

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Precot Meridian Limited**
2. Quarter ending - **31-Mar-2016**

I. Composition of Board of Directors										
T i t l e (M r. / M s)	Name of the Director	DIN	PAN	Category (Chair person /Executive/Non-Executive/Independent/Nominee)	Date of Appointment	Date of Cessation	Tenure	No of Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairpersons in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr.	D Sarath Chandran	00001885	AKIP55713N	C & ED				3	3	0
Mr.	Ashwin Chandran	00001884	ABTPC8942M	ED				1	1	0
Mr.	Prashanth Chandran	01909559	AIKPP6481G	ED				1	0	0
Mr.	A Ramkrishna	00001886	AALPR8137J	ID	01-Jun-2014	31-May-2016	2	1	2	2
Mr.	Vijay Mohan	00001843	AATPM1202F	NED				2	2	0
Mr.	Sumanth Ramamurthi	00002773	ALMPS1683A	ID	01-Jun-2014	31-May-2019	5	2	1	0
Mr.	Jairam Varadaraj	00058056	AAZPJ2601H	ID	01-Jun-2014	31-May-2019	5	5	5	1
Mr.	Vijay Venkatasamy	00002906	ABKPV6163C	ID	01-Jun-2014	31-May-2017	3	2	2	0
Mr.	C N Srivatsan	00002194	ABSPN8015P	ID	01-Jun-2014	31-May-2019	5	2	2	1
Mr.	Suresh Jagannathan	00011326	ACBPJ1194K	ID	01-Jun-2014	31-May-2018	4	4	2	0
Mrs.	R Bhuvaneshwari	01628512	ADOPB4127E	ID	01-Jun-2014	31-May-2019	5	2	0	0

II. Composition of Committees

Audit Committee			
Sr. No.	Name of the Director	Category	Chairperson/Membership
1	Vijay Venkatasamy	ID	Member
2	C N Srivatsan	ID	Member
3	A Ramkrishna	ID	Chairperson
4	Jairam Varadaraj	ID	Member

Stakeholders Relationship Committee			
Sr. No.	Name of the Director	Category	Chairperson/Membership
1	A Ramkrishna	ID	Chairperson
2	Ashwin Chandran	ED	Member

For PRECOT MERIDIAN LIMITED



Company Secretary

3	D Sarath Chandran	C & ED	Member
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Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership
1	C N Srivatsan	ID	Member
2	Ashwin Chandran	ED	Chairperson
3	Prashanth Chandran	ED	Member
4	M R Siva Shankar		Member
5	R Nithya Prabhu		Member

Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership
1	A Ramkrishna	ID	Chairperson
2	Jairam Varadaraj	ID	Member
3	Vijay Venkatasamy	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)
06-Nov-2015	09-Feb-2016	94
	18-Mar-2016	

IV. Meeting of Committees

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)
02-Feb-2016	0	31-Oct-2015	93
	0	15-Oct-2015	
	0	31-Oct-2015	
	0	14-Nov-2015	
	0	30-Nov-2015	
	0	15-Dec-2015	
31-Mar-2016	0	31-Dec-2015	
18-Mar-2016	0	06-Nov-2015	

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

For PRECOT MERIDIAN LIMITED

A. K. Srinivasan
Company Secretary

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) - **NA**
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 : **R Nithya Prabhu**
Designation : **Company Secretary & Compliance Office**

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)

I. Disclosure on website in terms 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 on 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	Not Applicable	
New name and the old name of the listed entity	Not Applicable	
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)	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)	Yes
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes

For FRECOT MERIDIAN LIMITED


 Company Secretary

Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party transactions	23(4)	Yes
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes
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. - **Yes**

Name : **R Nithya Prabhu**
Designation : **Company Secretary & Compliance Office**

For PRECOT MERIDIAN LIMITED


Company Secretary