

REF:TSL:SEC:2021/157

October 12, 2021

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

**Scrip Code : 509243**

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

**Scrip Code : TVSSRICHAK**

Dear Sir,

Sub: Corporate Governance Report – Half year ended September 30, 2021

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 half year ended September 30, 2021

Please take the above on record.

Thanking you

Yours faithfully,  
for TVS SRICHAKRA LIMITED

  
W.R. Venkatakrisnan  
Compliance Officer

Encl.: a.a

rk/mr  
tsl corporate governance/2021-2022/30.9.2021/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: +91 452 2443300

1. Name of Listed Entity **TVS SRICHAKRA LIMITED**  
 2. Quarter ended **30.09.2021**

**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 in years	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	02-06-1982	16.6.2020	15.6.2023	3	1	Nil	Nil	Nil
Ms	Shobhana Ramachandhran	00273837	ABHPS7615M	Executive Director	30-01-1960	NA	NA	28-03-1986	25.8.2020	24.8.2025	5	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	5	1	1	1	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	5	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	5	1	1	1	1
Mr	Rasesh R Doshi	00538059	AACPD9213E	Independent Director	29-10-1962	NA	NA	24-05-2014	24.5.2019	23.5.2024	5	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	5	2	2	Nil	Nil
Ms	S V Mathangi	02596421	AGWPM7325G	Woman Independent Director	12-08-1974	NA	NA	01-04-2020	1.4.2020	31.3.2023	3	1	1	1	Nil
Mr	S Ravichandran	01485845	AACPR8217J	Non-Executive Non-Independent Director	01-06-1955	NA	NA	13-08-2020	09-09-2021			1	Nil	1	Nil
Mr	P Srinivasavaradhan	08701214	ABPPS8417B	Non-Executive Non-Independent Director	02-05-1963	NA	NA	13-08-2020	13-08-2020			1	Nil	Nil	Nil



**Name of Committee - Audit Committee****Whether Regular Chairperson appointed - Yes**

Name of Committee Members	Category	Date of Appointment	Date of Cessation
Mr M S Viraraghavan	Chairperson- ID	11-09-2014	
Mr H Janardana Iyer	Member- ID	11-09-2014	
Mr Rasesh R Doshi	Member- ID	11-09-2014	
Mr S Ravichandran	Member- NE-NID	13-08-2020	

**Name of Committee - Nomination and Remuneration Committee****Whether Regular Chairperson appointed - Yes**

Mr M S Viraraghavan	Chairperson- ID	15-05-2014	
Mr H Janardana Iyer	Member- ID	15-05-2014	
Mr Rasesh R Doshi	Member- ID	03-08-2020	

**Name of Committee - Stakeholders Relationship Committee****Whether Regular Chairperson appointed - Yes**

Ms Shobhana Ramachandhran	Member- ED	11-09-2014	
Mr V Ramakrishnan	Chairperson- ID	11-09-2014	
Ms S V Mathangi	Member- ID	13-08-2020	

**Name of Committee - Corporate Social Responsibility Committee****Whether Regular Chairperson appointed - Yes**

Ms Shobhana Ramachandhran	Chairperson- ED	15-05-2014	
Mr Rasesh R Doshi	Member- ID	11-09-2014	
Mr V Ramakrishnan	Member- ID	13-08-2020	

**Meeting of Board of Directors**

Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (other than Independent Director)	No. of Independent Directors attending the meeting*
15-06-2021	-	-	Yes	-	-
29-07-2021	43	-	Yes	4	5
06-08-2021	7	-	Yes	4	6

**Meetings of Committees**

Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (other than Independent Director)	No. of Independent Directors attending the meeting*
Audit Committee	14-06-2021	-	-	-	Yes	-	-
Audit Committee	29-07-2021	44	-	-	Yes	1	3
Audit Committee	06-08-2021	7	-	-	Yes	1	3
Corporate Social Responsibility Committee	05-08-2021	-	-	-	Yes	1	2



\* 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 30.06.2021) placed before the Board of Directors and there were no comments.

Name  
Designation

*V.R. Venkatarishnan*  
V R Venkatarishnan  
Compliance Officer



III - Affirmations

Broad heading	Regulation Number	Compliance Status (Yes / No / NA)	If status is "No" details of non-compliance may be given here.
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	-
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	-
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	-

Name & Designation

*V.R. Venkatakrishnan*  
V R Venkatakrishnan  
Compliance Officer



ANNEXURE - IV  
COMPLIANCE REPORT ON CORPORATE GOVERNANCE  
Refer: SEBI Circular  
SEBI/HO/CFD/CMD-2/P/CIR/2021/567 DATED MAY 31, 2021

TVS Srichakra Ltd.,  
For the Six month period ending 30th Sep 2021

Additional Half yearly Disclosure			
Applicability of disclosure	Yes		
Reason for Non Applicability	NA		
<b>I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below</b>			
<b>(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to</b>			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	NIL	NIL	
Promoter Group or any other entity controlled by them	NIL	NIL	
Directors (including relatives) or any other entity controlled by them	NIL	NIL	
KMPs or any other entity controlled by them	NIL	NIL	
<b>(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s)</b>			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	NIL	NIL	NIL
Promoter Group or any other entity controlled by them	NIL	NIL	NIL
Directors (including relatives) or any other entity controlled by them	NIL	NIL	NIL
KMPs or any other entity controlled by them	NIL	NIL	NIL
<b>(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by</b>			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NIL	NIL	NIL
Promoter Group or any other entity controlled by them	NIL	NIL	NIL
Directors (including relatives) or any other entity controlled by them	NIL	NIL	NIL
KMPs or any other entity controlled by them	NIL	NIL	NIL
<b>(D) Additional Information</b>			
<b>II. Affirmations</b>			
Affirmations		Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.		Yes	NA
Name : B Rajagopalan			
Designation : Chief Finance Officer			
Place :Madurai			
Date : 12th Oct 2021			

TVS Srichakra Limited

CIN: L25111TN1982PLC009414

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

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For TVS SRICHAKRA LTD.

  
Authorized Signatory