



CS/BSE/007/2018

Dated: 6<sup>th</sup> April, 2018

Department of Corporate Services  
Bombay Stock Exchange Limited  
1<sup>st</sup> Floor, Rotunda Building,  
B.S.Marg, Fort,  
**MUMBAI - 400 001**

Fax: 022 – 22722037/39/41/61

**Kind Attn: The General Manager**

Dear Sir,

**Sub: Submission of Compliance Report on Corporate Governance – reg.**

**Ref: Reg. 27 (2) of SEBI (LODR) Regulations, 2015.**

**Scrip Code: 538922**

With reference to the subject cited above, please find enclosed the compliance report on Corporate Governance of the Company for the quarter ended 31<sup>st</sup> March, 2018 in compliance of Reg. 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly acknowledge the receipt.

Thanking you,

Yours Sincerely,

A handwritten signature in black ink, appearing to read "Ravi Vishnu".



**RAVI VISHNU**  
**MANAGING DIRECTOR**  
DIN: 01144902

Encl: As above

**COSYN LIMITED**

6-1-85/10, SAIFABAD, HYDERABAD, TELANGANA - 500 004, INDIA

Tel: +91 (40) 2323 0305/06 | Fax: +91 (40) 2323 0313 | www.cosyn.in

1. Name of Listed Entity : **COSYN LIMITED**
2. Quarter ending : 31<sup>st</sup> March, 2018

<b>I Composition of Board of Directors</b>								
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"	No. of Directorship in listed entities including this listed entity  (Refer Regulation 25(1) of Listing Regulations)	No. of memberships in Audit/ Stakeholder Committee(s) including this listed entity  (Refer Regulation 26(1) of Listing Regulations)	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity  (Refer Regulation 26(1) of Listing
Mr.	VISHNU RAVI	<b>PAN:</b> ACPPR9483H <b>DIN:</b> 01144902	Managing Director	15.01.2015	-	1	1	0
Mr.	ARUVA BHOPAL REDDY	<b>PAN:</b> ADGPA4047G <b>DIN:</b> 01119839	Whole-time Director	01.01.1998	-	1	1	0
Mr.	SIVARAMA KRISHNAMURTHY VENKINENI	<b>PAN:</b> AEVPV3547G <b>DIN:</b> 03642007	Independent Director	28.09.2012	66 Month	1	0	1
Mr.	VENKATA RAO POTLURI	<b>PAN:</b> AECPP6137P <b>DIN:</b> 07300169	Independent Director	30.09.2015	30 Month	1	1	0
Mr.	RAMA RAO KARUMANCHI	<b>PAN:</b> AEOPK0445B <b>DIN:</b> 07532854	Independent Director	29.09.2016	18 Month	1	1	1
Ms.	RAVI KASTURI	<b>PAN:</b> ACPPR9484A <b>DIN:</b> 01936068	Non-Executive Director	30.09.2015	-	1	0	0

§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

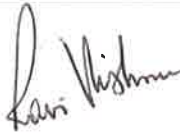
"To be filled only for Independent Director. Tenure would mean total period from which Independent Director is serving on Board of directors of the listed entity in continuity without any cooling off period.

<b>I Composition of Committees</b>			
<b>Name of Committee</b>		<b>Name of Committee members</b>	<b>Category (Chairperson/Executive/Non-Executive/independent/Nominee) §</b>
1.	<b>Audit Committee</b>	1. Shri. Rama Rao Karumanchi	Chairperson - Independent Director
		2. Shri. Venkata Rao Potluri	Independent Director
		3. Shri. Ravi Vishnu	Executive Director
2.	<b>Stakeholders' Relationship Committee</b>	1. Shri. V. Sivarama Krishnamurthy	Chairperson - Independent Director
		2. Shri . Rama Rao Karumanchi	Independent Director
		4. Shri. A. Bhopal Reddy	Executive Director
3.	<b>Nomination &amp; Remuneration Committee</b>	1. Shri. Venkata Rao Potluri	Chairperson - Independent Director
		2. Shri. Rama Rao Karumanchi	Independent Director
		3. Smt. Ravi Kasturi	Non Executive Director
<b>II Meeting of Board of Directors</b>			
<b>Date(s) of Meeting in the previous quarter</b>		<b>Date(s) of Meeting in the relevant quarter</b>	<b>Maximum gap between any two consecutive (in number of days)</b>
14 <sup>th</sup> December, 2017		9 <sup>th</sup> February 2018	56 days
<b>IV Meeting of Committees</b>			
<b>Date(s) of meeting of the committee in the relevant quarter</b>	<b>Whether requirement of Quorum met (details)</b>	<b>Date(s) of meeting of the committee in the previous quarter</b>	<b>Maximum gap between any two consecutive meetings in number of days"</b>
9 <sup>th</sup> February 2018	Yes	14 <sup>th</sup> December, 2017	56 days
· This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional			
<b>V. Related Party Transactions</b>			
<b>Subject</b>		<b>Compliance status (Yes/No/NA)<sub>refer note below</sub></b>	
Whether prior approval of audit committee obtained		Yes	
Whether shareholder approval obtained for material RPT		NA	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		Yes	
<b>Note:</b>			
1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. 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 "N.A." may be indicated.			
2 If status is "No" details of non-compliance may be given here.			

## **V. 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 & remuneration committee
  - c. Stakeholders relationship committee
  - d. Risk management committee (applicable to the top 100 listed entities) – N.A to the Company.
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 have been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: Nil.

**Name** : Ravi Vishnu



**Designation** : Managing Director

### **Note:**

Information at Table I and II above need to be necessarily given in 1<sup>st</sup> quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.