

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	01-04-2019
Date of end of financial year	31-03-2020
Reporting Quarter	Half Yearly
Date of Report	30-09-2019
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

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

Whether Chairperson is related to MD or CEO

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 Birth	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 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 f not providi PAN
1	Mr	T.Kannan	AAQPK8713Q	00040674	Executive Director	Chairperson	MD	09-05-1953	23-03-1973			60	3	2	7	3	
2	Mr	A.Mariappan	AAPPM8723M	00051370	Non-Executive - Independent Director	Not Applicable		19-06-1937	01-11-1999			60	1	1	1	0	
3	Mr	RM.Somasundaram	AGUPS3305H	00071510	Non-Executive - Independent Director	Not Applicable		13-11-1951	01-12-1984			60	1	1	0	1	
4	Mr	K.Thiagarajan	AHSPS4487N	03638370	Non-Executive - Non Independent Director	Not Applicable		02-08-1988	20-04-2016				1	0	0	0	

I. Composition of Board of Directors																
Disclosure of notes on composition of board of directors explanatory																
Wether the listed entity has a Regular Chairperson																
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	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 Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	
5	Mrs	Uma Kannan	AAEPU7535N	00467462	Non-Executive - Non Independent Director	Not Applicable		30-06-1961	25-03-2015				1	0	0	0
6	Mr	M.Murugesan	AEAPT3548N	06711683	Non-Executive - Independent Director	Not Applicable		15-05-1953	11-10-2013			60	1	1	1	0
7	Mr	K.Vethachalam	AAHPV3326R	00381667	Non-Executive - Non Independent Director	Not Applicable		22-12-1942	15-10-2015				1	0	1	0
8	Mr	T.N.Ramanathan	ADHPR1256M	02561794	Non-Executive - Independent Director	Not Applicable		17-01-1953	01-04-2019			60	1	1	0	1

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	06711683	M.Murugesan	Non-Executive - Independent Director	Member	01-04-2019		

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	00040674	T.Kannan	Executive Director	Member	25-04-2014		
2	00051370	A.Mariappan	Non-Executive - Independent Director	Member	25-04-2014		
3	03638370	K.Thiagarajan	Non-Executive - Non Independent Director	Member	20-04-2016		
4	00071510	RM.Somasundaram	Non-Executive - Independent Director	Chairperson	25-04-2014		

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	02561794	T.N.Ramanathan	Non-Executive - Independent Director	Chairperson	01-04-2019		
2	00040674	T.Kannan	Executive Director	Member	01-01-1992		
3	00381667	K.Vethachalam	Non-Executive - Non Independent Director	Member	01-04-2019		

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	03638370	K.Thiagarajan	Non-Executive - Non Independent Director	Member	25-03-2015		
3	00071510	R.M.Somasundaram	Non-Executive - 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

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	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	22-04-2019				Yes	7	3
2		24-07-2019	92		Yes	7	3
3		04-09-2019	41		Yes	4	1

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory

Sr	Name of Committee	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)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	Audit Committee	22-04-2019				Yes		3
2	Audit Committee	24-07-2019	92		for 24-07-2019 Board meeting, directors present was 7 as already stated in Annx-1 for Board meeting. independent directors only constitute audit committee, and three Independent directors were present for AC meeting.	Yes	3	3

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	

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 500 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 III				
III. Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is No details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	No	Stake holder committee member & Officers were present
5	Whether Corporate Governance Report disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

Signatory Details	
Name of signatory	S.Paramasivam
Designation of person	Company Secretary and Compliance Officer
Place	Madurai
Date	14-10-2019