

109, Race Course,  
Coimbatore 641018, India

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✉ city@pricol.co.in  
🌐 pricol.com

CIN: L34200TZ2011PLC022194

✈ CUSTOMERS ✈ EMPLOYEES ✈ SHAREHOLDERS ✈ SUPPLIERS

**Pricol Limited - Compliance report on Corporate Governance**

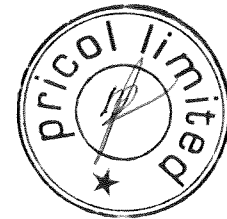
Name of the Company : Pricol Limited (Formerly Pricol Pune Limited)

Date : 30th June 2017

**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	Tenure (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulation)	Number of memberships in Audit/Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of	No of post of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity
Mr	Vijay Mohan	Pan: AATPM1202F DIN: 00001843	Non-Executive Chairman	18th May 2011	-	2	1	1
Mrs.	Vanitha Mohan	Pan: ADJPM0478J DIN: 00002168	Executive	1st Nov 2016	-	1	2	-
Mr.	Vikram Mohan	Pan: ADJPM0476G DIN: 00089968	Executive	1st Jun 2013	-	1	-	-
Mr.	C.R.Swaminathan	Pan: ALMPS1648F DIN: 00002169	Independent-Non-Executive	1st Nov 2016/ 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	1
Mr.	Suresh Jagannathan	Pan: ACBPJ1194K DIN: 00011326	Independent-Non-Executive	1st Nov 2016/ 31st Jul 2019	33	4	2	-
Mr.	G.Soundararajan	Pan: ALTPS6298N DIN: 00037995	Independent-Non-Executive	1st Nov 2016/ 31st Jul 2019	33	1	-	-
Mr.	K.Murali Mohan	Pan: AEWPM3706M DIN: 00626361	Independent-Non-Executive	1st Nov 2016/ 31 Mar 2018	17	1	1	-
Mrs.	Sriya Chari	Pan: AABPC3580C DIN: 07383240	Independent-Non-Executive	1st Nov 2016/ 26th May 2021	55	1	-	-





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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.R.Vidhya Shankar	Non-Executive- Independent
	Mr.C.R.Swaminathan	Non-Executive- Independent
	Mr.K.Murali Mohan	Non-Executive- Independent
	Mrs.Vanitha Mohan	Executive
2 Nominaiton & Remuneration Committee	Mr.C.R.Swaminathan	Non Executive – Independent
	Mr.K.Murali Mohan	Non Executive – Independent
	Mr.R.Vidhya Shankar	Non Executive - Independent
3 Stakeholders Relationship Committee	Mr.Vijay Mohan	Non-Executive
	Mrs.Vanitha Mohan	Executive
	Mr.C.R.Swaminathan	Non-Executive- Independent
	Mr.R.Vidhya Shankar	Non-Executive- Independent
4 Corporate Social Responsibility Committee	Mrs.Vanitha Mohan	Executive
	Mr.Vikram Mohan	Executive
	Mr.C.R.Swaminathan	Non-Executive- Independent

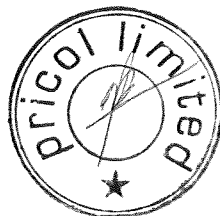
**III. Meeting of Board of Directors**

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)
14th February 2017	5th April 2017	49
	30th May 2017	54

**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*
<b>Audit Committee :</b>			
30th May 2017	Yes, members attended - 3	14th February 2017	104
<b>Stakeholders Committee:</b>			
16th May 2017	Yes, members attended - 3	2nd February 2017	102
<b>Nominaiton and Remuneration Committee:</b>			
16th May 2017	Yes, members attended - 3	14th February 2017	90
<b>Corporate Social Responsibility Committee:</b>			
16th May 2017	Yes, members attended - 3	NA	NA

\* 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)
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

