

1. Name of Listed Entity **TVS SRICHAKRA LIMITED**
 2. Quarter ended **31.3.2019**

I. Composition of Board of Directors

Title	Name of the Director	DIN	PAN	Category	Date of Appointment in the current term / cessation		Tenure in years	No. of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations, 2015)	Number of memberships in Audit / Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations, 2015)	No. of post of Chairperson in Audit / Stakeholder Committee held in listed entites including this entity (Refer Regulation 26(1) of Listing Regulations, 2015)	Memberships in Committees of the Company
					From	To					
Mr	R Naresh	00273609	AAFPN2485B	Chairperson & Executive Director	16.6.2017	15.6.2020		1	Nil	Nil	Nil
Ms	Shobhana Ramachandhran	00273837	ABHPS7615M	Executive Director	25.8.2015	24.8.2020		3	2	Nil	SRC
Mr	M S Viraraghavan	00249874	AAIPV5807E	Independent Director	11.9.2014	31.3.2019	5	1	1	1	AC NRC
Mr	P Vijayaraghavan	00633205	AAGPV5250K	Non Executive Director				1	2	1	AC NRC SRC
Mr	H Janardana Iyer	02688787	AAAPI4128H	Independent Director	11.9.2014	31.3.2019	5	1	3	Nil	AC NRC
Mr	V Ramakrishnan	00002931	ACIPR5987K	Independent Director	27.9.2018	26.9.2023	5	1	1	Nil	SRC
Mr	Rasesh R Doshi	00538059	AACPD9213E	Independent Director	24.5.2014	23.5.2019	5	2	2	Nil	AC
Mr	Dr. V Anantha Nageswaran	00760377	AJBPA4266C	Independent Director	13.11.2018	12.11.2023	5	1	Nil	Nil	Nil

AC - Audit Committee
 SRC- Stakeholders Relationship Committee
 NRC - Nomination and Remuneration Committee



II. Composition of Committees

Name of Committee		Audit Committee
Name of Committee Members	Category	
Mr M S Viraraghavan	Chairperson- ID	
Mr P Vijayaraghavan	Member- NED	
Mr H Janardana Iyer	Member- ID	
Mr Rasesh R Doshi	Member- ID	

Name of Committee	Stakeholders Relationship Committee
Mr P Vijayaraghavan	Chairperson- NED
Ms Shobhana Ramachandhran	Member- ED
Mr V Ramakrishnan	Member- ID

Name of Committee	Nomination and Remuneration Committee
Mr M S Viraraghavan	Chairperson- ID
Mr P Vijayaraghavan	Member- NED
Mr H Janardana Iyer	Member- ID

III. 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 meetings (in number of days)
13.11.2018	9.2.2019	87 days between 13.11.2018 and 9.2.2019 (both the meetings date excluded).

IV. Meetings of Committees

Name of the 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	8.2.2019	The requisite quorum was present for the meeting held on 8.2.2019.	12.11.2018	87 days between 12.11.2018 and 8.2.2019 (both the meetings date excluded).
Nomination and Remuneration Committee	-	-	12.11.2018	-
Stakeholders Relationship Committee	-	-	13.11.2018	-



V. Related Party Transactions

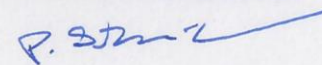
Subject	Compliance Status (Yes / No / NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Not Applicable
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

VI. Affirmations

1. The Composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Yes
2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
 - a) Audit Committee Yes
 - b) Nomination and Remuneration Committee Yes
 - c) Stakeholders Relationship Committee Yes
 - d) Risk Management Committee Not Applicable
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Yes
4. The meetings of the Board of Directors and the above committees have been conducted in the manner as specified in 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 the Board of Directors. Any Comment / observations / advice of Board of Directors may be mentioned here.

Previous quarter report (quarter ended 31.12.2018) placed before the Board of Directors and there were no comments.

for TVS SRICHAKRA LIMITED



NAME
DESIGNATION

P SRINIVASAN
SECRETARY & COMPLIANCE OFFICER

P. SRINIVASAN
SECRETARY

Annexure II

I. Disclosure on website in term of Listing Regulations

Item	Compliance Status (Yes / No / NA)
Details of business	Yes
Terms and conditions of appointment of Independent Directors	Yes
Composition of various committees of Board of Directors	Yes
Code of Conduct of Board of Directors and Senior Management Personnel	Yes
Details of establishment of vigil mechanism / Whistle Blower Policy	Yes
Criteria of making payments to Non-Executive Directors	Yes
Policy of dealing with Related Party Transactions	Yes
Policy for determining Material Subsidiaries	Yes
Details of familiarization programmes imparted to Independent Directors	Yes
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes
Email address for grievance redressal and other relevant details	Yes
Financial Results	Yes
Shareholding Pattern	Yes
Details of agreements entered into with the media companies and / or their associates	Yes
New Name and the old name of the listed entity	NA



II. Annual Affirmations

Particulars	Regulation Number	Compliance Status (Yes / No / NA)
Independent Director(s) have been appointed in terms of specified criteria of independence and / or eligibility	16(1)(b) & 25(6)	Yes
Board Composition	17(1)	Yes
Meeting of Board of Directors	17(2)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees / Compensation	17(6)	Yes
Minimum information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	NA
Performance Evaluation of Independent Directors	17(10)	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of Nomination & Remuneration Committee	19(1) & (2)	Yes
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes
Composition and role of Risk Management Committee	21(1), (2), (3), (4)	NA
Vigil Mechanism	22	Yes
Policy for Related Party Transaction	23(1), (5), (6), (7) & (8)	Yes



Particulars	Regulation Number	Compliance Status (Yes / No / NA)
Prior or Omnibus approval of Audit Committee for all Related Party Transactions	23(2), (3)	NA
Approval for material related party transactions	23(4)	NA
Composition of Board of Directors of unlisted material subsidiary	24(1)	NA
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2), (3) (4), (5) & (6)	Yes
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of Independent Directors	25(3) & (4)	Yes
Familiarization of Independent Directors	25(7)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from Members of Board of Directors and Senior Management Personnel	26(3)	Yes
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
Policy with respect to Obligations of Directors and Senior Management	26(2) & 26(5)	Yes

III. Affirmations

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance Requirements with respect to subsidiary of Listed Entity have been complied.

