

**Corporate Governance Report**

1. Name of Listed Entity **TUTICORIN ALKALI CHEMICALS AND FERTILIZERS LIMITED**  
 2. Quarter ending **31st December 2016**

Title (Mr./Ms.)	Name of the Director	PAN	DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) *	Date of Appointment in the current term /cessation	Tenure <sup>†</sup>	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 28(1) of Listing Regulations)
Mr.	B Narendran		1159394	Independent	5/27/2014	5 Yrs from 27/5/2014	Four	Nine
Mr.	Dr. RM Krishnan		0062318	Independent	5/27/2014	5 Yrs from 27/5/2014	One	One
Mr.	S. Shankar		6591908	Independent	5/27/2014	5 Yrs from 27/5/2014	Two	Three
Mr.	S. Asokan		6591756	Independent	5/27/2014	5 Yrs from 27/5/2014	One	Three
Ms.	Rita Chandrasekar		3013549	Independent	3/30/2015	5 Yrs from 30/3/2015	Two	Two
Mr.	G Ramachandran		0051999	Executive/Non Independent	12/12/2015	3 Yrs from 12/12/2015	One	One

\*PAN number of any director would not be displayed on the website of Stock Exchange

†Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

† to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

**II. Composition of Committees**

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) *
1. Audit Committee	Mr. B. Narendran, Mr. S Shankar, Mr. S Asokan	Chairperson - Independent Independent Independent
2. Nomination & Remuneration Committee	Mr. B. Narendran, Mr. S Shankar, Dr. RM. Krishnan	Independent Independent Independent
3. Risk Management Committee(if applicable)	Mr. B Narendran Mr. G Ramachandran Mr. S Asokan Mr. S Thangathirupathy Mr. S Nandakumar	Independent Independent Independent GM Works CFO
4. Stakeholders Relationship Committee'	Mr. B Narendran, S Asokan Mr. G Ramachandran	Independent Independent Executive

\*Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

**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)
4th August, 2016	7th November, 2016	Ninety four days

**IV. Meeting of Committees - Audit Committee Meeting**

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*
7th November, 2016	Yes	4th August, 2016	Ninety four days

\* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

**V. Related Party Transactions**

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

**Note**

1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/NA. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "NA." may be indicated.

2. If status is "No" details of non-compliance may be given here.

**VI. Affirmations**

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
  - Audit Committee
  - Nomination & remuneration committee
  - Stakeholders relationship committee
  - Risk management committee (applicable to the top 100 listed entities)
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- 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.
- 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: