

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity **- Tarapur Transformers Limited**
 2. Quarter ending **- 31-Mar-2016**

I. Composition of Board of Directors										
Title (Mr./Ms)	Name of the Director	DI N	P A N	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee)	Date of Appointment	Date of Cessation	Tenure	No. of Directorships in listed entities including this listed entity	No. of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No. of posts of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Ms.	KIREN SHRI VASTAV	01078946	AS WP S14 37K	ID	13-Feb-2015		0.14	3	3	3
Mr.	LALIT LAXI RAM AGARWAL	06427436	AFT PA2 136 B	ID	14-Nov-2014		1.5	2	1	3
Mr.	SURESH SAKHARAM MORE	06873425	AQ CP M4 556 D	ID	30-May-2015		0.10	3	6	0
Mr.	CHANDRASHEKHAR TRIVEDI	00135114	AA APT 319 9H	C & ED	30-May-2015		0.10	3	0	0

II. Composition of Committees

Audit Committee			
Sr. No.	Name of the Director	Category	Chairperson/Membership

1	KIREN SHRIVASTAV	ID	Member
2	LALIT LAXIRAM AGARWAL	ID	Chairperson
3	SURESH SAKHARAM MORE	ID	Member

Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership
1	KIREN SHRIVASTAV	ID	Member
2	SURESH SAKHARAM MORE	ID	Member
3	LALIT LAXIRAM AGARWAL	ID	Chairperson

Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership
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Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership
1	LALIT LAXIRAM AGARWAL	ID	Chairperson
2	SURESH SAKHARAM MORE	ID	Member
3	KIREN SHRIVASTAV	ID	Member

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	Maximum gap between any two
07-Nov-2015	12-Feb-2016	96

IV. Meeting of Committees

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 (in number of days)
12-Feb-2016	0	07-Nov-2015	96

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

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 committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee - **Yes**

- b. Nomination&remunerationcommittee - **Yes**
- c. Stakeholdersrelationshipcommittee - **Yes**
- d. Riskmanagementcommittee(applicabletothetop100listedentities) - **No**
- 3. Thecommitteemembershavebeenmadeawareoftheirpowers,roleandresponsibilitiesasspecifiedinSEBI(Listingobligationsanddisclosurerequirements)Regulations,2015. - **Yes**
- 4. ThemeetingsoftheboardofdirectorsandtheabovecommitteeshavebeenconductedinthemannerasspecifiedinSEBI(Listingobligationsanddisclosurerequirements)Regulations,2015.- **Yes**
- 5. a. Thisreportand/orthereportssubmittedinthepreviousquarterhasbeenplacedbeforeBoardofDirectors.- **Yes**
b. Anycomments/observations/adviceofBoardofDirectorsmaybementionedhere:

Name : **CHANDRASHEKHAR TRIVEDI**
Designation : **Managing Director**

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 (Yes/No/NA)	
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	Not Applicable	
Policy on dealing with related party transactions	Yes	
Policy for determining 'material' subsidiaries	Not Applicable	
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	Not Applicable	
New name and the old name of the listed entity	Not Applicable	
II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA)
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b)&25(6)	Yes
<i>Board composition</i>	17(1)	Yes
<i>Meeting of Board of directors</i>	17(2)	Yes
<i>Review of Compliance Reports</i>	17(3)	Yes
<i>Plans for orderly succession for appointments</i>	17(4)	Yes
<i>Code of Conduct</i>	17(5)	Yes
<i>Fees/compensation</i>	17(6)	Yes
<i>Minimum Information</i>	17(7)	Yes
<i>Compliance Certificate</i>	17(8)	Yes
<i>Risk Assessment & Management</i>	17(9)	Yes
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes
<i>Composition of Audit Committee</i>	18(1)	Yes
<i>Meeting of Audit Committee</i>	18(2)	Yes
<i>Composition of nomination & remuneration committee</i>	19(1)&(2)	Yes
<i>Composition of Stakeholder Relationship Committee</i>	20(1)&(2)	Yes
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Not Applicable
<i>Vigil Mechanism</i>	22	Yes
<i>Policy for related party Transaction</i>	23(1),(5),(6),(7)&(8)	Yes
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2),(3)	Yes

<i>Approvalformaterialrelatedpartytransactions</i>	23(4)	Yes
<i>CompositionofBoardofDirectorsofunlistedmaterialSubsidiary</i>	24(1)	Not Applicable
<i>OtherCorporateGovernancerequirementswithrespecttosubsidiaryoflistedentity</i>	24(2),(3),(4),(5)&(6)	Not Applicable
<i>MaximumDirectorship&Tenure</i>	25(1)&(2)	Yes
<i>Meetingofindependentdirectors</i>	25(3)&(4)	Yes
<i>Familiarizationofindependentdirectors</i>	25(7)	Yes
<i>MembershipsinCommittees</i>	26(1)	Yes
<i>Affirmationwithcompliance tocodeofconductfrommembersofBoardofDirector sandSeniormanagementpersonnel</i>	26(3)	Yes
<i>DisclosureofShareholdingbyNon-ExecutiveDirectors</i>	26(4)	Yes
<i>PolicywithrespecttoObligationsofdirectorsandseniormanagement</i>	26(2)&26(5)	Yes

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. - **Not Applicable**

Name : **Chandrashekhar Trivedi**
Designation : **Managing Director**