

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	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Half Yearly
Date of Report	30-09-2022
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities

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																						
Whether the listed entity has a Regular Chairperson								Yes														
Whether Chairperson related to Promoter								Yes	Disqualification of Directors under section 164 of the Companies Act, 2013													
	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	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)			
	T.Kannan	AAQPK8713Q	00040674	Executive Director	Chairperson	MD	09-05-1953	No				Active	NA		23-03-1973				3	2		
	A.Mariappan	AAPPM8723M	00051370	Non-Executive - Independent Director	Not Applicable		19-06-1937	No				Active	Yes	13-02-2019	01-11-1999		18-09-2022	60	1	1		
	K.Thiagarajan	AEAPT3548N	03638370	Non-Executive - Non Independent Director	Not Applicable		02-08-1988	No				Active	NA		20-04-2016				1	0		
	CR.Venkatesh	ABPPV9571K	00122065	Non-Executive - Independent Director	Not Applicable		06-10-1973	No				Active	NA		25-04-2022			60	1	1		

I. Composition of Board of Directors																			
Disclosure of notes on composition of board of directors explanatory																			
Whether the listed entity has a Regular Chairperson																			
	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	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)
s	Uma Kannan	AAEPU7535N	00467462	Non-Executive - Non Independent Director	Not Applicable		30-06-1961	No				Active	NA		25-03-2015				1
	RM.Somasundaram	AGUPS3305H	00071510	Non-Executive - Non Independent Director	Not Applicable		13-11-1951	No				Active	NA		01-12-1984				1
	K.Vethachalam	AAHPV3326R	00381667	Non-Executive - Non Independent Director	Not Applicable		22-10-1942	No				Active	Yes	13-02-2019	15-10-2015				1
	T.N.Ramanathan	ADHPR1256M	02561794	Non-Executive - Independent Director	Not Applicable		12-01-1953	No				Active	NA		01-04-2019			60	1

I. Composition of Board of Directors																			
Disclosure of notes on composition of board of directors explanatory																			
Whether the listed entity has a Regular Chairperson																			
	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	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)
	Ganesh Ananthakrishnan	AALPG4369D	00003586	Non-Executive - Independent Director	Not Applicable		05-05-1970	No				Active	NA		25-03-2021			60	1
	L.Sevugan	APHP55398K	03580186	Non-Executive - Independent Director	Not Applicable		29-04-1979	No				Active	NA		25-03-2021			60	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	00051370	A.Mariappan	Non-Executive - Independent Director	Chairperson	21-07-2011	18-09-2022	Textual Information(1)
2	03580186	L.Sevugan	Non-Executive - Independent Director	Member	25-03-2021		
3	00003586	Ganesh Ananthakrishnan	Non-Executive - Independent Director	Chairperson	25-03-2021		
4	00122065	CR.Venkatesh	Non-Executive - Independent Director	Member	20-09-2022		Textual Information(2)

Sr Text Block	
Textual Information(1)	Thiru A.Mariappan ceased to be a director due to death(on 18.9.2022)
Textual Information(2)	On demise of independent director Sri.A.Mariappan, in his place Sri.CR.Venkatesh an Independent director was inducted into committee.

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	Chairperson	25-04-2014	18-09-2022	Textual Information(1)
3	00003586	Ganesh Ananthakrishnan	Non-Executive - Independent Director	Chairperson	25-03-2021		
4	00122065	CR.Venkatesh	Non-Executive - Independent Director	Member	20-09-2022		Textual Information(2)

Sr Text Block	
Textual Information(1)	Thiru A.Mariappan ceased to be a director due to death(on 18.9.2022)
Textual Information(2)	On demise of independent director Sri.A.Mariappan, in his place Sri.CR.Venkatesh an Independent director was inducted into NRCommittee.

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							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	02561794	T.N.Ramanathan	Independent directors committee	Non-Executive - Independent Director	Member	
2	03580186	L.Sevugan	Independent directors committee	Non-Executive - Independent Director	Member	
3	00051370	A.Mariappan	Independent directors committee	Non-Executive - Independent Director	Chairperson	Textual Information(1)
4	00003586	Ganesh Ananthakrishnan	Independent directors committee	Non-Executive - Independent Director	Member	
5	00122065	CR.Venkatesh	Independent directors committee	Non-Executive - Independent Director	Member	

Other Committee Text Block	
Textual Information(1)	Thiru A.Mariappan ceased to be a director due to death(on 18.9.2022)

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)	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	25-04-2022				Yes	10		
2		01-08-2022	97		Yes	10	8	4

Annexure 1										
IV. Meeting of Committees										
Disclosure of notes on meeting of committees explanatory							Textual Information(1)			
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)	Total Number of Directors as on date of the meeting	Number of Directors (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	25-04-2022				Yes	3	3	3	0
2	Audit Committee	01-08-2022	97			Yes	3	3	2	0

Text Block	
Textual Information(1)	Number of members attending the meeting.(Other than Board of directors.): for the Audit committee meeting held on 25.4.2022 apart from committee members the CFO, Company secretary, and Auditor representative were the persons attended meeting , other than Directors. for the Audit committee meeting held on 01.08.2022 apart from committee members the CFO,Company secretary, were the persons attended meeting,other than 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	

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 1000 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

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)	Yes	
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				

Annexure III		
1	Name of signatory	S.Paramasivam
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Textual Information(1)		
I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below			
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0	0	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	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
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(D) Additional Information			Textual Information(2)
II. Affirmations			
Affirmations		Compliance Status	Company Remarks
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 promoter(s), 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.		Yes	Textual Information(3)
Name	AN.Paramasivam		
Designation	CFO		
Place	Madurai		
Date	19-10-2022		

Signatory Details	
Name of signatory	S.Paramasivam
Designation of person	Company Secretary and Compliance Officer
Place	Madurai
Date	19-10-2022

