



AFL/SN/SE/036/2015-2016 11th January, 2016

The National Stock Exchange of India Ltd Exchange Plaza Bandra Kurla Complex Bandra East Mumbai 400 051

The Bombay Stock Exchange Ltd P.J. Towers Dalal Street Mumbai 400 001

Dear Sir.

Sub: Quarterly Compliance Report on Corporate Governance of the Company for the quarter ended 31-12-2015.

Pursuant to Regulation 27 (2) (a) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are forwarding herewith the Quarterly Compliance Report on Corporate Governance of the Company for the quarter ended 31-12-2015.

Please arrange to take the same on record.

Yours faithfully,

For Accel Frontline Limited

Sweena Nair Company Secretary.

Encl: a.a

1. Name of Listed Entity: Accel Frontline Limited

2. Quarter ending: 31/12/2015

1.	Composition of Board of Directors									
Title (Mr. / Ms)	Name of the Director	PAN ^S & DIN	Category (Chairperson / Executive/ Non- Executive/ independent/ Nominee) ⁶	Date of Appointment in the current term /cessation	Tenure*	No of Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity			
						(Refer Regulation 25(1) of Listing Regulations)	(Refer Regulation 26(1) of Listing Regulations)	(Refer Regulation 26(1) of Listing Regulations)		
Mr.	N.R. Panicker	AFVPP5431Q 00236198	Executive Chairman	07/05/2014	N.A.	02	02	0		
Mr.	Malcolm F Mehta	AFWPM8643Q 03277490	Executive Director	01/07/2014	N.A.	01	0	0		
Mr.	Bin Cheng	N.A. 06913491	Non- Executive Director	13/08/2014	N.A.	01	02	0		
Mr.	R. Ramaraj	AAFPR5454C 00090279	Independent Director	31/10/2015	3 years & 2 months	05	05	02		
Ms.	Ruchi Naithani	AACPN7934J 00531608	Independent Director	11/09/2014	1 year & 3 months	01	01	0		
Mr.	Raj Khalid	AAGPK6838C 00169691	Independent Director	05/12/2014	1 year	01	01	01		

SPAN number of any director would not be displayed on the website of Stock Exchange
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
* 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	Name of Committee members	Category (Chairperson/Executive/Non- Executive/independent/Nominee) \$			
1. Audit Committee	Mr. R. Ramaraj Mr. Bin Cheng Ms. Ruchi Naithani	Independent Director and Chairman of Au Committee Non-Executive Director Independent Director			
2. Nomination & Remuneration Committee	Ms. Ruchi Naithani Mr. Bin Cheng Mr. Raj Khalid	Independent Director and Chairman of Nomination & Remuneration Committee Non-Executive Director Independent Director			
3. Risk Management Committee (if applicable)	N.A.	N.A.			
Stakeholders Relationship Committee'	Mr. Raj Khalid Mr. Bin Cheng Mr. R. Ramaraj	Independent Director and Chairman of Stakeholders Relationship Committee Non-Executive Director Independent Director			

*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 Directors						
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter		in the	Maximum gap between any two consecutive (in number of days)		
04/08/2015	02/11/2015			Gap of 46 days (both days inclusive) between the meetings held on 04/08/2015 and 18/09/2015.		
18/09/2015	01/12/2015					
	28/12/2015					
IV. Meeting of Committees						
		100	VENT	124		
Date(s) of meeting of the committee in the relevant quarter	Whether requirement Quorum met (details)	of Date(s) meeting of the committee in the previous quarter		g of the ttee in the	Maximum gap between any two consecutive meetings in number of days*	
Audit Committee						
02/11/2015			04/08/2015		Gap of 91 days (both days inclusive) between the meetings held on 04/08/2015 and 02/11/2015.	
27/11/2015	Yes (Out of 3 member members were present)	rs 2	18			
Nomination & remuneration committee				h To 1800		
02/11/2015	Yes (Out of 3 member members were present)	rs 2 04/08/		2015	Gap of 91 days (both days inclusive) between the meetings held on 04/08/2015 and 02/11/2015.	
			18/09/2015			
Stakeholders relationship committee	0					
02/11/2015	Yes (Out of 3 member members were present)	s 2 04/08/2015		2015	Gap of 91 days (both days inclusive) between the meetings held on 04/08/2015 and 02/11/2015.	
* This information has to be mandatorily be given for	audit committee, for rest of t	he con	nmittees	giving this in	formation is optional	
V. Related Party Transactions						
Subject			Compliance status (Yes/No/NA) refer note below			
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 on reviewed by Audit Committee	nnibus approval have been	N.A.				
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 Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- 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 (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.



- 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.
- 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: N.A.

FOR ACCEL FRONTLINE LIMITED

Sweena Nair Company Secretary

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.