



## TTI ENTERPRISE LIMITED

1, R. N. Mukherjee Road, Martin Burn House, 4th Floor  
Suite No. 22, Kolkata - 700 001, Tele-fax : +91 33 2210-9197  
E-mail : tti1711@gmail.com  
Web : www.ttienterprise.net  
CIN : L67120WB1981PLC033771

---

Date: October 15, 2019

To  
The Manager  
Department of Corporate Office  
**BSE Limited**  
Phiroze Jeejeebhoy Towers, Dalal Street,  
Mumbai – 400001

Dear Sir,

**Subject: Compliance Report on Corporate Governance for the quarter ended September 30, 2019**

In compliance with Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, please find enclosed the Compliance Report on Corporate Governance, in the prescribed format for the quarter and half year ended on September 30, 2019.

Kindly take the aforesaid information on your records.

Thanking You,

Yours truly,  
**For TTI Enterprise Limited**  
**For TTI ENTERPRISE LTD.**

Whole-time Director

**Binjal Mehta**  
**Whole Time Director**

*Encl.: As above*

Copy to:

The Secretary  
The Listing Department  
**The Calcutta Stock Exchange Limited**  
7, Lyons Range,  
Kolkata- 700001



## II Composition of Committees

Sl No	Name of Committee	Whether Regular Chairpers on appointed	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Date of Appointment	Date of Cessation
1	Audit Committee	Yes	Mr.Alok Kumar Goenka Mr.Subrata Saha Mr. Paraj Mehta	Chairperson (Non Executive Independent Director) Member (Non Executive Independent Director) Member (Non Executive Non-Independent Director)	01/06/2008 17/09/2014 24/01/2017	30/09/2019
2	Nomination and Remuneration Committee	Yes	Mr.Alok Kumar Goenka Mr.Subrata Saha Mr. Paraj Mehta	Chairperson (Non Executive Independent Director) Member (Non Executive Independent Director) Member (Non Executive Non-Independent Director)	27/01/2014 20/08/2014 24/01/2017	30/09/2019
3	Stakeholders Relationship Committee	Yes	Mr.Alok Kumar Goenka Mr.Subrata Saha Mr. Paraj Mehta	Chairperson (Non Executive Independent Director) Member (Non Executive Independent Director) Member (Non Executive Non-Independent Director)	23/05/2014 17/09/2014 24/01/2017	30/09/2019



### III Meeting of Board of Directors

	Date(s) of Meetings(if any) in the previous quarter	Date(s) of Meetings(if any) in the relevant quarter	Whether requirement of Quorum met*	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive (in number of days)
1	17/05/2019	09/08/2019	Yes	4	2	83
2		13/09/2019	Yes	4	2	83

### IV Meetings of Committees

	Date(s) of Meeting of the Committee in the relevant quarter	Whether requirement of Quorum met (details)	Number of Directors present*	Number of independent directors present*	Date (s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
1	<i>Audit Committee</i>					
	13/09/2019	Yes	3	2	17/05/2019	118
2	<i>Nomination and Remuneration Committee</i>					
	09/08/2019	Yes	3	2	No meeting was held in the previous Quarter	
3	<i>Stakeholders Relationship Committee</i>					
	09/08/2019	Yes	3	2	17/05/2019	

### V Related Party Transactions

	Subject	Compliance status (Yes/No/NA)
1	Whether prior approval of audit committee obtained	Yes
2	Whether shareholder approval obtained for material RPT	NA
3	Whether details of RPT entered into pursuant omnibus approval have been reviewed by the 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 and 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	The report submitted in the previous quarter has been placed before Board of Directors.

For TTI Enterprise Limited  
For TTI ENTERPRISE LTD.



Binjal Mehta  
Whole-time Director  
Whole Time Director

**Compliance Report on Corporate Governance for 6 months ended on September 30, 2019**

I. Affirmations		
Broad Heading	Regulation Number	Compliance status (Yes/No/NA)
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of nomination and remuneration committee at the annual general meeting	19(3)	Yes
Presence of Chairperson of Stakeholder Relationship committee at the annual general meeting	20(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

**For TTI Enterprise Limited**  
**For TTI ENTERPRISE LTD.**



**Binjal Mehta**  
**Whole-time Director**  
**Whole Time Director**