

## CORPORATE GOVERNANCE REPORT OF SRF LIMITED FOR QTR ENDED 31.12.2016

## ANNEXURE I

**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity - SRF Limited
2. Quarter ending - 31-Dec-2016

**I. Composition of Board of Directors**

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee)	Date of Appointment	Date of cessation	Tenure	No of Directorship in listed entities including this listed entity	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
Mr.	Arun Bharat Ram	00694766	AAAPB2686F	C & ED	15-Jun-2013			2	3	0
Mr.	Ashish Bharat Ram	00671567	AAHPR1497F	ED	23-May-2015			2	1	0
Mr.	Kartik Bharat Ram	00008557	AALPB6243M	ED	01-Jun-2016			2	2	0
Mr.	Vinayak Chatterjee	00008933	AABPC2139H	NED,ID	04-Aug-2014		14	4	1	1
Mr.	Ravichandra Kambhampaty	00641900	ABIPK7893C	ED	01-Oct-2015			1	0	0
Mr.	Tejpreet S Chopra	00317683	ADNPC6578R	NED,ID	04-Aug-2014		5	2	1	1
Mr.	Lakshman Lakshminarayan	00012554	AACPL6344C	NED,ID	04-Aug-2014		5	6	4	1
Mr.	Vellayan Subbiah	01138759	AADPV8920B	NED,ID	04-Aug-2014		4.5	2	3	0
Mr.	Pramod Bhasin	01197009	AABPB8414E	NED,ID	04-Aug-2014		4.5	3	2	0
Mrs.	Dr. Meenakshi Gopinath	00295656	AAAPG1215F	NED	28-Oct-2014			1	0	0

## II. Composition of Committees

<b>Audit Committee</b>			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	Vinayak Chatterjee	NED,ID	Chairperson
2	Lakshman Lakshminarayan	NED,ID	Member
3	Vellayan Subbiah	NED,ID	Member

<b>Stakeholders Relationship Committee</b>			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	Arun Bharat Ram	C & ED	Member
2	Ashish Bharat Ram	ED	Member
3	Kartik Bharat Ram	ED	Member
4	Tejpreet S Chopra	NED,ID	Chairperson
5	Vinayak Chatterjee	NED,ID	Member

<b>Risk Management Committee</b>			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>

<b>Nomination and Remuneration Committee</b>			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	Vinayak Chatterjee	NED,ID	Chairperson
2	Vellayan Subbiah	NED,ID	Member
3	Tejpreet S Chopra	NED,ID	Member

<b>III. Meeting of Board of Directors</b>		
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
		94
08-Aug-2016	11-Nov-2016	

<b>IV. Meeting of Committees</b>				
<i>Name of the committee</i>	<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
Audit Committee	11-Nov-2016	yes	08-Aug-2016	94
Stakeholders Relationship Committee	19-Oct-2016	yes		
Stakeholders Relationship Committee	11-Nov-2016	yes		
Stakeholders Relationship Committee		yes	18-Jul-2016	
Stakeholders Relationship Committee		yes	16-Aug-2016	
Stakeholders Relationship Committee		yes	18-Aug-2016	
Stakeholders Relationship Committee		yes	13-Sep-2016	
Nomination & Remuneration Committee	12-Oct-2016	yes		

<b>V. Related Party Transactions</b>	
<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>
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

#### **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:

<b>no comments</b>
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**Name** : Sanjiv Kumar Sharma  
**Designation** : Compliance Officer