### ANNEXURE I

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

Name of Listed Entity
 Quarter ending

- TVS Electronics Limited - 30-Sept-2020

### **Composition Of Board Of Director**

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Title (Mr./Ms)	Name of Director	DIN	PAN	Category (Chairperson /Executive/Non- Executive/ Independent/ Nominee)	Sub Category	Initial Date Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	Whether special resolution passed?	Date of passing special resolution	No. of Directorship in listed entities including this listed entity	No of Independent 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	Membership Committees of Company	Remarks
Mr.	Gopal Srinivasan	00177699	AADPG9543P	C & NED		18-Jul-2003	18-Jul- 2003			04-Aug- 1958	NA		3	1	2	0		
Mr s.	Srilalitha Gopal	02329790	ABMPG2234M	ED	MD	10-Nov-2011	11-May- 2018			27-May- 1967	NA		1	0	1	0	SC	
Mr.	D Sundaram	00016304	AANPS7428P	NED		30-Jul-2009	30-Jul- 2009	08- Aug- 2020		16-Apr- 1953	NA		4	4	7	4	AC, SC	
Mr.	M Lakshminaraya n	00064750	AAXPL6125G	ID		06-May-2015	08-Feb- 2020		65	07-Sep- 1946	NA		7	6	7	2	AC, NRC	
Mr.	M F Farooqui	01910054	AAAPF2395P	ID		06-May-2015	08-Feb- 2020		65	28-Jun- 1954	NA		2	2	1	0	AC, NRC	
Mr.	R S Raghavan	00260912	AABPR5424L	NED		04-May-2016	04-May- 2016			08-Jul- 1955	NA		1	0	3	0	AC	
Mr.	K Balakrishnan	00722447	AAOPB3644H	ID		09-Aug-2018	09-Aug- 2018		26	12-Apr- 1964	NA		1	1	3	0	AC, SC, NRC	
Mr.	V Sumantran	02153989	AAKPS5105J	ID		09-Aug-2018	09-Aug- 2018		26	27-Sep- 1958	NA		3	3	4	2	AC, SC	
Mr s.	Subhasri Sriram	01998599	ABGPS1708J	ID		07-Feb-2019	07-Feb- 2019		20	08-Apr- 1969	NA		2	2	2	1	AC, NRC	

Company Remarks	
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD	Yes
or CEO	

# **Composition of Committees**

#### a. Audit Committee

Sr.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
No.					
1	M Lakshminarayan	ID	Member	06-Aug-2015	
2	M F Farooqui	ID	Member	06-Aug-2015	
3	V Sumantran	ID	Member	07-Feb-2019	
4	K Balakrishnan	ID	Member	07-Feb-2019	
5	Subhasri Sriram	ID	Chairperson	11-May-2019	
6	R S Raghavan	NED	Member	08-Aug-2020	
7	D Sundaram	NED	Member	28-Jan-2010	08-Aug-2020

Company Remarks	Mrs Subhasri Sriram was appointed as chairperson of the Audit Committee with effect from 8th Aug 2020Mrs Subhasri Sriram was appointed as chairperson of the Audit Committee with effect from 8th Aug 2020Mrs Subhasri Sriram was appointed as chairperson of the Audit Committee with effect from 8th Aug 2020Mrs Subhasri Sriram was appointed as chairperson of the Audit Committee with effect from 8th Aug 2020Mrs Subhasri Sriram was appointed as chairperson of the Audit Committee with effect from 8th Aug 2020Mrs Subhasri Sriram was appointed as chairperson of the Audit Committee with effect from 8th Aug 2020Mrs Subhasri Sriram was appointed as chairperson of the
	Committee with effect from 8th Aug 2020Mrs Subhasri Sriram was appointed as chairperson of the Audit Committee with effect from 8th Aug 2020Mrs Subhasri Sriram was appointed as chairperson of the Audit Committee with effect from 8th Aug 2020.
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
No.					
1	K Balakrishnan	ID	Member	07-Feb-2019	
2	Srilalitha Gopal	ED	Member	06-Aug-2015	
3	V Sumantran	ID	Chairperson	08-Aug-2020	
4	D Sundaram	NED	Chairperson	08-May-2014	08-Aug-2020

Company Remarks	
Whether Permanent chairperson	Yes
appointed	

c. Risk Management Committee

Sr. Name of the Director Category No.	Chairperson/Membership	Appointment Date	Cessation Date
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Company Remarks	
Whether Permanent chairperson	
appointed	

### d. Nomination and Remuneration Committee

Sr.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
No.					
1	M F Farooqui	ID	Chairperson	06-Aug-2015	
2	M Lakshminarayan	ID	Member	06-Aug-2015	
3	K Balakrishnan	ID	Member	11-May-2019	
4	Subhasri Sriram	ID	Member	11-May-2019	

Company Remarks	
Whether Permanent chairperson	Yes
appointed	

### 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	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
06-Jun-2020	08-Aug-2020	Yes	8	5

Company Remarks			
Maximum gap between any two	62		
consecutive (in number of days)			

#### iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	06-Jun-2020	07-Aug-2020	Yes	6	5

Company Remarks	
Maximum gap between any two	61
consecutive (in number of days) [Only	
for Audit Committee]	

#### v. Related Party Transactions

Subject	Compliance status (Yes/No/NA)	Remark
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	

Disclosure of notes on related party	
transactions and Disclosure of notes	
of material related party	
transactions	

#### 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 top 100 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
  - a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Yesb. Any comments/observations/advice of Board of Directors may be mentioned here:

%affirmComments%		

Name : K Santosh
Designation : Company Secretary

# ANNEXURE III

# Affirmations

Broad Heading	Regulation Number	Compliance Status	Company Remark
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 the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
Presence of Chairperson of the 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	

Note:		

Name : K Santosh

Designation : Company Secretary & Compliance Officer