

Quarterly Compliance Report on Corporate Governance

Name of Listed Entity: TTI Enterprise Limited

Quarter ending: 31st December 2015.

I. Composition of Board of Directors								
Mr./ Ms.	Name of the Director	Pan & Din	Category	Date of Appointment	Tenure	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.	Jitendra Kumar Mehta	AEXPM5957P 00049249	Promoter & Non- Executive Director	30/09/2004	N.A	1	2	0
Mr.	Alok Kumar Goenka	ACVPG9271A 00681040	Non-Executive Independent Director	07/09/2006	9 Years 3 Months 24 Days	1	2	2
Ms.	Binjal Mehta	AHCPM8403E 00043830	Whole-Time Director	14/08/2014	N.A	1	0	0
Mr.	Subrata Saha	ALKPS7615J 00959921	Non-Executive Independent Director	14/08/2014	15 * Months	1	2	0

***Subrata Saha was appointed as Non Executive Independent Director W.e.f 30.09.2014**

II. Composition of Committees:

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non Executive/independent/Nominee)
1. Audit Committee	Mr. Alok Kumar Goenka- Chairman	Non-Executive Independent Director.
	Mr. Jitendra Kumar Mehta (Member)	Promoter & Non- Executive Director
	Mr. SubrataSaha(Member)	Non-Executive Independent Director
2. Nomination & Remuneration Committee	Mr. Alok Kumar Goenka- Chairman	Non-Executive Independent Director.
	Mr. Jitendra Kumar Mehta (Member)	Promoter & Non- Executive Director
	Mr. SubrataSaha (Member)	Non-Executive Independent Director
3. Risk Management Committee	NA	NA
4. Stakeholders Relationship Committee	Mr. Alok Kumar Goenka- Chairman	Non-Executive Independent Director.
	Mr. Jitendra Kumar Mehta (Member)	Promoter & Non- Executive Director
	Mr. SubrataSaha (Member)	Non-Executive Independent Director

III. Meeting of Board of Directors

Date of Meeting in the previous quarter	Date of Meeting in the relevant quarter	Maximum gap between any two consecutive (in number of days)
3 rd August, 2015. 14 th August, 2015.	14 th November, 2015	92 Days

IV. Meeting of Committees

Name & Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days.
Audit Committee 14 th November, 2015.	Yes	3 rd August, 2015.	103 days.

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

VI. Affirmations	
Subject	
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.	

For TTI Enterprise Ltd.

For TTI ENTERPRISE LTD.

Chandni Jain

Company Secretary

Chandni Jain

Company Secretary