

## Corporate Governance : Quarter ending : December 2019

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Quarter Ending :December 2019

### Annexure 1 Composition of Board of Directors

Title	Name of the Director	Category	Initial Date of Appointment	Date of Appointment in Current Term (Date of Re-appointment)	Date of cessation	Tenure of Director (in months)	No of Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairpers on in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mrs	P UMAYAL	Executive Director, Chairperson, CEO-MD	10 Aug 1981	19 Dec 2019	-	-	1	1	0
Mr	P PALANIAPPAN	Executive Director, MD	15 Oct 1984	19 Dec 2019	-	-	1	1	0
Mr	S RAVICHANDRAN	Non-Executive - Independent Director	27 Aug 2010	10 Dec 2019	-	60.00	1	2	1
Mr	A ALAGAPPAN	Non-Executive - Independent Director	27 Sep 1996	10 Dec 2019	-	60.00	1	2	0

Mr	PL SUBBIAH	Non-Executive - Independent Director	27 Aug 2010	10 Dec 2019	-	60.00	1	0	0
Mrs	SHANTHA RADHAKRISHNAN	Non-Executive - Independent Director	10 Dec 2014	-	10 Dec 2019	60.00	1	0	0
Mr	A ANNAMALAI	Non-Executive - Non Independent Director	19 Sep 1997	-	-	-	1	2	0
Mrs	C RENUKA	Non-Executive - Non Independent Director	30 May 2018	-	-	-	1	0	0
Mrs	SUJATHA SIVAKUMAR	Non-Executive - Independent Director	14 Aug 2019	-	-	60.00	1	0	0

- Annexure 1  
Composition Of Committee

<b>Audit Committee</b>			
<b>Name of Committee members</b>	<b>Category</b>	<b>Date Of Appointment</b>	<b>Date of Cessation</b>
S RAVICHANDRAN	Non-Executive - Independent Director,Chairperson	24-01-2012	-
A ALAGAPPAN	Non-Executive - Independent Director,Member	26-04-2002	-
A ANNAMALAI	Non-Executive - Non Independent Director,Member	15-04-2019	-
<b>Nomination and remuneration committee</b>			
<b>Name of Committee members</b>	<b>Category</b>	<b>Date Of Appointment</b>	<b>Date of Cessation</b>
S RAVICHANDRAN	Non-Executive - Independent Director,Chairperson	24-01-2012	-
A ALAGAPPAN	Non-Executive - Independent Director,Member	26-04-2002	-
A ANNAMALAI	Non-Executive - Non Independent Director,Member	15-04-2019	-

**Stakeholders Relationship Committee**

<b>Name of Committee members</b>	<b>Category</b>	<b>Date Of Appointment</b>	<b>Date of Cessation</b>
S RAVICHANDRAN	Non-Executive - Independent Director,Chairperson	24-01-2012	-
A ANNAMALAI	Non-Executive - Non Independent Director,Member	15-04-2019	-
P UMAYAL	Executive Director,Member	26-04-2002	-
P PALANIAPPAN	Executive Director,Member	26-04-2002	-

**Share Transfer Committee**

<b>Name of Committee members</b>	<b>Category</b>	<b>Date Of Appointment</b>	<b>Date of Cessation</b>
P PALANIAPPAN	Executive Director,Chairperson	-	-
P UMAYAL	Executive Director,Member	-	-
A ANNAMALAI	Non-Executive - Non Independent Director,Member	-	-
S RAVICHANDRAN	Non-Executive - Independent Director,Member	-	-

- Annexure 1  
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 meeting (in number of days)
14 Aug 2019	-	0
-	14 Nov 2019	91

- Annexure 1  
Meeting Of Committees

Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
Audit Committee	-	Yes,	14 Aug 2019	0
Audit Committee	14 Nov 2019	Yes,	-	91
Stakeholders Relationship Committee	-	Yes,	14 Aug 2019	0
Stakeholders Relationship Committee	14 Nov 2019	Yes,	-	91
Other Committee	14 Oct 2019	Yes,	-	0

- Annexure 1  
Related Party Transactions

Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance
Whether prior approval of audit committee obtained	Yes	-
Whether shareholder approval obtained for material RPT	Yes	-
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by audit committee	Yes	-

Annexure 1  
Affirmations

Subject	Compliance status (Yes/No)
The composition of board of directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of audit committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the nomination and remuneration committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the stakeholders relationship committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the risk management committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	NA
The committee members have been made aware of their powers, role and responsibilities as specified in of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The meetings of the board of directors and the above committees have been conducted in the manner as specified 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	Yes
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Signatory Details

Name of signatory	Sarita Jain
Designation of person	Company Secretary and Compliance Officer

Annexure 2  
Website Affirmations

Item	Compliance status	Details of non-compliance
No Record found		

- [Annual Affirmation](#)
- [Affirmation](#)

Annexure 3

Broad heading	Regulation Number	Compliance status(Yes/No/NA)	If status is "No" details of non-compliance
no record found			

Name of signatory	Sarita Jain
Designation of person	Company Secretary and Compliance Officer