

ANNEXURE I

Annexure to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - Precot Limited

Quarter ending -31 March 2024

I. Composition of Board of Directors

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category	Initial Date of Appointment	Date of Re-ApPOINTment	Date of cessation	Tenure (months)	Date of Birth	Whether the director is disqualified	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed [Refer Reg. 17 (1A) of Listing Regulations]	Date of passing special resolution	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 regulation 17A (1)]	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Membership in Committees of the Company	Remarks
Mr.	Ashwin Chandran	00001884	ABTPC8942M	C & ED	30-Jul-03		-	-	30-May-76	No	-	-	-	-	NA	-	2	1	3	0	SC	
Mr.	Prashanth Chandran	01909559	AIKPP6481G	ED	01-Apr-11		-	-	05-Jan-81	No	-	-	-	-	NA	-	1	0	1	0	SC	
Mr.	C N Srivatsan	00002194	ABSPN8015F	ID	01-Jun-14	01-Jun-19	31-May-24	118	25-May-57	No	-	-	-	-	NA	-	2	2	2	2	AC,NRC	
Mrs.	R Bhuvaneshwari	01628512	ADOPB4127E	ID	01-Jun-14	01-Jun-19	31-May-24	118	05-Feb-62	No	-	-	-	-	NA	-	5	5	5	0	AC,NRC	
Mr.	T Kumar	07826033	AAQPT5875J	ED	26-May-17				27-Jan-69	No	-	-	-	-	NA	-	1	0	0	0	NA	
Mr.	P Vijay Raghunath	00002963	AARPR1774K	ID	01-Jun-17	01-Jun-22	31-May-27	82	31-May-67	No	-	-	-	-	NA	-	2	2	4	0	AC	
Mr.	Arun Selvaraj	01829277	AFQPA6118N	ID	22-Aug-22	22-Aug-22	21-Aug-27	19.09	30-Nov-68	No	-	-	-	-	NA	-	2	2	2	0	AC	
Mr.	Vinay Balaji Naidu	09232643	AEHPB2956D	ID	22-Aug-22	22-Aug-22	21-Aug-27	19.09	04-Apr-79	No	-	-	-	-	NA	-	2	2	2	1	AC, SRC	

II. Composition of Committees

Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date
1	Srivatsan Natrajan	ID	Chairperson	25-Nov-04
2	Vijay Raghunath	ID	Member	01-Jun-18
3	Bhuvaneshwari	ID	Member	01-Jun-17
4	Arun Selvaraj	ID	Member	01-Sep-22
5	Vinay Balaji Naidu	ID	Member	01-Jun-23

Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date
1	Vinay Balaji Naidu	ID	Chairperson	01-Jun-23
2	Ashwin Chandran	C & ED	Member	01-Apr-17
3	Prashanth	ED	Member	01-Jun-16

Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date
1	Bhuvaneshwari	ID	Member	01-Jun-17
2	Arun Selvaraj	ID	Member	01-Jun-23
3	Srivatsan Natrajan	ID	Chairperson	01-Jun-16

For PRECOT LIMITED

Company Secretary

For PRECOT LIMITED

Company Secretary

III. Meeting of Board of Directors				
Date(s) of meeting of the committee(s) in the previous quarter and in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present (All directors including Independent Director)	Number of Independent Directors present
10-Nov-23	yes	8	6	4
12-feb-24	yes	8	7	4

IV.Meeting of Committees						
Name of the Committee	Date(s) of meeting of the committee(s) in the previous quarter and in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present (All directors including Independent Director)	Number of Independent directors attending the meeting	Number of Members attending the Meeting
Audit Committee	10-Nov-23	Yes	5	4	4	0
Audit Committee	12-Feb-24	Yes	5	4	4	0
Nomination and Remuneration Committee	10-Nov-23	Yes	3	3	3	0
Stakeholder Relationship Committee	31-Oct-23	Yes	3	3	1	0
Stakeholder Relationship Committee	21-Nov-23	Yes	3	2	1	0
Stakeholder Relationship Committee	04-Dec-23	Yes	3	2	1	0
Stakeholder Relationship Committee	18-Dec-23	Yes	3	3	1	0
Stakeholder Relationship Committee	05-Jan-24	Yes	3	3	1	0
Stakeholder Relationship Committee	07-Feb-24	Yes	3	2	1	0

