

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - Elgi Equipments Limited
2. Quarter ending - 31-Mar-2019

i. Composition Of Board Of Director

T i t l e (M r / M s)	Name of the Director	DI N	P A N	Cate gory (Chai rpers on /Execu tive/No n- Execut ive/ Indepe ndent/ Nomin ee)	S u b C a t e g o r y	Dat e of App oint me nt	Dat e of ces sati on	T e n u r e	No of Dir ect ors hip in list ed enti ties incl udi ng this list ed enti ty	No of me mb ers hips in Au dit/ Sta keh old er Co mm itte e(s) incl udi ng this list ed enti ty	No of post of Chai rper son in Audi t/ Stak ehol der Co mmi ttee held in liste d entiti es inclu ding this liste d entit y	Me mbe rshi p in Co mmi ttee s of the Co mpa ny	Remarks
Mr .	JAIRAM VARADARAJ	0 0 0 5 8 0 5 6	AA ZPJ 260 1H	C & ED	M D	01- Apr- 2016		3 6	5	3	0	SC	
Mr .	T. BALAJI NAIDU	0 0 0 0 2 7 5 5	AC QP B7 351 P	NED		26- Jul- 1984			2	1	0	SC	
Mr	SUDARSAN	0	AG	NED		18-			4	2	1	NA	

.	VARADARAJ	0 1 3 3 5 3 3	VP S94 49J			Nov- 1993							
Mr .	HARJEET SINGH WAHAN	0 0 0 0 3 3 5 8	AA IP W0 122 D	NED		01- Apr- 2015			1	1	0	AC	
Mr s.	MADHAVI GOPINATH	0 0 0 9 6 0 6 1	AA EP M2 958 H	ID		31- Jul- 2015	17- Ma r- 201 9	4 3	1	0	0	AC	
Mr .	N. MOHAN NAMBIAR	0 0 0 0 3 6 6 0	AF RP M7 736 D	ID		25- Sep- 2014		5 4	1	2	1	AC,SC ,NRC	
Mr .	B. VIJAYAKUMA R	0 0 0 1 5 5 8 3	AB TP V3 639 A	ID		25- Sep- 2014		5 4	4	2	0	NA	
Mr .	GANESH DEVARAJ	0 0 0 0 5 2 3 8	AA LP D9 422 G	ID		25- Sep- 2014		5 4	1	1	0	AC,N RC	
Mr .	M. RAMPRASAD	0 0 0	AA GP R3	ID		25- Sep- 2014		5 4	1	1	1	AC,N RC	

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		7											
		5											

Company Remarks	
Whether Permanent chairperson appointed	No

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	MADHAVI GOPINATH	ID	Member	18-Oct-2018	17-Mar-2019
2	N. MOHAN NAMBIAR	ID	Member	30-Oct-2003	
3	HARJEET SINGH WAHAN	NED	Member	29-May-2015	
4	GANESH DEVARAJ	ID	Member	30-Oct-2003	
5	M. RAMPRASAD	ID	Chairperson	25-Sep-2004	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	JAIRAM VARADARAJ	C & ED	Member	29-Oct-1993	
2	N. MOHAN NAMBIAR	ID	Chairperson	31-Oct-2007	
3	T. BALAJI NAIDU	NED	Member	31-Oct-2007	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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Company Remarks	
Whether Permanent chairperson appointed	

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	M. RAMPRASAD	ID	Member	22-Oct-2005	

2	GANESH DEVARAJ	ID	Chairperson	22-Oct-2005	
3	N. MOHAN NAMBIAR	ID	Member	22-Oct-2005	

Company Remarks	
Whether Permanent chairperson appointed	Yes

iii. **Meeting of Board of Directors**

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter
02-Nov-2018	01-Feb-2019

Company Remarks	
Maximum gap between any two consecutive (in number of days)	90

iv. **Meeting of Committees**

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Requirement of Quorum met (details)	Whether requirement of Quorum met (Yes/No)
Audit Committee	02-Nov-2018	01-Feb-2019	4	Yes

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	90

v. **Related Party Transactions**

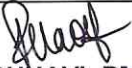
Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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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:



Name : VAISHNAVI PM
Designation : Company Secretary & Compliance Officer

ANNEXURE II

Format 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			
Item	Compliance status	Company Remark	Website
Details of business	Yes		www.elgi.com
Terms and conditions of appointment of	Yes		www.elgi.com
Composition of various committees of	Yes		www.elgi.com
Code of conduct of board of directors and	Yes		www.elgi.com
Details of establishment of vigil mechanism/	Yes		www.elgi.com
Criteria of making payments to non-	Yes		www.elgi.com
Policy on dealing with related party	Yes		www.elgi.com
Policy for determining 'material' subsidiaries	Yes		www.elgi.com
Details of familiarization programs imparted	Yes		www.elgi.com
Contact information of the designated officials of the listed	Yes		www.elgi.com
email address for grievance redressal and	Yes		www.elgi.com
Financial results	Yes		www.elgi.com
Shareholding pattern	Yes		www.elgi.com
Details of agreements entered into with the media companies and/or	Not Applicable		
New name and the old name of the listed	Not		
II Annual Affirmations			
Particulars	Regulation Number	Compliance status	Company Remark
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
Board composition	17(1)	Yes	
Meeting of Board of directors	17(2)	Yes	
Review of Compliance Reports	17(3)	Yes	
Plans for orderly succession for appointments	17(4)	Yes	
Code of Conduct	17(5)	Yes	
Fees/compensation	17(6)	Yes	
Minimum Information	17(7)	Yes	
Compliance Certificate	17(8)	Yes	
Risk Assessment & Management	17(9)	Yes	
Performance Evaluation of Independent Directors	17(10)	Yes	
Composition of Audit Committee	18(1)	Yes	
Meeting of Audit Committee	18(2)	Yes	
Composition of nomination & remuneration committee	19(1) & (2)	Yes	
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
Composition and role of risk management committee	21(1),(2),(3),(4)	Not Applicable	
Vigil Mechanism	22	Yes	
Policy for related party Transaction	23(1),(5),(6),(7) &	Yes	

Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
Approval for material related party transactions	23(4)	Not Applicable	
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Not Applicable	
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2), (3), (4), (5) & (6)	Yes	
Maximum Directorship & Tenure	25(1) & (2)	Yes	
Meeting of independent directors	25(3) & (4)	Yes	
Familiarization of independent directors	25(7)	Yes	
Memberships in Committees	26(1)	Yes	
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	

Other Information	
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III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Yes**

Other Information	
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Name : VAISHNAVI PM
Designation : Company Secretary & Compliance Officer