

Quarter Ending Dec-2018

Annexure I
1. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

NA

Yes

Whether Chairperson is related to MD or CEO

-

Disqualification of Directors under section 164 of the Companies Act, 2013																						
Sr	Title (Mr/Ms)	Name of the Director	DIN	Category	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? (Refer Reg. 17(1A) of Listing Regulations)	Date of passing special resolution	Initial Date of Appointment	Date of Re-appointment	Date of cessation	Tenure of Director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committees including this listed entity (Refer Regulation 25(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committees held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PIN	Notes for not providing DIN
1	Mr	A. Manappan	00051370	Non-Executive - Independent Director	-	-	-	-	-	-	-	01-04-2014	-	-	60.00	1	-	1	0	-	-	0
2	Mr	K. Thangarajin	03638370	Non-Executive - Non Independent Director	-	-	-	-	-	-	-	01-04-2016	-	-	36.00	1	-	0	0	-	-	0
3	Mr	K. Veluchelam	00301667	Non-Executive - Non Independent Director	-	-	-	-	-	-	-	01-04-2018	-	-	36.00	1	-	0	0	-	-	0
4	Mr	L.N.V Subramanian	00071422	Non-Executive - Independent Director	-	-	-	-	-	-	-	01-04-2014	-	-	60.00	1	-	1	1	-	-	0
5	Mr	M. Murugesan	06711683	Non-Executive - Independent Director	-	-	-	-	-	-	-	01-04-2014	-	-	60.00	1	-	0	0	-	-	0
6	Mr	RM. Somasundaram	00071510	Non-Executive - Independent Director	-	-	-	-	-	-	-	01-04-2014	-	-	60.00	1	-	0	1	-	-	0
7	Mr	T.Kannan	00040674	Executive Director/Chairperson/MD	-	-	-	-	-	-	-	07-05-2015	-	-	60.00	3	-	1	2	-	-	0
8	Mrs	Uma Kannan	00467462	Non-Executive - Non Independent Director	-	-	-	-	-	-	-	01-04-2017	-	-	36.00	1	-	0	0	-	-	0

C) Any security provided by the listed entity directly or indirectly in connection with any loan(s) or any other form of debt availed by:

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
		no record found	

D) Additional information

Affirmations	Compliance Status
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoters, promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.	

Name:
Designation:
Place:
Date:

Signatory Details:

Name of signatory	S Parakkasivam
Designation of person	Company Secretary and Compliance Officer
Place	Madurai
Date	11/01/2019

Corporate Governance

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Annexure 1

II. Composition of Committees

Disclosure of notes on composition of committees explanatory				-			
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	00051370	A.Mariappan	Non-Executive - Independent Director	Member	21-07-2011	-	-
2	00071422	LNV.Subramanian	Non-Executive - Independent Director	Member	25-10-2002	-	-
3	00071510	RM.Somasundaram	Non-Executive - Independent Director	Chairperson	10-01-2002	-	-

Corporate Social Responsibility Committee

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

Nomination and remuneration committee

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

INDEPENDENT DIRECTORS COMMITTEE

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date Of Appointment	Date of Cessation	Remarks
1	00051370	A.Mariappan	Non-Executive - Independent Director	Member	-	-	0
2	00071422	L.N.V.Subramanian	Non-Executive - Independent Director	Member	-	-	0
3	06711683	M.Murugeasn	Non-Executive - Independent Director	Member	-	-	0
4	00071510	RM.Somasundaram	Non-Executive - Independent Director	Chairperson	-	-	0

Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson				YES			Remarks
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date Of Appointment	Date of Cessation	
1	00071422	LNV.Subramanian	Non-Executive - Independent Director	Chairperson	01-01-1992	-	The Members were appointed long back to the Erstwhile Commitees-way back in 1992. (Earlier to that period also they were incharge of the share transfer related activities.)They were appointed to the Committee which was earlier called as Share transfer committee,then share holders Grievances Committee, & then Called as Stake holders relationship committee.
2	00040674	T.Kannan	Executive Director	Member	01-01-1992	-	The Members were appointed long back to the Erstwhile Commitees-way back in 1992. (Earlier to that period also they were incharge of the share transfer related activities.)They were appointed to the Committee which was earlier called as Share transfer committee,then share holders Grievances Committee, & then Called as Stake holders relationship committee.

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III. Meeting Of Board Of Directors

Disclosure of notes on meeting of board of directors explanatory					-		
Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive(in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present*(All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	01-08-2018	-	-	-	-	-	-
2	19-10-2018	78	-	-	-	-	-

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Annexure 1

IV. Meeting Of Committees

Disclosure of notes on meeting of committees explanatory							-			
Sr	Name of Committee	Enter Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (details)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All directors including Independent director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	01 Aug 2018 / 19 Oct 2018	78	-	-	Yes	-	-	-	-
2	Corporate Social Responsibility Committee	19 Oct 2018	-	-	-	Yes	-	-	-	-

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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			In the recently concluded Annual general meeting on 22 June 2018,the Company's share holders approval was obtained for related party transactions
Disclosure of notes of material transaction with related party			-

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Cyber Security Incidence

Details of Cyber security incidence			
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter			-
Other details of cyber security incidence or breaches or loss of data event			-
Number of cyber security incidence or breaches or loss of data event occurred during the quarter			-
Date of the event	-	Brief details of the event	-

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Annexure I

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 audit committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 a. Audit committee	Yes
3	The composition of the nomination and remuneration committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 b. Nomination and remuneration committee	Yes
4	The composition of the stakeholders relationship committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 c. Stakeholders relationship committee	Yes
5	The composition of the risk management committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 d. Risk management committee (applicable to the top 1000 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in of 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 SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
9.	Any comments/observations/advice of Board of Directors may be mentioned here:	-

Annexure I

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

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Annexure 2

II. Annual Affirmation

Sr	Particulars	Regulation Number	Compliance status (Yes/No)	If status is "No" details of non-compliance
Any other information to be provided				-

No Data Available

Annexure II

Name of signatory	S.Paramasivam
Designation	Company Secretary and Compliance Officer