

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 Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr	V.M.LAKSHMINARAYANAN	Executive Director,Chairperson	01 Dec 2019	-	-	60.00	1	1	1
Mr	V.M.BALASUBAMANIAM	Executive Director	01 Aug 2019	-	-	60.00	1	0	0
Mr	V.M.SESHADRI	Executive Director	01 Jun 2017	-	-	60.00	1	0	0
Mr	V.M.GANGADHARAM	Executive Director	01 Oct 2016	-	-	60.00	1	0	0
Mr	V.M.KUMARESAN	Executive Director	01 Jun 2016	-	-	60.00	1	0	0
Mr	K.GANESAN	Non-Executive - Independent Director	01 Aug 2019	-	-	60.00	1	1	1
Mr	M.PADMANABHAN	Non-Executive - Independent Director	01 Aug 2019	-	-	60.00	2	2	4
Mr	A.BALASUBRAMANIAN	Non-Executive - Independent Director	01 Aug 2019	-	-	60.00	2	2	2
Mr	G.S.SAMUEL	Non-Executive - Independent Director	01 Aug 2019	-	-	60.00	2	2	0
Mr	T.R.SRINIVASAN	Non-Executive - Independent Director	01 Aug 2019	-	-	60.00	1	1	0
Mrs	MAHESHWARI MOHAN	Non-Executive - Independent Director	21 Aug 2015	-	-	60.00	1	1	0

## Corporate Governance

butterfly-gandhimathi-appliances-ltd	
Scrip Code :517421	Quarter Ending : Dec-2019

## Annexure 1

## Composition Of Committee

Audit Committee			
Name of Committee members	Category	Date Of Appointment	Date of Cessation
K.GANESAN	Non-Executive - Independent Director,Chairperson	01-08-2014	-
M.PADMANABHAN	Non-Executive - Independent Director,Member	01-08-2014	-
A.BALASUBRAMANIAN	Non-Executive - Independent Director,Member	01-08-2014	-
V.M.LAKSHMINARAYANAN	Executive Director,Member	01-12-2011	-

Nomination and remuneration committee			
Name of Committee members	Category	Date Of Appointment	Date of Cessation
K.GANESAN	Non-Executive - Independent Director,Chairperson	01-08-2014	-
M.PADMANABHAN	Non-Executive - Independent Director,Member	01-08-2014	-
A.BALASUBRAMANIAN	Non-Executive - Independent Director,Member	01-08-2014	-

Stakeholders Relationship Committee			
Name of Committee members	Category	Date Of Appointment	Date of Cessation
K.GANESAN	Non-Executive - Independent Director,Chairperson	01-08-2014	-
M.PADMANABHAN	Non-Executive - Independent Director,Member	01-08-2014	-
V.M.GANGADHARAM	Executive Director,Member	02-04-2019	-

<b>Corporate Social Responsibility Committee</b>			
<b>Name of Committee members</b>	<b>Category</b>	<b>Date Of Appointment</b>	<b>Date of Cessation</b>
T.R.SRINIVASAN	Non-Executive - Independent Director,Chairperson	01-08-2014	-
G.S.SAMUEL	Non-Executive - Independent Director,Member	01-08-2014	-
V.M.LAKSHMINARAYANAN	Executive Director,Member	01-12-2011	-

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## 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)
05 Aug 2019	-	0
07 Aug 2019	-	1
-	30 Oct 2019	83
-	01 Nov 2019	1

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## 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,	05 Aug 2019	0
Audit Committee	31 Oct 2019	Yes,	-	86
Audit Committee	28 Nov 2019	Yes,	-	27

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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	NA	-
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	K.S.Ramakrishnan
Designation of person	Company Secretary and Compliance Officer