

**ANNEXURE I****Format to be submitted by listed entity on quarterly basis****1. Name of Listed Entity - Precot Meridian Limited**

Quarter ending - 31-Mar-2019

**I. Composition of Board of Directors**

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson/Executive/ Non-Executive / Independent/Nominee)	Date of Appointment	Date of cessation	Tenure	No of Directorship in listed entities including this listed entity	No of mem berships in Audit/ Stakeholder Committee(s) including th is listed entity	No of post of Chairperson in Audi t/ Stakeholder Commi tee held in listed entit ies including this listed
Mr.	Ashwin Chandran	00001884	ABTPC8942M	C & ED	1-Apr-17			2	2	0
Mr.	Prashanth Chandran	01909559	AIKPP6481G	ED	1-Apr-17			1	1	0
Mr.	Sumanth Ramamurthi	00002773	ALMPS1683A	ID	1-Jun-14	31-May-19	60	2	3	1
Mr.	Jairam Varadaraj	00003361	AAZPJ2601H	ID	1-Jun-14	31-May-19	60	5	5	1
Mr.	C N Srivatsan	00002194	ABSPN8015F	ID	1-Jun-14	31-May-19	60	2	3	2
Mrs.	R Bhuvaneshwari	01628512	ADOPB4127E	ID	1-Jun-14	31-May-19	60	2	2	0
Mr.	T Kumar	07826033	AAQPT5875J	ED	26-May-17			1	0	0
Mr.	P Vijay Raghunath	00002963	AARPR1774K	ID	1-Jun-17	31-May-22	60	2	3	0

**II. Composition of Committees****Audit Committee**

S.No	Name of the Director	Category	Chairperson/ Membership
1	Sumanth Ramamurthi	ID	Member
2	P Vijay Raghunath	ID	Member
3	Jairam Varadaraj	ID	Member
4	R Bhuvaneshwari	ID	Member
5	C N Srivatsan	ID	Chairperson

**Stakeholders Relationship Committee**

S.No	Name of the Director	Category	Chairperson/ Membership
1	Prashanth Chandran	ED	Member
2	Sumanth Ramamurthi	ID	Chairperson
3	Ashwin Chandran	C & ED	Member

For PRECOT MERIDIAN LIMITED

Company Secretary

**Risk Management Committee**

S.No	Name of the Director	Category	Chairperson/ Membership
1	C N Srivatsan	ID	Member
2	Ashwin Chandran	C & ED	Chairperson
3	Prashanth Chandran	ED	Member
4	S Kavitha	CS	Member
5	A P Ramkumar	CFO	Member

**Nomination and Remuneration Committee**

S.No	Name of the Director	Category	Chairperson/ Membership
1	R Bhuvaneshwari	ID	Member
2	C N Srivatsan	ID	Chairperson
3	Jairam Varadaraj	ID	Member

**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 (in number of days)
9-Nov-18	8-Feb-19	90
	22-Mar-19	

IV. Meeting 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 (in number of days)
Audit Committee	8-Feb-19	3	9-Nov-18	90
Stakeholders Relationship Committee	4-Jan-19	3	12-Oct-18	83
Stakeholders Relationship Committee	8-Feb-19	3	9-Nov-18	90
Stakeholders Relationship Committee	14-Mar-19	3	31-Dec-18	72
Stakeholders Relationship Committee	30-Mar-19	3		
Nomination and Remuneration Committee	15-Mar-19	2		

For PRECOT MERIDIAN LIMITED

  
 Company Secretary



i. **Related Party Transactions**

<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b>	<b>Remark</b>
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	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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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 & remuneration committee - **Yes**
  - c. Stakeholders relationship committee - **Yes**
  - d. Risk management committee (applicable to the top 100 listed entities) - **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. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**  
b. Any comments/observations/advice of Board of Directors may be mentioned here:

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Name : **S Kavitha**  
Designation : **Company Secretary & Compliance Officer**

For **PRECOT MERIDIAN LIMITED**

  
**Company Secretary**



## ANNEXURE II

**Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)**

<b>I. Disclosure on website in terms of Listing Regulations</b>			
<b>Item</b>	<b>Compliance status</b>	<b>Company Remark</b>	<b>Website</b>
Details of business	Yes		www.precot.com
Terms and conditions of appointment of	Yes		www.precot.com
Composition of various committees of	Yes		www.precot.com
Code of conduct of board of directors and	Yes		www.precot.com
Details of establishment of vigil mechanism/	Yes		www.precot.com
Criteria of making payments to non-	Yes		www.precot.com
Policy on dealing with related party	Yes		www.precot.com
Policy for determining 'material' subsidiaries	Yes		www.precot.com
Details of familiarization programs imparted	Yes		www.precot.com
Contact information of the designated officials of the listed	Yes		www.precot.com
email address for grievance redressal and	Yes		www.precot.com
Financial results	Yes		www.precot.com
Shareholding pattern	Yes		www.precot.com
Details of agreements entered into with the media companies and/or	Not Applicable		
New name and the old name of the listed	Not		
<b>II Annual Affirmations</b>			
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status</b>	<b>Company Remark</b>
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)	Yes	
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)	Not Applicable	
Vigil Mechanism	22	Yes	

For PRECOT MERIDIAN LIMITED

  
Company Secretary



Policy for related party Transaction	23(1),(5),(6),(7) &	Yes	
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
Approval for material related party transactions	23(4)	Not Applicable	
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Not Applicable	
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Not Applicable	
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	

Other Information	
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### 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. - **Yes**

Other Information	
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Name : S Kavitha  
Designation : Company Secretary & Compliance Officer

For PRECOT MERIDIAN LIMITED

  
Company Secretary