



# TTI ENTERPRISE LIMITED

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Web : [www.ttienterprise.net](http://www.ttienterprise.net)

CIN : L67120WB1981PLC033771

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Date: January 14, 2020

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 December 31, 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 ended on December 31, 2019.

Kindly take the aforesaid information on your records.

Thanking You,

Yours truly,  
For TTI Enterprise Limited

For TTI ENTERPRISE LTD.

  
Company Secretary

Ritika Goel  
Company Secretary

*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 Chairperson 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.Kamalesh Velji Thakkar Mr. Paraj Mehta	Chairperson (Non Executive Independent Director) Member (Non Executive Independent Director) Member (Non Executive Non-Independent Director)	01/06/2008 04/10/2019 24/01/2017	
2	Nomination and Remuneration Committee	Yes	Mr.Alok Kumar Goenka Mr.Kamalesh Velji Thakkar Mr. Paraj Mehta	Chairperson (Non Executive Independent Director) Member (Non Executive Independent Director) Member (Non Executive Non-Independent Director)	27/01/2014 04/10/2019 24/01/2017	
3	Stakeholders Relationship Committee	Yes	Mr.Alok Kumar Goenka Mr.Kamalesh Velji Thakkar Mr. Paraj Mehta	Chairperson (Non Executive Independent Director) Member (Non Executive Independent Director) Member (Non Executive Non-Independent Director)	23/05/2014 04/10/2019 24/01/2017	



### 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 meetings (in number of days)
1	09/08/2019	-	Yes	4	2	-
2	13/09/2019	04/10/2019	Yes	4	2	20
3	-	09/12/2019	Yes	4	2	65

### 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>					
	09/12/2019	Yes	3	2	13/09/2019	86
2	<i>Nomination and Remuneration Committee</i>					
	09/12/2019	Yes	3	2	09/08/2019	121
3	<i>Stakeholders Relationship Committee</i>					
	09/12/2019	Yes	3	2	09/08/2019	121

### 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**

*Ritika Goel*

**Company Secretary**

Ritika Goel

Company Secretary