

Quarterly Compliance Report on Corporate Governance

Annexure-I

Name of the Listed Entity: Time Technoplast Limited

Quarter Ended: March 31, 2016

I. Composition of Board of Directors

Sr. No.	Title (Mr. / Mrs.)	Name of the Director	PAN ⁵ & DIN	Category (Chairperson / Executive / Non-Executive / Independent / Nominee) ⁶	Date of Appointment in the Current Term / Cessation	Tenure*	No. of Directorship in Listed Entities including this Listed Entity (Refer Regulation 25(1) of Listing Regulations)	No. 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)
1	Mr.	K. N. Venkatasubramaniam	00007392 ACLPV2518H	Chairperson (Non- Executive & Independent)	29.09.2014	5 Years (till 28.09.2019)	4	6	1
2	Mr.	Anil Jain	00183364 AEVPA1612B	Managing Director	26.09.2015	NA	1	0	0
3	Mr.	Bharat Vageria	00183629 AAAPV6786A	Whole Time Director- Finance	26.09.2015	NA	1	2	0
4	Mr.	Raghupathy Thyagarajan	00183305 AACPT1940L	Whole Time Director- Marketing	26.09.2015	NA	1	1	0
5	Mr.	Naveen Jain	00183948 AABPJ1717A	Whole Time Director- Technical	26.09.2015	NA	1	0	0
6	Mr.	Sanjaya Kulkarni	00102575 AAEPK5942R	Director (Non Executive & Independent)	29.09.2014	5 Years (till 28.09.2019)	4	11	4
7	Mr.	M.K. Wadhwa	00064148 AAJPW0568L	Director (Non Executive & Independent)	29.09.2014	5 Years (till 28.09.2019)	2	6	4
8	Mr.	Kartik Parija	00177115 ALUPP1883F	Director (Non Executive & Independent)	<i>Resigned w.e.f 13.02.2016</i>	-	-	-	-
9	Mrs.	Monika Shrivastava	02055547 ANLPS7396F	Director (Non Executive)	<i>Resigned w.e.f 13.02.2016</i>	-	-	-	-
10	Mr.	Praveen Kumar Agarwal	07294581 AAFPA3633C	Additional Director (Non Executive & Independent)	13.02.2016	Upto the conclusion of upcoming AGM	1	0	0
11	Mrs.	Triveni Makhijani	07284192 AAHPD7355E	Additional Director (Non Executive & Independent)	13.02.2016	Upto the conclusion of upcoming AGM	1	0	0

⁵PAN number of any Director would not be displayed on the Website of Stock Exchange

⁶Category of Directors means Executive / Non-Executive / Independent / Nominee. If a Director fits into more than one category write all categories separating them with hyphen

*To be filled only for Independent Director. Tenure would mean Total Period from which Independent Director is serving on Board of Directors of the Listed Entity in continuity without any cooling off period.

II. Composition of Committee

Sr. No.	Name of the Committee	Name of the Committee Members	Category (Chairperson / Executive / Non-Executive / Independent / Nominee) ⁶
1	Audit Committee	Mr. M.K. Wadhwa	Chairperson (Non Executive & Independent)
		Mr. Sanjaya Kulkarni	Member (Non Executive & Independent)
		Mr. Bharat Vageria	Member (Whole Time Director- Finance)
2	Stakeholders' Relationship Committee	Mr. M.K. Wadhwa	Chairperson (Non Executive & Independent)
		Mr. Bharat Vageria	Member (Whole Time Director- Finance)
		Mr. Raghupathy Thyagarajan	Member (Whole Time Director- Marketing)
3	Nomination & Remuneration Committee	Mr. Sanjaya Kulkarni	Chairperson (Non Executive & Independent)
		Mr. K. N. Venkatasubramaniam	Member (Non Executive & Independent)
		Mr. M.K. Wadhwa	Member (Non Executive & Independent)

⁶Category of Directors means Executive / Non-Executive / Independent / Nominee. If a Director fits into more than one category write all categories separating them with hyphen

III. Meeting of Board of Directors

Sr. No.	Date(s) of Meeting (if any) in the Previous Quarter	Date(s) of Meeting (if any) in the Relevant Quarter	Maximum Gap between any Two Consecutive Meetings (in No. of Days)
1	13th November, 2015	13th February, 2016	92 Days

IV. Meeting of Committees

Sr. No.	Name of the Committee	Date(s) of Meeting of the Committee in the Relevant Quarter	Whether Requirement of Quorum Met (Details)	Date(s) of Meeting of the Committee in the Previous Quarter	Maximum Gap between any Two Consecutive Meetings in No. of Days*
1	Audit Committee	9th February, 2016	Yes (All the above mentioned committee members were present)	9th November, 2015	91 Days
2	Stakeholders' Relationship Committee	11th February, 2016	Yes (All the above mentioned committee members were present)	9th November, 2015	-

