

Quarterly Compliance Report on Corporate Governance

1.	Name of Listed Entity	TTK Prestige Limited
2.	Quarter Ending	30th September, 2016 (II Quarter)

I. Composition of Board of Directors

Title (Mr./ Mrs.)	Name of the Director	PAN^s & DIN	Category (Chairperson / Executive / Non- Executive / Independent / Nominee)^a	Date of Appointment in the current term / cessation	Tenure*	No. of Directorship in listed entities including this listed entity [Refer Regulation 25(1) of Listing Regulations]	No. of Memberships in Audit / Stakeholder Committee(s) including this listed entity [Refer Regulation 26(1) of Listing Regulations]	No. of post of Chairperson in Audit / Stakeholder Committee held in listed entities including this listed entity [Refer Regulation 26(1) of Listing Regulations]
Mr.	T T Jagannathan	00191522	Chairperson - Executive	1.07.2013	-	2	-	-
Mr.	T T Raghunathan	00043455	Non-Executive	3.8.1995	-	2	-	-
Mr.	Chandru Kalro	03474813	Executive	1.4.2015	-	1	-	-
Mrs.	Dr Vandana R Walvekar	00059160	Non-Executive - Independent	25.3.2015	5 years	2	-	-
Mr.	K Shankaran	00043205	Non-Executive	01.11.1993	-	2	2	1
Mrs.	R. Srinivasan	00043658	Non-Executive - Independent	21.8.2014	5 years	4	2	2
Mr.	Mr. Dileep Krishnaswamy	00176595	Non-Executive - Independent	25.3.2015	5 years	1	-	2
Mr.	Arun Thiagarajan	00292757	Non-Executive - Independent	25.3.2015	5 years	6	5	3
Mr.	Murali Neelakantan	02453014	Non-Executive - Independent	25.3.2015	5 years	1	-	-
Dr.	T T Mukund	07193370	Non-Executive	29.5.2015	-	1	-	-

^{\$}PAN number of any Director would not be displayed on the website of Stock Exchange.

⁸Category of Directors means Executive / Non-executive / Independent / Nominee. If a Director fits into more than one category write all categories seperating them with hyphen.

***To be filled only for Independent Director. Tenure would mean total period from which Independent Director is serving on Board of Directors of the listed entity in continuity without any cooling off period.**

II. Composition of Committees			
	Name of Committee	Name of Committee Members	Category (Chairperson / Executive / Non-Executive / Independent / Nominee) [§]
1.	Audit Committee	Mr. Dileep Krishnaswamy - Chairman	Non-Executive - Independent
		Mr. R. Srinivasan	Non-Executive - Independent
		Mr. Arun Thiagarajan	Non-Executive - Independent
2.	Nomination & Remuneration Committee	Mr. R. Srinivasan - Chairman	Non-Executive - Independent
		Mr. Arun Thiagarajan	Non-Executive - Independent
		Mr. Murali Neelakantan	Non-Executive - Independent
3.	Risk Management Committee (if applicable)	NA	NA
4.	Stakeholders Relationship Committee	Mr. Dileep Krishnaswamy - Chairman	Non-Executive - Independent
		Mr K Shankaran	Non-Executive - Non-Independent
		Mr Chandru Kalro	Executive - Non-Independent
5	Corporate Social Responsibility Committee	Mr. T T Jagannathan- Chairman	Executive
		Mr. R. Srinivasan - Chairman	Non-Executive - Independent
		Mr K Shankaran	Non-Executive - Non-Independent
[§] Category of Directors means Executive / Non-executive / Independent / Nominee. If a Director fits into more than one category write all categories separating them with hyphen.			
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)
23.05.2016		9.7.2016	46
		3.8.2016	24
IV.	Meeting of Committees - Audit Committee		
Date(s) of Meeting (if any) in the previous quarter		Whether requirement of Quorum met (details)	Date(s) of Meeting (if any) in the relevant quarter
26.4.2016, 23.05.2016		Yes. All 3 members (independent directors) attended the meeting	3.8.2016
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*This information has to be mandatorily be given for Audit Committee, for rest of the Committees giving this information is optional.			

V. Related Party Transactions			
Subject		Compliance Status (Yes / No / NA) refer note below	
Whether prior approval of Audit Committee obtained		Yes. Within Omnibus approval	
Whether Shareholder approval obtained for material RPT		N A	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		Yes	
Note:			
1.	In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/NA. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "NA" may be indicated.		
2.	If status is "No" details of non-compliance may be given here.		
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.	This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments / observations / advice of Board of Directors may be mentioned here: <i>The Corporate Governance Report for the Quarter ended 30th June, 2016 was placed before the Board at its meeting held on 3rd August, 2016 and the same was taken on record. There were no comments / observations / advice. The Corporate Governance Report for the Quarter ended 30th September, 2016 will be placed before the Board at the next meeting.</i>		
Name & Designation			
Company / Secretary / Compliance Officer / Managing Director / CEO		K. SHANKARAN DIRECTOR & SECRETARY	
Note: Information at Table I and II above need to be necessarily given in 1st Quarter of each financial year. However, if there is no change of information is subsequent Quarter(s) of that financial year, this information may not be given by Listed Entity and instead a statement "same as previous quarter" may be given.			

ANNEXU I		
Format to be submitted by listed entity at the end of 6 months after end of financial year along with second quarter report of next financial year		
I Affirmations		
Broad Heading	Regulation No.	Compliance Stat (Yes / No / NA)
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
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes
Signature	<i>K. Shankaran</i>	
Name & Designation	K SHANKARAN	
Company Secretary / Compliance Officer / Managing Director / CEO	Director & Wholetime Secretary / Compliance Officer	