

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	A.BALASUBRAMANIAN	Non-Executive - Independent Director	01 Aug 2014	-	-	60.00	2	3	1
Mr	ANAND MUNDRA	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	3	3
Mr	M.PADMANABHAN	Non-Executive - Independent Director	01 Aug 2014	-	-	60.00	2	6	1
Mr	T.R.SRINIVASAN	Non-Executive - Independent Director	01 Aug 2014	-	-	60.00	1	0	0
Mr	V.M.BALASUBRAMANIAM	Executive Director,MD	01 Aug 2014	-	-	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	V.M.LAKSHMINARAYANAN	Executive Director,Chairperson related to Promoter,MD	01 Dec 2014	-	-	60.00	1	1	0
Mr	V.M.SESHADRI	Executive Director,MD	01 Jun 2017	-	-	60.00	1	0	0
Mrs	MAHESHWARI MOHAN	Non-Executive - Independent Director	20 Aug 2015	-	-	60.00	1	0	0

Corporate Governance

butterfly-gandhimathi-appliances-ltd	
Scrip Code :517421	Quarter Ending : Sep-2018

Annexure 1

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	-	-

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	-	-

Corporate Governance

butterfly-gandhimathi-appliances-ltd	
Scrip Code :517421	Quarter Ending : Sep-2018

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)
06 Apr 2018	-	0
28 May 2018	-	51
-	07 Jul 2018	39
-	07 Aug 2018	30
-	11 Sep 2018	34

Corporate Governance

butterfly-gandhimathi-appliances-ltd

Scrip Code :517421

Quarter Ending : Sep-2018

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	07 Jul 2018	Yes,2	06 Apr 2018	91
Audit Committee	07 Aug 2018	Yes,2	11 May 2018	87
Audit Committee	-	Yes,2	18 May 2018	6
Audit Committee	-	Yes,2	28 May 2018	39

Corporate Governance

butterfly-gandhimathi-appliances-ltd	
Scrip Code :517421	Quarter Ending : Sep-2018

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	NA	-
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by audit committee	Yes	-

Corporate Governance

butterfly-gandhimathi-appliances-ltd	
Scrip Code :517421	Quarter Ending : Sep-2018

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

Signatory Details

Name of signatory	K.S.RAMAKRISHNAN
Designation of person	Company Secretary and Compliance Office

Annexure 3

Broad heading	Regulation Number	Compliance status(Yes/No/NA)	If status is "No" details of non-compliance
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	-
Presence of chairperson of audit committee at the annual general meeting	18(1)(d)	Yes	-
Presence of chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	-
Whether corporate governance report disclosed in annual report	34(3) read with para C of Schedule V	Yes	-
Name of signatory	K.S.RAMAKRISHNAN		
Designation of person	Company Secretary and Compliance Office		