*This information has to be mandatorily be given for Audit Committee, for rest of the Committees giving this information is optional

V. Related Party Transactions

Subject	Compliance Status (Yes / No / NA) Refer Note Below
Whether Prior Approval of Audit Committee Obtained	Yes
Whether Shareholder Approval Obtained for Material RPT	NA
Whether Details of RPT entered into pursuant to Omnibus Approval have been reviewed by Audit Committee	Yes

Note 1

In the Column "Compliance Status", Compliance or Non-Compliance may be indicated by Yes / No / N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no Related Party Transactions, the words "N.A." may be indicated.

Note 2

If status is "No" Details of Non-Compliance may be given here.

VI. Affirmations

1	The Composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2	The Composition of the following Committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015: a. Audit Committee b. Nomination & Remuneration Committee c. Stakeholders Relationship Committee
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.
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.
5	This Report and / or the Report submitted in the Previous Quarter has been placed before Board of Directors. Any Comments / Observations / Advice of Board of Directors may be mentioned here: Nil

Niklank Jain
VP Legal & Company Secretary

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		
<i>Item</i>	<i>Compliance status (Yes/No/NA)^{refer note}</i>	
Details of business	Yes	
Terms and conditions of appointment of independent directors	Yes	
Composition of various committees of board of directors	Yes	
Code of conduct of board of directors and senior management personnel	Yes	
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	
Criteria of making payments to non-executive directors	Yes	
Policy on dealing with related party transactions	Yes	
Policy for determining 'material' subsidiaries	Yes	
Details of familiarization programmes imparted to independent directors	Yes	
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	
Email address for grievance redressal and other relevant details	Yes	
Financial results	Yes	
Shareholding pattern	Yes	
Details of agreements entered into with the media companies and/or their associates	NA	
New name and the old name of the listed entity	NA	
II Annual Affirmations		
<i>Particulars</i>	<i>Regulation Number</i>	<i>Compliance Status (Yes/No/NA)^{refer note below}</i>
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	<i>16(1)(b) & 25(6)</i>	Yes
<i>Board composition</i>	<i>17(1)</i>	Yes
<i>Meeting of Board of directors</i>	<i>17(2)</i>	Yes
<i>Review of Compliance Reports</i>	<i>17(3)</i>	Yes
<i>Plans for orderly succession for appointments</i>	<i>17(4)</i>	Yes
<i>Code of Conduct</i>	<i>17(5)</i>	Yes
<i>Fees/compensation</i>	<i>17(6)</i>	Yes
<i>Minimum Information</i>	<i>17(7)</i>	Yes
<i>Compliance Certificate</i>	<i>17(8)</i>	Yes
<i>Risk Assessment & Management</i>	<i>17(9)</i>	Yes
<i>Performance Evaluation of Independent Directors</i>	<i>17(10)</i>	Yes
<i>Composition of Audit Committee</i>	<i>18(1)</i>	Yes
<i>Meeting of Audit Committee</i>	<i>18(2)</i>	Yes
<i>Composition of nomination & remuneration Committee</i>	<i>19(1) & (2)</i>	Yes
<i>Composition of Stakeholder Relationship Committee</i>	<i>20(1) & (2)</i>	Yes
<i>Composition and role of risk management committee</i>	<i>21(1), (2), (3), (4)</i>	NA
<i>Vigil Mechanism</i>	<i>22</i>	Yes
<i>Policy for related party Transaction</i>	<i>23(1), (5), (6), (7) &</i>	Yes

<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	Yes
<i>Approval for material related party transactions</i>	23(4)	Yes
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Yes
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2), (3), (4), (5) & (6)	Yes
<i>Maximum Directorship & Tenure</i>	25(1) & (2)	Yes
<i>Meeting of independent directors</i>	25(3) & (4)	Yes
<i>Familiarization of independent directors</i>	25(7)	Yes
<i>Memberships in Committees</i>	26(1)	Yes
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes
<i>Disclosure of Shareholding by Non- Executive Directors</i>	26(4)	Yes
<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	Yes
<p>Note</p> <p>1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.</p> <p>2 If status is "No" details of non-compliance may be given here.</p> <p>3 If the Listed Entity would like to provide any other information the same may be indicated here.</p>		
<p>III Affirmations:</p> <p>The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied.</p>		
<p>NIKLANK JAIN COMPANY SECRETARY</p>		