02-2023				2	1	1	1	0

Audit Committee Details

Whether the Audit Committee has a Regular Chairperson							Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks	
1	00231112	R Alagar	Non-Executive - Independent Director	Chairperson	14-11-2014			
2	01817391	A V Palaniswamy	Executive Director	Member	14-11-2014			
3	08043947	ARJUNARAJ DHANANJAYAN	Non-Executive - Independent Director	Member	13-12-2017	10-02-2023		
4	01777983	CHENNAIPAN SELVAKUMAR	Non-Executive - Independent Director	Member	08-02-2019			
5	07140637	SUSHEELA BALAKRISHNAN	Non-Executive - Independent Director	Member	10-02-2023			

Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson							Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks	
1	00231112	R Alagar	Non-Executive - Independent Director	Chairperson	14-11-2014			
2	02178416	JAYARAM GOVINDARAJAN	Executive Director	Member	10-02-2023			
3	08043947	ARJUNARAJ DHANANJAYAN	Non-Executive - Independent Director	Member	13-12-2017	10-02-2023		
4	01777983	CHENNAIPAN SELVAKUMAR	Non-Executive - Independent Director	Member	13-12-2017			
5	07140637	SUSHEELA BALAKRISHNAN	Non-Executive - Independent Director	Member	10-02-2023			

Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson							Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks	
1	00231112	R Alagar	Non-Executive - Independent Director	Chairperson	14-11-2014			
2	01817391	A V Palaniswamy	Executive Director	Member	13-12-2017			
3	07059205	A Panath Aniba	Executive Director	Member	13-12-2017			

Risk Management Committee

Whether the Risk Management Committee has a Regular Chairperson							Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks	

Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson							Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks	

Other Committee

Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
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Annexure I

III. Meeting of Board of Directors

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)	Notes for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All Directors including Independent Director)	No. of Independent Directors attending the meeting*
1	10-11-2022				Yes	6	5	2
2	10-02-2023	91			Yes	7	6	3

Annexure I

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	10-11-2022				Yes	4	3	2	0
2	Audit Committee	10-02-2023	91			Yes	4	3	2	0
3	Nomination and remuneration committee	10-02-2023				Yes	3	2	2	0
4	Stakeholders Relationship Committee	10-11-2022				Yes	3	3	1	0
5	Stakeholders Relationship Committee	10-02-2023	91			Yes	3	3	1	0

Annexure I

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	NA	
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	

Annexure I

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 1000 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

Annexure I

Signature

Sr	Subject	Compliance status
1	Name of signatory	A V Palaniswamy
2	Designation	Managing Director

Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is No, details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.nationalfitting.com
2	Terms and conditions of appointment of independent directors	Yes		https://www.nationalfitting.com/wp-content/uploads/2020/05/T-C-of-appointment-of-ID.pdf
3	Composition of various committees of board of directors	Yes		https://www.nationalfitting.com/wp-content/uploads/2023/03/Board-of-Directors-and-Committee-Members.pdf
4	Code of conduct of board of directors and senior management personnel	Yes		https://www.nationalfitting.com/wp-content/uploads/2021/04/COC-for-BOD-and-Senior-Management.pdf
5	Details of establishment/ Whistle Blower policy	Yes		https://www.nationalfitting.com/wp-content/themes/ntacms/pdf/vigil-mechanism-21-05-2018.pdf
6	Criteria of making payments to non-executive directors	Yes		https://www.nationalfitting.com/wp-content/uploads/2021/04/CRITERIA-FOR-MAKING-PAYMENTS-TO-NED.pdf
7	Policy on dealing with related party transactions	Yes		https://www.nationalfitting.com/wp-content/themes/ntacms/pdf/related-party-transaction-policy-21-05-2018.pdf
8	Policy for determining material Subsidiaries	Yes		https://www.nationalfitting.com/wp-content/themes/ntacms/pdf/material-subsidiary-21-05-2018.pdf
9	Details of familiarization programmes imparted to independent directors	Yes		https://www.nationalfitting.com/wp-content/uploads/2020/05/FAMILIARISATION-PROGRAMMES-FOR-INDEPENDENT-DIRECTOR1.pdf

Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is No, details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://www.nationalfitting.com/investors/management/
11	email address for grievance redressal and other relevant details	Yes		https://www.nationalfitting.com/investors/management/
12	Financial results	Yes		https://www.nationalfitting.com/investors/financials/
13	Shareholding pattern	Yes		https://www.nationalfitting.com/investors/shareholding-pattern/
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		https://www.nationalfitting.com/investors/communication-to-shareholders/
18	Credit rating or revision in credit rating obtained	NA		
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		
20	Whether company has provided information under section 173 of its website as per Regulation 46(2)	Yes		https://www.nationalfitting.com/investors/policies/
21	Materiality Policy as per Regulation 30	Yes		https://www.nationalfitting.com/wp-content/themes/ntacms/pdf/policy-determination-materiality-events-21-05-2018.pdf
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		https://www.nationalfitting.com/wp-content/uploads/2020/05/Dividend-Distribution-Policy.pdf
23	It is certified that these contents on the website of the listed entity are correct	Yes		Contents in the websites are correct

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is No, details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of independence under Regulation 17(1), 17(1A) & 17(1B)	17(1)(b) & 25(0)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is No, details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is No, details of non-compliance may be given here.
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1), (2), (3), (4)	Yes	
23	Meeting of Risk Management Committee	21(3A)	Yes	
24	Vigil Mechanism	23(1), (1A), (5), (6), (7) & (8)	Yes	
25	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	NA	
26	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
27	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2), (3), (4), (5) & (6)	NA	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is No, details of non-compliance may be given here.