

Quarter Ending :Mar-2017

Annexure I
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	A.BALASUBRAMANIAN	Non-Executive - Independent Director	01 Aug 2014	-	-	60.00	2	2	0
Mr	ANAND MUDRA	Non-Executive - Nominee Director	05 Aug 2016	-	-	-	1	0	0
Mr	G.S.SAMUEL	Non-Executive - Independent Director	01 Aug 2014	-	-	60.00	2	0	0
Mr	K.GANESAN	Non-Executive - Independent Director	01 Aug 2014	-	-	60.00	1	2	2
Mr	K.J.KUMAR	Non-Executive - Independent Director	01 Aug 2014	-	-	60.00	1	0	0
Mr	M.PADMANABHAN	Non-Executive - Independent Director	01 Aug 2014	-	-	60.00	2	3	0
Mr	T.R.SRINIVASAN	Non-Executive - Independent Director	01 Aug 2014	-	-	60.00	1	0	0
Mr	V.M.BALASUBAMANIAM	Executive Director	01 Aug 2014	-	-	-	1	0	0
Mr	V.M.GANGADHARAM	Executive Director	01 Oct 2016	-	-	-	1	1	0
Mr	V.M.KUMARESAN	Executive Director	01 Jun 2016	-	-	-	1	1	0
Mr	V.M.LAKSHMINARAYANAN	Executive Director,Chairperson	01 Dec 2014	-	-	-	1	1	0
Mr	V.M.SESHADRI	Executive Director	01 Jun 2014	-	-	-	1	1	0
Mrs	MAHESHWARI MOHAN	Non-Executive - Independent Director	21 Aug 2015	-	-	60.00	1	0	0

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Composition Of Committee

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

Corporate Social Responsibility Committee			
Name of Committee members	Category	Date Of Appointment	Date of Cessation
G.S.SAMUEL	Non-Executive - Independent Director,Member	-	-
T.R.SRINIVASAN	Non-Executive - Independent Director,Chairperson	-	-
V.M.LAKSHMINARAYANAN	Executive Director,Member	-	-

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

Executive Committee of the Board of Directors			
Name of Committee members	Category	Date Of Appointment	Date of Cessation
K.GANESAN	Non-Executive - Independent Director,Member	-	-
M.PADMANABHAN	Non-Executive - Independent Director,Member	-	-
V.M.SESHADRI	Executive Director,Chairperson	-	-

Stakeholders Relationship Committee			
Name of Committee members	Category	Date Of Appointment	Date of Cessation
K.GANESAN	Non-Executive - Independent Director,Chairperson	-	-
M.PADMANABHAN	Non-Executive - Independent Director,Member	-	-

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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)
10 Nov 2016	-	0
-	09 Feb 2017	90

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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	28 Jan 2017	Yes,All the members were present	02 Nov 2016	86
Audit Committee	09 Feb 2017	Yes,All the members were present	10 Nov 2016	90

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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

Signatory Details

Name of signatory	K.S.RAMAKRISHNAN
Designation of person	Company Secretary

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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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Annexure 2

Annual Affirmation

Sr.	Particulars	Regulation Number	Compliance status (Yes/No)	If status is "No" details of non-compliance
1	Independent directors have been appointed in terms of specified criteria of independence and or eligibility	16(1)(b) & 25(6)	Yes	-
2	Board composition	17(1)	Yes	-
3	Meeting of board of directors	17(2)	Yes	-
4	Review of compliance reports	17(3)	Yes	-
5	Plans for orderly succession for appointments	17(4)	Yes	-
6	Code of conduct	17(5)	Yes	-
7	Fees or compensation	17(6)	Yes	-
8	Minimum information	17(7)	Yes	-
9	Compliance certificate	17(8)	Yes	-
10	Risk assessment and management	17(9)	Yes	-
11	Performance evaluation of independent directors	17(10)	Yes	-
12	Composition of audit committee	18(1)	Yes	-
13	Meeting of audit committee	18(2)	Yes	-
14	Composition of nomination and remuneration committee	19(1) & (2)	Yes	-
15	Composition of stakeholder relationship committee	20(1) & (2)	Yes	-
16	Composition and role of risk management committee	21(1),(2), (3),(4)	NA	-
17	Vigil mechanism	22	Yes	-
18	Policy for related party transaction	23(1),(5), (6),(7) & (8)	Yes	-
19	Prior or omnibus approval of audit committee for all related party transactions	23(2), (3)	Yes	-
20	Approval for material related party transactions	23(4)	NA	-
21	Composition of board of directors of unlisted material subsidiary	24(1)	NA	-

22	Other corporate governance requirements with respect to subsidiary of listed entity	24(2),(3), (4),(5) & (6)	NA	-
23	Maximum directorship and tenure	25(1) & (2)	Yes	-
24	Meeting of independent directors	25(3) & (4)	Yes	-
25	Familiarization of independent directors	25(7)	Yes	-
26	Memberships in committees	26(1)	Yes	-
27	Affirmation with compliance to code of conduct from members of board of directors and senior management personnel	26(3)	Yes	-
28	Disclosure of shareholding by non-executive directors	26(4)	Yes	-
29	Policy with respect to obligations of directors and senior management	26(2) & 26(5)	Yes	-

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Annexure 2

Affirmation

Sr.	Particulars	Compliance status (Yes/No)
1	The listed entity has approved material subsidiary policy and the corporate governance requirements with respect to subsidiary of listed entity have been complied	NA

Signatory Details

Name of signatory	K.S.RAMAKRISHNAN
Designation of person	Company Secretary