

General information about company	
Scrip code	532893
NSE Symbol	
MSEI Symbol	
ISIN	INE222F01029
Name of the entity	VTM Limited
Date of start of financial year	01-04-2018
Date of end of financial year	31-03-2019
Reporting Quarter	Yearly
Date of Report	31-03-2019
Risk management committee	Not Applicable

Annexure I														
Annexure I to be submitted by listed entity on quarterly basis														
I. Composition of Board of Directors														
Disclosure of notes on composition of board of directors explanatory														
Wether the listed entity has a Regular Chairperson												Yes		
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number 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)	Notes if not providi PAN
1	Mr	A.Mariappan	AAPPM8723M	00051370	Non- Executive - Independent Director	Not Applicable		01-04-2014	30-03- 2019	60	7	1	0	

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00071510	RM.Somasundaram	Non-Executive - Independent Director	Chairperson	10-01-2002		
2	00051370	A.Mariappan	Non-Executive - Independent Director	Member	21-07-2011		
3	00071422	LNV.Subramanian	Non-Executive - Independent Director	Member	25-10-2002	31-03-2019	

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00071510	RM.Somasundaram	Non-Executive - Independent Director	Chairperson	25-04-2014		
2	00040674	T.Kannan	Executive Director	Member	25-04-2014		
3	00051370	A.Mariappan	Non-Executive - Independent Director	Member	25-04-2014		
4	03638370	K.Thiagarajan	Non-Executive - Non Independent Director	Member	20-04-2016		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00040674	T.Kannan	Executive Director	Member	01-01-1992		
2	00071422	L.N.V.Subramanian	Non-Executive - Independent Director	Chairperson	01-01-1992	31-03-2019	

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00040674	T.Kannan	Executive Director	Chairperson	25-03-2015		
2	00071510	RM.Somasundaram	Non-Executive - Independent Director	Member	25-03-2015		
3	03638370	K.Thiagarajan	Non-Executive - Non Independent Director	Member	25-03-2015		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	00071510	RM.Somasundaram	Independent Directors committee	Non-Executive - Independent Director	Chairperson	Textual Information(1)
2	00051370	A.Mariappan	Independent Directors committee	Non-Executive - Independent Director	Member	
3	06711683	M.Murugesan	Independent Directors committee	Non-Executive - Independent Director	Member	

Other Committee Text Block	
Textual Information(1)	Independent Directors Committee held a meeting amongst themselves on 31.01.2019

Annexure 1				
Annexure 1				
III. Meeting of Board of Directors				
Disclosure of notes on meeting of board of directors explanatory				
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date
1	19-10-2018			
2		31-01-2019	103	

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory								
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee	Reason for not providing date
1	Audit Committee	31-01-2019	Yes		19-10-2018	103		
2	Nomination and remuneration committee	31-01-2019	Yes					Matters requiring approval of committee is also passed through circular resolutions.
3	Corporate Social Responsibility Committee	31-01-2019	Yes		19-10-2018	103		
4	Other Committee	31-01-2019	Yes			368	Independent Directors committee	The previous Independent directors meeting was held in 22.01.2018. Quarterly meetings are not organised for the independent directors.

Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is No details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes on related party transactions			Textual Information(1)

Text Block	
Textual Information(1)	In the Last Annual general meeting on 22 June 2018,the Company's Share holder's approval was obtained for related party transactions of the company.

Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
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
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	NA
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	S.Paramasivam
2	Designation	Company Secretary and Compliance Officer

Text Block

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is No details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.vtmill.com
2	Terms and conditions of appointment of independent directors	Yes		www.vtmill.com
3	Composition of various committees of board of directors	Yes		www.vtmill.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.vtmill.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.vtmill.com
6	Criteria of making payments to non-executive directors	Yes		www.vtmill.com
7	Policy on dealing with related party transactions	Yes		www.vtmill.com
8	Policy for determining material subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		www.vtmill.com

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is No details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.vtmill.com
11	email address for grievance redressal and other relevant details	Yes		www.vtmill.com
12	Financial results	Yes		www.vtmill.com
13	Shareholding pattern	Yes		www.vtmill.com
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	Yes		www.vtmil.com

Annexure II**II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is No details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of independence and/or eligibility	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	Yes	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is No details of non-compliance may be given here.
11	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2), (3),(4)	NA	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5), (6),(7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
20	Approval for material related party transactions	23(4)	Yes	