

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of Company: T T LIMITED

Quarter Ending On: 31-12-2018

I. Composition of Board of Directors

| Title Name (Mr. Of the Director /Ms) | PAN & DIN | Category (chairperson /executive/non- executive/independent/nominee) | Date of Appointment in the current term /cessation | Tenure | No of Directorshi p 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 26(1)of listing regulations) | No of post of Chairpersonna udit/stakeholder committeeheldin listedentitiesincl udingthisliste dentity (refer Regulation 26(1)of listing Regulations) |
|--|---------------------------|---|--|-----------|---|--|---|
| MR. RIKHAB CHAND JAIN | AEYYPJ0493A/ 01736379 | CHAIRMAN/ EXECUTIVE DIRECTOR | 29/09/1978 | Permanent | 1 | 0 | 0 |
| MR. V. R. MEHTA | AFDPPM6384D/ 00051415 | NON-EXECUTIVE/ INDEPENDENT DIRECTOR | 21/05/2014 | 60 months | 1 | 1 | 1 |
| MR. NAVRATAN DUGAR | AABPPD6875F/ 000197281 | NON-EXECUTIVE/ INDEPENDENT DIRECTOR | 21/05/2014 | 60 months | 1 | 0 | 1 |
| MR. SANJAY KUMAR JAIN | ACKPJ1954C/ 01736303 | MANAGING DIRECTOR/EXECUTIVE DIRECTOR | 01-04-2017 | - | 1 | 2 | 0 |
| MRS. JYOTI JAIN | ACVPI18823D/ 01736336 | JOINT MANAGING DIRECTOR/EXECUTIVE DIRECTOR | 14.09.2016 | - | 1 | 0 | 0 |
| MR. V.K. KOTHARI | AFXPK3292A/ 00389048 | NON-EXECUTIVE/ INDEPENDENT DIRECTOR | 21/05/2014 | 60 months | 1 | 1 | 0 |
| MR. M.C. MEHTA | AAFPM5584J/ 00230409 | NON-EXECUTIVE/ INDEPENDENT DIRECTOR | 21/05/2014 | 60 months | 1 | 1 | 0 |
| MR. SUNIL MAHNOT | AITPM9504E/ 06819974 | WHOLE TIME DIRECTOR & CFO | 21/05/2014 | - | 1 | 1 | 0 |

For T T LIMITED

NEHA LAKHARA

COMPANY SECRETARY

| Composition of Committees | | | | | | |
|---|---|--|--|---|--|--|
| Name of Committee | Name of Committee members & Date of appointment | Category (Chairperson/Executive/Non-Executive/Independent/Nominee) | | | | |
| 1. AUDIT COMMITTEE | SHRI NAVRATAN DUGAR (Chairman) DR. (PROF.) V.K. KOTHARI SHRI V. R. MEHTA SHRI M. C. MEHA SHRI SANJAY KUMAR JAIN | NON-EXECUTIVE INDEPENDENT DIRECTOR NON-EXECUTIVE INDEPENDENT DIRECTOR NON-EXECUTIVE INDEPENDENT DIRECTOR NON-EXECUTIVE INDEPENDENT DIRECTOR NON-EXECUTIVE INDEPENDENT DIRECTOR | 21.05.2014 21.05.2014 21.05.2014 13.12.2017 21.05.2014 | | | |
| 2. NOMINATION & REMUNERATION COMMITTEE | DR. (PROF.) V.K. KOTHARI (Chairman) SHRI V. R. MEHTA SHRI NAVRATAN DUGAR SHRI M. C. MEHA | NON-EXECUTIVE INDEPENDENT DIRECTOR NON-EXECUTIVE INDEPENDENT DIRECTOR NON-EXECUTIVE INDEPENDENT DIRECTOR | 21.05.2014 21.05.2014 21.05.2014 18.05.2014 | | | |
| 3. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE | SHRI RIKHAB CHAND JAIN (Chairman) SHRI SANJAY KUMAR JAIN SHRI V. R. MEHTA | CHAIRMAN MANAGING DIRECTOR NON-EXECUTIVE INDEPENDENT DIRECTOR | 21.05.2014 21.05.2014 21.05.2014 | | | |
| 4. STAKEHOLDERS RELATIONSHIP COMMITTEE | SHRI V. R. MEHTA (Chairman) SHRI SANJAY KUMAR JAIN SHRI SUNIL MAHNHOT | NON-EXECUTIVE INDEPENDENT DIRECTOR MANAGING DIRECTOR DIRECTOR (FINANCE) | 21.05.2014 21.05.2014 21.05.2014 | | | |
| II. 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) | | | | |
| 08-08-2018 | 14-11-2018 | 97 Days | | | | |
| III. Meeting of Committees | | | | | | |
| 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 relevant quarter | Date(s) of meeting of the Committee in the previous quarter | Maximum gap between Any two consecutive meetings in number of days* | | |
| AUDIT COMMITTEE MEETING | YES | 14-11-2018 | 08-08-2018 | 97 Days | | |
| STAKEHOLDER RELATIONSHIP COMMITTEE | YES | 14-11-2018 | 08-08-2018 | 97 Days | | |
| NOMINATION AND REMUNERATION COMMITTEE | YES | 14-11-2018 | - | - | | |

For T T LIMITED

NEHA LAKHERA
COMPANY SECRETARY
M. No. ACS31978


IV. Related Party Transactions

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

V. 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 - YES
 - a. Audit Committee
 - b. Nomination & remuneration committee
 - c. Stakeholders relationship committee
 - 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. This report and/other report submitted in the previous quarter has been placed before Board of Directors.-YES
- Any comments / observations / advice of Board of Directors may be mentioned here: NIL

FOR T T LIMITED





NEHA LAKHERA
COMPANY SECRETARY

M NO.: ACS31978