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Annexure 8.

**Quarterly Compliance Report on Corporate Governance
as per Regulation 27(2) (a) of the SEBI Regulations**

Compliance Report on Corporate Governance

1. Name of Listed Entity: Triveni Engineering & Industries Ltd.
2. Quarter ending: 31st December, 2015

I. Composition of Board of Directors		PAN & DIN	Category (Chairperson/ Executive/Non -Executive/ Independent/ Nominee)	Date of appointment in the current term	Tenure	No. of Directorship in listed entities including this listed entity (Refer Regulation 25(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)
Title (Mr/ Ms)	Name of the Director							
Mr	Dhruv M. Sawhney	AATPS0680B 00102999	Executive- Chairperson	31-03-2015	N.A.	2	None	1
Mr	Tarun Sawhney	AATPS0679L 00382878	Executive	01-10-2013	N.A.	2	3	None
Mr	Nikhil Sawhney	AAUPS0222Q 00029028	Non- Executive	19-11-2008	N.A.	2	3	None
Dr	F.C. Kohli*	AHDPK2257R 00102878	Independent- Non Executive	06-08-2014	1 year & 9 months	2	None	None
Lt. Gen. (Retd.)	K.K. Hazari*	AAAPH0408F 00090909	Independent- Non Executive	06-08-2014	1 year & 9 months	2	3	2
Mr	M.K. Daga*	ADQPD9198R 00062503	Independent- Non Executive	06-08-2014	1 year & 9 months	2	3	None
Mr	Shekhar Datta**	AABPD6228L 00045991	Independent- Non Executive	06-08-2014	1 year & 9 months	4	2	2
Ms	Homai A. Daruwalla**	ABRPD6867E 00365880	Independent- Non Executive	06-08-2014	1 year & 9 months	3	2	4



Dr	Santosh Pande***	AADPP7109G 01070414	Independent- Non Executive	06-08-2014	1 year, 8 months & 15 days	1	1	None
Mr	Sudipto Sarkar	AZWPS5020M 00048279	Non- Executive (Additional Director)	07-11-2015	N.A.	5	5	None

*The current term of tenure is upto 31st March, 2017; ** The current term of tenure is upto 31st March, 2019 &
 *** The current term of tenure is upto 15th April, 2019

II. Composition of Committees

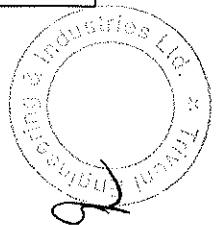
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)
1. Audit Committee	Ms Homai A. Daruwalla Lt. Gen. K.K. Hazari (Retd.) Mr Shekhar Datta Mr Tarun Sawhney	Independent-Non Executive-Chairperson Independent Non-Executive Independent-Non Executive Executive
2. Nomination & Remuneration Committee	Lt. Gen. K.K. Hazari (Retd.) Mr Shekhar Datta Mr Nikhil Sawhney	Independent-Non Executive-Chairperson Independent-Non Executive Non-Executive
3. Risk Management Committee (if applicable)	Not Applicable	Not Applicable
4. Stakeholders Relationship Committee	Lt. Gen. K.K. Hazari (Retd.) Mr Tarun Sawhney Mr Nikhil Sawhney	Independent-Non Executive-Chairperson Executive Non-Executive

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 consecutive (in number of days)
28 th July, 2015 14 th August, 2015	7 th November, 2015	85 days

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 meetings in number of days*
Audit Committee (AC) 7 th November, 2015	Yes, all the members of the AC (whether independent non-executive or executive) as stated in II (1) above were present at the meeting.	28 th July, 2015 13 th August, 2015	86 days



Nomination & Remuneration Committee (NRC)					
6 th November, 2015		Yes, all the members of the NRC (whether independent non-executive or executive) as stated in II (2) above were present at the meeting.	None		N.A.
Stakeholders' Committee (SRC)	Relationship				
7 th November, 2015		Yes, all the members of the SRC (whether independent non-executive or executive) as stated in II (4) above were present at the meeting.	13 th August, 2015		N.A.
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					Not applicable
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.					
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: This being first report, will be placed before the Board of Directors at the ensuing Board meeting.					



Geeta Phalla

Name : Geeta Phalla
Designation: Group General Manager & Company Secretary