Details of Cyber security incidence	
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No
other details of cyber security incidence or breach or loss of data	
Date of the event	Brief details of the event

For PRECOT 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		

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 LIMITED


Company Secretary

ANNEXURE II

Annexure 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)	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	Yes		www.precot.com
Policy on dealing with related party transactions	Yes		www.precot.com
Policy for determining 'material' subsidiaries	Yes		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		
Audio or video recordings and transcripts of post earnings/quarterly calls	Not Applicable		
New name and the old name of the listed entity and transcripts	Yes		www.precot.com
Advertisements as per regulation 47 (1)	Yes		www.precot.com
Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments obtained	Yes		www.precot.com
Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Not Applicable		
Secretarial Compliance Report			
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
Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes		www.precot.com
Disclosures under Reg 30 (8)	Yes		www.precot.com
Statements of deviation(s) or variations(s) as specified in regulation 32	Not Applicable		
Dividend Distribution policy as per Regulation 43A (as applicable)	Not Applicable		
Annual return as provided under section 92 of the Companies Act, 2013	Yes		
Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes		www.precot.com
Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes		www.precot.com

For PRECOT LIMITED

 Company Secretary

Particulars	Regulation Number	Compliance status (Yes/No/NA)	Company Remark
Independent director(s) have been appointed in terms of Board composition	16(1)(b) & 25(6)	Yes	
Meeting of Board of directors	17(1), 17(1A) & 17(1B)	Yes	
Quorum of Board meeting	17(2)	Yes	
Review of Compliance Reports	17(2A)	Yes	
Plans for orderly succession for appointments	17(3)	Yes	
Code of Conduct	17(4)	Yes	
Fees/compensation	17(5)	Yes	
Minimum Information	17(6)	Yes	
Compliance Certificate	17(7)	Yes	
Risk Assessment & Management	17(8)	Yes	
Performance Evaluation of Independent Directors	17(9)	Yes	
Recommendation of Board	17(10)	Yes	
Maximum number of directorship	17(11)	Yes	
Composition of Audit Committee	17A	Yes	
Meeting of Audit Committee	18(1)	Yes	
Role of Audit Committee and information to be reviewed by the audit committee	18(2)	Yes	
Composition of nomination & remuneration committee	18(3)	Yes	
Quorum of Nomination and Remuneration Committee	19(1) & (2)	Yes	
Meeting of nomination & remuneration committee	19(2A)	Yes	
Role of Nomination and Remuneration Committee	19(3A)	Yes	
Composition of Stakeholder Relationship Committee	19(4)	Yes	
Meeting of stakeholder relationship committee	20(1), 20(2) and 20(2A)	Yes	
Role of Stakeholders Relationship Committee	20(3A)	Yes	
Composition and role of risk management committee	20(4)	Yes	
Meeting of Risk Management Committee	21(1),(2),(3),(4)	Not Applicable	
Gap between the meetings of the Risk Management	21(3A)	Not Applicable	
Vigil Mechanism	21(3C)	Not Applicable	
Policy for related party Transaction	22	Yes	
Prior or Omnibus approval of Audit Committee for all	23(1),(1A),(5),(6),(7) &	Yes	
Approval for material related party transactions	23(2), (3)	Yes	
Disclosure of related party transactions on consolidated	23(4)	Not Applicable	
Composition of Board of Directors of unlisted material	23(9)	Yes	
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(1)	Not Applicable	
Annual Secretarial Compliance Report	24(2),(3),(4),(5) & (6)	Not Applicable	
Alternate Director to Independent Director	24(A)	Yes	
Maximum Tenure	25(1)	Not Applicable	
Meeting of independent directors	25(2)	Yes	
Familiarization of independent directors	25(3) & (4)	Yes	
Declaration from Independent Director	25(7)	Yes	
D & O Insurance for Independent Directors	25(8) & (9)	Yes	
Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(10)	Yes	
Memberships in Committees	25(11)	NA	
Affirmation with compliance to code of conduct from	26(1)	Yes	
Disclosure of Shareholding by Non- Executive Directors	26(3)	Yes	
Policy with respect to Obligations of directors and senior	26(4)	Yes	
Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the	26(2) & 26(5)	Yes	
Vacancies in respect Key Managerial Personnel	26(6)	NA	
	26A(1)&26A(2)	NA	

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:

Name : S Kavitha
Designation : Company Secretary & Compliance Officer

For PRECOT LIMITED


Company Secretary