

**ANNEXURE I**

**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity      **-Jocil Limited**  
 2. Quarter ending              **- 31-Mar-2018**

| <b>I. Composition of Board of Directors</b> |                          |          |            |  |                     |                   |                 |  |   |   |
|---|--------------------------|----------|------------|--|---------------------|-------------------|-----------------|--|---|---|
| Title (Mr/Ms)                               | Name of the Director     | DIN      | PAN        | Category (Chairperson / Executive/Non-Executive/Independent/Nominee) | Date of Appointment | Date of cessation | Tenure (months) | No of Directorship in listed entities including this listed entity | No of memberships in Audit/ Stakeholder Committee(s) including this listed entity | No of post of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity |
| Mr.   | P. NARENDRANATH CHOWDARY | 00015764 | AATPP2608J | C & NED  | 19-Sep-2015         |                   |                 | 3  | 3   | 2   |
| Mr.   | J. MURALI MOHAN          | 00114341 | ABVPJ5464F | ED   | 16-Feb-2015         |                   |                 | 1  | 1   | 0   |
| Mr.   | M. THIMMARAJA            | 00016711 | AAHPT1426A | NED  | 06-Sep-2014         |                   |                 | 3  | 4   | 0   |
| Mr.   | V.S. RAJU                | 00101405 | AAVPV9901C | NED, ID  | 01-Apr-2014         | 31-Mar-2019       | 60              | 3  | 2   | 1   |
| Mr.   | K. SRINIVASA RAO         | 00381090 | ADVPK3542R | NED  | 24-Aug-2013         |                   |                 | 1  | 0   | 0   |
| Mr.   | M. GOPALAKRISHNA         | 00088454 | ACIPM0868L | NED, ID  | 01-Apr-2014         | 31-Mar-2019       | 60              | 5  | 4   | 1   |
| Mr.   | SUBBARAO V. TIPIRNENI    | 00337027 | ABAPT0423D | NED, ID  | 01-Apr-2014         | 31-Mar-2019       | 60              | 1  | 1   | 0   |
| Mr.   | M. MRUTYUMJAYA PRASAD    | 01500271 | AIZPM5158J | NED  | 19-Sep-2015         |                   |                 | 1  | 1   | 0   |
| Mr.   | P. VENKATESWARA RAO      | 06387165 | AEDPP1772M | NED, ID  | 01-Apr-2014         | 31-Mar-2019       | 60              | 1  | 0   | 0   |
| Mrs.  | DR. MANJULATA DASARI     | 02788338 | ACGPD0066R | NED, ID  | 13-Sep-2014         | 12-Sep-2019       | 60              | 3  | 1   | 0   |

## II. Composition of Committees

| <b>Audit Committee</b> |                             |                 |                               |
|------------------------|-----------------------------|-----------------|-------------------------------|
| <i>Sr. No.</i>         | <i>Name of the Director</i> | <i>Category</i> | <i>Chairperson/Membership</i> |
| 1                      | SUBBARAO V. TIPIRNENI       | NED, ID         | Member                        |
| 2                      | V.S. RAJU                   | NED, ID         | Chairperson                   |
| 3                      | M. THIMMARAJA               | NED             | Member                        |

| <b>Stakeholders Relationship Committee</b> |                             |                 |                               |
|--|-----------------------------|-----------------|-------------------------------|
| <i>Sr. No.</i>                             | <i>Name of the Director</i> | <i>Category</i> | <i>Chairperson/Membership</i> |
| 1  | P. NARENDRANATH CHOWDARY    | C & NED         | Chairperson                   |
| 2  | M. MRUTYUMJAYA PRASAD       | NED             | Member                        |
| 3  | M. THIMMARAJA               | NED             | Member                        |
| 4  | J. MURALI MOHAN             | ED              | Member                        |

| <b>Risk Management Committee</b> |                             |                 |                               |
|----------------------------------|-----------------------------|-----------------|-------------------------------|
| <i>Sr. No.</i>                   | <i>Name of the Director</i> | <i>Category</i> | <i>Chairperson/Membership</i> |

| <b>Nomination and Remuneration Committee</b> |                             |                 |                               |
|--|-----------------------------|-----------------|-------------------------------|
| <i>Sr. No.</i>                               | <i>Name of the Director</i> | <i>Category</i> | <i>Chairperson/Membership</i> |
| 1  | P. NARENDRANATH CHOWDARY    | C & NED         | Member                        |
| 2  | SUBBARAO V. TIPIRNENI       | NED, ID         | Member                        |
| 3  | V.S. RAJU                   | NED, ID         | Chairperson                   |
| 4  | M. THIMMARAJA               | NED             | Member                        |

| <b>III. Meeting of Board of Directors</b>                  |  |  |
|--|--|--|
| <i>Date(s) of Meeting (if any) in the previous quarter</i> | <i>Date(s) of Meeting (if any) in the relevant quarter</i> | <i>Maximum gap between any two consecutive (in number of days)</i> |
| 14-Nov-2017  | 09-Feb-2018  | 86   |

| <b>IV. Meeting of Committees</b>    |  |  |  |  |
|-------------------------------------|--|--|--|--|
| <i>Name of the committee</i>        | <i>Date(s) of meeting of the committee in the relevant quarter</i> | <i>Whether requirement of Quorum met (details)</i> | <i>Date(s) of meeting of the committee in the previous quarter</i> | <i>Maximum gap between any two consecutive (in number of days)</i> |
| Audit Committee                     | 09-Feb-2018  | Yes  | 14-Nov-2017  | 86   |
| Stakeholders Relationship Committee | 09-Feb-2018  | Yes  | 14-Nov-2017  |  |

| <b>V. Related Party Transactions</b>               |                                       |
|--|---------------------------------------|
| <i>Subject</i>                                     | <i>Compliance status (Yes/No/ NA)</i> |
| Whether prior approval of audit committee obtained | Yes                                   |
| Whether shareholder approval obtained for material | Not Applicable                        |

|   |     |
|---|-----|
| RPT   |     |
| Whether details of RPT entered in to 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 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 top100 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:

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|  |
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**Name** : **KOTA RAGHURAM**  
**Designation** : **Company Secretary**

## ANNEXURE II

### Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

| <b>I. Disclosure on website in terms of Listing Regulations</b>   |                                      |   |
|---|--------------------------------------|---|
| <b>Item</b>   | <b>Compliance status (Yes/No/NA)</b> |   |
| 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  | 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                       |   |
| <b>II Annual Affirmations</b>   |                                      |   |
| <b>Particulars</b>  | <b>Regulation Number</b>             | <b>Compliance status (Yes /No / NA)</b> |
| <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 &amp; 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 &amp; 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>Approval for material related party transactions</i>  | 23(4)                 | Not Applicable |
| <i>Composition of Board of Directors of unlisted material Subsidiary</i>   | 24(1)                 | Not Applicable |
| <i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>                               | 24(2),(3),(4),(5)&(6) | Not Applicable |
| <i>Maximum Directorship &amp; 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            |

### 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** : **KOTA RAGHURAM**  
**Designation** : **Company Secretary**