

Pricol Limited - Compliance report on Corporate Governance

Name of the Company : Pricol Limited (Formerly Pricol Pune Limited)

Date : 31st March 2018

I. Composition of Board
Annexure I

Title (Mr / Mrs.)	Name of the Director	PAN & DIN	Category (Chairperson/Executive/ Non- Executive/Independent/ Nominee)	Date of Appointment in the current term / cessation	Date of Cessation	Tenure (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/Stakeho lder 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)
Mrs.	Vanitha Mohan	Pan: ADJPM0478J DIN: 00002168	Executive	1st Nov 2016		-	1	2	0
Mr.	Vikram Mohan	Pan: ADJPM0476G DIN: 00089968	Executive	1st Jun 2013		-	1	1	0
Mr.	C.R.Swaminathan	Pan: ALMPS1648F DIN: 00002169	Independent-Non- Executive	1st Nov 2016/ 28th Feb 2018	28th Feb 2018	16	3	4	2
Mr.	R.Vidhya Shankar	Pan: ABGPV6023P DIN: 00002498	Independent-Non- Executive	1st Nov 2016/ 31st Jul 2019		33	2	3	2
Mr.	Suresh Jagannathan	Pan: ACBPJ1194K DIN: 00011326	Independent-Non- Executive	1st Nov 2016/ 31st Jul 2019		33	4	2	0
Mr.	G.Soundararajan	Pan: ALTPS6298N DIN: 00037995	Independent-Non- Executive	1st Nov 2016/ 31st Jul 2019		33	1	0	0
Mr.	K.Murali Mohan	Pan: AEWPM3706M DIN: 00626361	Independent-Non- Executive	1st Nov 2016/ 31 Mar 2018	31st March 2018	17	1	1	0
Mrs.	Sriya Chari	Pan: AABPC3580C DIN: 07383240	Independent-Non- Executive	1st Nov 2016/ 26th May 2021		55	1	1	0



II. Composition of Committees

Name of Committee	Name of Committee members	Category (chairperson / Executive/ Non-Executive/ Independent / Nominee)	Comments
1 Audit Committee	Mr.R.Vidhya Shankar	Non-Executive- Independent	
	Mr.C.R.Swaminathan	Non-Executive- Independent	Upto 01.02.2018
	Mr.K.Murali Mohan	Non-Executive- Independent	Upto 01.02.2018
	Mrs.Vanitha Mohan	Executive	
	Mrs.Sriya Chari	Non-Executive- Independent	From 01.02.2018
2 Nominaiton & Remuneration Committee	Mr.C.R.Swaminathan	Non Executive – Independent	Upto 01.02.2018
	Mr.K.Murali Mohan	Non Executive – Independent	Upto 01.02.2018
	Mr.R.Vidhya Shankar	Non Executive - Independent	
	Mr.G.Soundararajan	Non Executive – Independent	From 01.02.2018
	Mrs.Sriya Chari	Non Executive - Independent	From 01.02.2018
3 Stakeholders Relationship Committee	Mrs.Vanitha Mohan	Executive	
	Mr.Vikram Mohan	Executive	
	Mr.C.R.Swaminathan	Non-Executive- Independent	Upto 01.02.2018
	Mr.R.Vidhya Shankar	Non-Executive- Independent	From 01.02.2018
4 Corporate Social Responsibility Committee	Mrs.Vanitha Mohan	Executive	
	Mr.Vikram Mohan	Executive	
	Mr.C.R.Swaminathan	Non-Executive- Independent	Upto 01.02.2018
	Mr.G.Soundararajan	Non-Executive- Independent	From 01.02.2018

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)
11th November 2017	1st February 2018	81

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 meetings in number of days*
Audit Committee :			
30th January 2018	Yes, members attended - 4	11th November 2017	79
Nomination and Remuneration Committee:			
2nd January 2018	Yes, members attended - 2	11th November 2017	51
		27th October 2017	14
Stakeholders Committee:			
19th January 2018	Yes, members attended -3	24th November 2017	55
		2nd November 2017	21

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional





PRICOL LIMITED (Formerly Pricol Pune Limited)

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CUSTOMERS EMPLOYEES SHAREHOLDERS SUPPLIERS

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	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

VI. Affirmations

- 1 The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- 2 The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a Audit Committee
 - b Nomination & remuneration committee
 - c Stakeholders relationship committee
 - d Risk management committee (applicable to the top 100 listed entities)
- 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.
- 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
- 5 This report and/or the report submitted in the previous quarter will be placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: NIL

For Pricol Limited

T.G.Thamizhanban
Company Secretary

