

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-2020****I. Composition of Board of Directors**

Title (Mr./ Ms)	Name of the Director	DIN	PAN	Category (Chairperson/Executive/ Non-Executive/ Independent/Nominee)	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Whether special resolution passed?	No. of Directorship in listed entities including this listed entity [in reference to Regulation 17A (1)]	No of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A (1)]	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr.	Ashwin Chandran	00001884	ABTPC8942M	C & ED	30-Jul-03	1-Apr-17			NA	2	1	2	0
Mr.	Prashanth Chandran	01909559	AIKPP6481G	ED	1-Apr-11	1-Apr-17			NA	1	0	1	0
Mr.	Sumanth Ramamurthi	00002773	ALMPS1683A	ID	1-Jun-14	1-Jun-19	31-May-23	48	Yes	2	1	3	1
Mr.	Jairam Varadaraj	00003361	AAZPJ2601H	ID	1-Jun-14	1-Jun-19	31-May-23	48	Yes	5	3	5	1
Mr.	C N Srivatsan	00002194	ABSPN8015F	ID	1-Jun-14	1-Jun-19	31-May-24	60	Yes	2	2	3	2
Mrs.	R Bhuvaneshwari	01628512	ADOPB4127E	ID	1-Jun-14	1-Jun-19	31-May-24	60	Yes	3	3	2	0
Mr.	T Kumar	07826033	AAQPT5875J	ED	26-May-17	26-May-17			NA	1	0	0	0
Mr.	P Vijay Raghunath	00002963	AARPR1774K	ID	1-Jun-17	1-Jun-17	31-May-22	60	NA	2	2	3	0

II. Composition of Committees**Audit Committee**

S.No	Name of the Director	Category	Chairperson/ Membership	Date of Appointment
1	Sumanth Ramamurthi	ID	Member	1-Jun-18
2	P Vijay Raghunath	ID	Member	1-Jun-18
3	Jairam Varadaraj	ID	Member	29-Jan-02
4	R Bhuvaneshwari	ID	Member	1-Jun-17
5	C N Srivatsan	ID	Chairperson	25-Nov-04

Stakeholders Relationship Committee

S.No	Name of the Director	Category	Chairperson/ Membership	Date of Appointment
1	Prashanth Chandran	ED	Member	1-Jun-16
2	Sumanth Ramamurthi	ID	Chairperson	1-Jun-16
3	Ashwin Chandran	C & ED	Member	1-Apr-17

For PRECOT MERIDIAN LIMITED

Company Secretary

Risk Management Committee

S.No	Name of the Director	Category	Chairperson/ Membership	Date of Appointment
1	C N Srivatsan	ID	Member	6-Nov-14
2	Ashwin Chandran	C & ED	Chairperson	19-Apr-11
3	Prashanth Chandran	ED	Member	19-Apr-11
4	S Kavitha	CS	Member	23-Jun-18
5	A P Ramkumar	CFO	Member	23-Jun-18

Nomination and Remuneration Committee

S.No	Name of the Director	Category	Chairperson/ Membership	Date of Appointment
1	R Bhuvanesh	ID	Member	1-Jun-17
2	C N Srivatsan	ID	Chairperson	1-Jun-16
3	Jairam	ID	Member	30-May-14

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	Whether requirement of Quorum met (details)	Number of Directors present	Number of independent Directors present	Maximum gap between any two consecutive (in number of days)
7-Nov-19	11-Feb-20	Yes	5	2	
	24-Mar-20	Yes	8	5	95

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)	Number of Directors present	Number of independent Directors present	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive (in number of days)
Audit Committee	11-Feb-20	Yes	2	2	7-Nov-19	95
Stakeholders Relationship	02-Mar-20	Yes	2	0	31-Dec-19	61

For PRECOT MERIDIAN LIMITED


 Company Secretary

v. **Related Party Transactions**

Subject	Compliance status (Yes/No/NA)	Remark
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:

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)

I. Disclosure on website in terms of Listing Regulations			
Item	Compliance status	Company Remark	Website
As per regulation 46(2) of the LODR:			
Details of business	Yes		www.precot.com
Terms and conditions of appointment of independent directors	Yes		www.precot.com
Composition of various committees of board of directors	Yes		www.precot.com
Code of conduct of board of directors and senior management personnel	Yes		www.precot.com
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.precot.com
Criteria of making payments to non-executive directors	Not Applicable		www.precot.com
Policy on dealing with related party transactions	Yes		www.precot.com
Policy for determining 'material' subsidiaries	Not Applicable		www.precot.com
Details of familiarization programs imparted to independent directors	Yes		www.precot.com
Email address for grievance redressal and other relevant details entity who are responsible for assisting and handling investor grievances	Yes		www.precot.com
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances other relevant details	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 their associates	Not Applicable		
Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Not Applicable		
New name and the old name of the listed entity	Not Applicable		www.precot.com
Advertisements as per regulation 47 (1)	Yes		www.precot.com
Credit rating or revision in credit rating	Yes		www.precot.com
Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Not Applicable		www.precot.com
As per other regulations of the LODR:			
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.precot.com
Materiality Policy as per Regulation 30	Yes		www.precot.com
Dividend Distribution policy as per Regulation 43A (as applicable)	Not Applicable		
It is certified that these contents on the website of the listed entity are correct.	Yes		www.precot.com

For PRECOT MERIDIAN LIMITED

[Signature]
Company Secretary

II Annual Affirmations			
Particulars	Regulation Number	Compliance status (Yes/No/NA)	Company Remark
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), 17(1A) & 17(1B)	Yes	
Meeting of Board of directors	17(2)	Yes	
Quorum of Board meeting	17(2A)	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	
Recommendation of Board	17(11)	Yes	
Maximum number of directorship	17A	Yes	
Composition of Audit Committee	18(1)	Yes	
Meeting of Audit Committee	18(2)	Yes	
Composition of nomination & remuneration committee	19(1) & (2)	Yes	
Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
Meeting of nomination & remuneration committee	19(3A)	Yes	
Composition of Stakeholder Relationship Committee	20(1), 20(2) and	Yes	
Meeting of stakeholder relationship committee	20(3A)	Yes	
Composition and role of risk management committee	21(1),(2),(3),(4)	Not Applicable	
Meeting of Risk Management Committee	22	Not Applicable	
Vigil Mechanism	22	Yes	
Policy for related party Transaction	23(1),(1A), (5),(6),(7)	Yes	
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	

For PRECOT MERIDIAN LIMITED

Company Secretary

Approval for material related party transactions	23(4)	Not Applicable	
Disclosure of related party transactions on consolidated basis	23(9)	Yes	
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	
Annual Secretarial Compliance Report	24(A)	Yes	
Alternate Director to Independent Director	25(1)	Not Applicable	
Maximum Tenure	25(2)	Yes	
Meeting of independent directors	25(3) & (4)	Yes	
Familiarization of independent	25(7)	Yes	
Declaration from Independent	25(8) & (9)	Yes	
D & O Insurance for Independent	25(10)	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. - **Not Applicable**

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

For PRECOT MERIDIAN LIMITED


Company Secretary