

REF:TSL:SEC:2020/

July 11, 2020

BSE Ltd.,  
PhirozeJeejeebhoy Towers  
Dalal Street  
Fort  
Mumbai – 400 001

National Stock Exchange of India Ltd.,  
5th Floor  
Exchange Plaza  
Bandra (E)  
Mumbai - 400 051

Dear Sir,

Sub: Corporate Governance Report – quarter ended 30.6.2020

Ref: Regulation 27 of SEBI (Listing Obligations and Disclosure Requirements)  
Regulations 2015

Pursuant to Regulation 27 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, we are enclosing the Quarterly Compliance report on Corporate Governance in the prescribed format for the quarter ended 30.6.2020

Please take the above on record.

Thanking you

Yours faithfully,  
for TVS SRICHAKRA LIMITED



P SRINIVASAN  
SECRETARY

Encl.: a.a

rk/mr  
tsl corporate governance/2019-20/30.6.2020/covering ltr

**TVS Srichakra Limited**

CIN: L25111TN1982PLC009414

Regd. Office: TVS Building, 7-B, West Veli Street, Madurai 625 001.

Tel:+91 0452 2356400, Fax: +91 0452 2443466 | Website: [www.tvseurogrip.com](http://www.tvseurogrip.com)

Manufacturing Unit: Vellaripatti, Melur Taluk, Madurai-625 122, Tel:+91452 2443300

1. Name of Listed Entity **TVS SRICHAKRA LIMITED**

2. Quarter ended **30.06.2020**

**I. Composition of Board of Directors**

Title	Name of the Director	DIN	PAN	Category	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Appointment in the current term / cessation		Tenure of Director (in months)	No. of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations, 2015)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	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 entities including this entity (Refer Regulation 26(1) of Listing Regulations, 2015)
									From	To					
Mr	R Naresh	00273609	AAFPN2485B	Chairperson & Executive Director	28-02-1957	NA	NA	02-06-82	16.6.2020	15.6.2023		1	Nil	Nil	Nil
Ms	Shobhana Ramachandhran	00273837	ABHPS7615M	Executive Director	30-01-1960	NA	NA	28-03-86	25.8.2015	24.8.2020		4	2	2	Nil
Mr	M S Viraraghavan	00249874	AAIPV5807E	Independent Director	09-05-1937	Yes	27-09-2018	11-09-2014	1.4.2019	31.3.2024	60	1	1	1	1
Mr	P Vijayaraghavan	00633205	AAGPV5250K	Non Executive Director	03-01-1948	NA	NA	25-08-06				1	Nil	2	1
Mr	H Janardana Iyer	02688787	AAAPI4128H	Independent Director	17-06-1943	Yes	27-09-2018	11-09-2014	1.4.2019	31.3.2024	60	1	1	3	Nil
Mr	V Ramakrishnan	00002931	ACIPR5987K	Independent Director	22-07-1955	NA	NA	27-09-2018	27.9.2018	26.9.2023	60	1	1	1	Nil
Mr	Rasesh R Doshi	00538059	AACPD9213E	Independent Director	29-10-1962	NA	NA	24-05-2014	24.5.2019	23.5.2024	60	2	2	2	Nil
Mr	Dr V Anantha Nageswaran	00760377	AJBPA4266C	Independent Director	05-10-1963	NA	NA	13-11-2018	13.11.2018	12.11.2023	60	1	1	Nil	Nil
Ms	S V Mathangi	02596421	AGWPM7325G	Woman Independent Director	12-08-74	NA	NA	01-04-2020	1.4.2020	31.3.2023	36	1	1	Nil	Nil





## 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)	Number of Directors present*	No. of Independent Directors attending the meeting*
-	20.05.2020	70 days	8	5
11.02.2020	11.06.2020	21 days	9	6
10.03.2020	26.06.2020	14 days	9	6



## 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	Number of Directors present*	No. of Independent Directors attending the meeting*
Audit Committee	20.05.2020	Yes	11.02.2020	98 days	3	2
Audit Committee	26.06.2020	Yes	-	36 days	4	3
Nomination and Remuneration Committee	11.06.2020	Yes	-	-	3	2
Nomination and Remuneration Committee	26.06.2020	Yes	-	14 days	3	2
Stakeholders Relationship Committee	-	-	-	-	-	-

\* to be filled in only for the current quarter meetings



## 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 31.03.2020) placed before the Board of Directors and there were no comments.

NAME  
DESIGNATION



P SRINIVASAN  
SECRETARY & COMPLIANCE OFFICER