

Corporate Governance

Sri Nachammai Cotton Mills Ltd

Scrip Code :521234

Quarter Ending : June 2019

Annexure 1

Composition of Board of Directors

Title	Name of the Director	Category	Date of appointment in the current term	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 Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mrs	P UMAYAL	Executive Director, Chairperson, CEO-MD	10 Aug 1981	-	-	0	1	0
Mr	P PALANIAPPAN	Executive Director, MD	15 Oct 1984	-	-	0	1	0
Mr	S RAVICHANDRAN	Non-Executive - Independent Director	27 Aug 2010	-	56	0	2	2
Mr	A ALAGAPPAN	Non-Executive - Independent Director	27 Sep 1996	-	56	0	2	0
Mr	PL SUBBIAH	Non-Executive - Independent Director	27 Aug 2010	-	56	0	0	0
Mrs	SHANTHA RADHAKRISHNAN	Non-Executive - Independent Director	10 Dec 2014	-	56	0	0	0
Mr	A ANNAMALAI	Non-Executive - Non Independent Director	19 Sep 1997	-	-	0	2	0
Mr	A ARUNKUMAR	Non-Executive - Non Independent Director	15 Dec 2015	30 Apr 2019	-	0	0	0
Mrs	C RENUKA	Non-Executive - Non Independent Director	30 May 2018	-	-	0	0	0

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Mrs	P UMAYAL	Executive Director,Chairperson,CEO-MD	10 Aug 1981	-	-	0	1	0
Mr	P PALANIAPPAN	Executive Director,MD	15 Oct 1984	-	-	0	1	0
Mr	S RAVICHANDRAN	Non-Executive - Independent Director	27 Aug 2010	-	56	0	2	2
Mr	A ALAGAPPAN	Non-Executive - Independent Director	27 Sep 1996	-	56	0	2	0
Mr	PL SUBBIAH	Non-Executive - Independent Director	27 Aug 2010	-	56	0	0	0
Mrs	SHANTHA RADHAKRISHNAN	Non-Executive - Independent Director	10 Dec 2014	-	56	0	0	0
Mr	A ANNAMALAI	Non-Executive - Non Independent Director	19 Sep 1997	-	-	0	2	0
Mr	A ARUNKUMAR	Non-Executive - Non Independent Director	15 Dec 2015	30 Apr 2019	-	0	0	0
Mrs	C RENUKA	Non-Executive - Non Independent Director	30 May 2018	-	-	0	0	0

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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)
04 Feb 2019	-	0
-	15 Apr 2019	69
-	24 May 2019	38

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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	24 May 2019	Yes,	-	0
Stakeholders Relationship Committee	24 May 2019	Yes,	-	0
Nomination and remuneration committee	18 Apr 2019	Yes,	-	0

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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	-

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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

Signatory Details

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

