Quarterly Compliance Report on Corporate Governance

1.	Name of Listed Entity	TTK Prestige Limited
2.	Quarter Ending	31st December , 2017 (III Quarter)

I. Composition of Board of Directors

Title (Mr./ Mrs.)	Name of the Director	PAN$ & DIN	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)&	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	AAEPJ4154C - 00191522	Chairperson - Executive	1.07.2013	-	2	-	-
Mr.	T T Raghunathan	AADPR5270J - 00043455	Non-Executive	3.8.1995	-	2	-	-
Mr.	Chandru Kalro	ABTPK3649P - 03474813	Executive	1.4.2015	-	1	-	-
Mrs.	Dr Vandana R Walvekar	AAAPW4908P 00059160	Non-Executive - Independent	25.3.2015	5 years	2	-	-
Mr.	K Shankaran	AAIPS7832E - 00043205	Non-Executive	01.11.1993	-	2	2	1
Mrs.	R. Srinivasan	ABTPS5434Q - 00043658	Non-Executive - Independent	21.8.2014	5 years	4	3	1
Mr.	Mr. Dileep Krishnaswamy	ACUPK5768R - 00176595	Non-Executive - Independent	25.3.2015	5 years	1	-	2
Mr.	Arun Thiagarajan	AAUPT7709H - 00292757	Non-Executive - Independent	25.3.2015	5 years	6	2	5
Mr.	Murali Neelakantan	AABPN7036N - 02453014	Non-Executive - Independent	25.3.2015	5 years	2	-	-
Dr.	T T Mukund	AARPM8057C - 07193370	Non-Executive	29.5.2015	-	1	-	-

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

&Category 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.**

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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 seperating 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)
	11.08.2017	24.10.2017	73

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	Maximum gap between any two consecutive in number of days*
	11.08.2017	Yes. All 3 members (independent directors) attended the meeting	24.10.2017	73

*This information has to be mandatorily be given for Audit Committee, for rest of the Committees giving this information is optional.

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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 mey 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:**
	The Corporate Governance Report for the Quarter ended 30th September, 2017 was placed before the Board at its meeting held on 24th October, 2017 and the same was taken on record. There were no comments / observations / advice. The Corporate Governance Report for the Quarter ended 31st December, 2017 will be placed before the Board at the next meeting.

Name & Designation	
Company Secretary / Compliance Officer / ~~Managing Director~~ / ~~CEO~~	**K. SHANKARAN** **DIRECTOR & SECRETARY**

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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.