

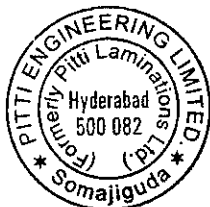
1. Name of Listed Entity : Pitti Engineering Ltd
(Formerly Pitti Laminations Ltd)

2. Quarter ending : 31st March, 2019

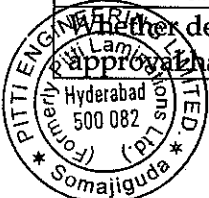
Title (Mr. / Ms.)	Name of the Director	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)	Date of Appoint ment in the current term / cessation	Tenure of Director (in months)	No. of Director ship in listed entities includin g this listed entity	Number of memberships in Audit / Stakeholder Committee(s) including this listed entity*	No. of post of Chairperson in Audit / Stakeholder Committee held in listed entities including this listed entity
Mr.	Sharad B Pitti	Chairperson - Executive	28.04.2017	60	1	-	-
Mr.	Akshay S Pitti	Executive	22.09.2014	-	1	-	-
Mr.	Gummalla Vijaya Kumar	Non-Executive - Independent	22.09.2014	60	1	2	1
Mr.	N R Ganti	Non-Executive - Independent	22.09.2014	60	1	2	-
Mr.	M Gopalakrishna , IAS (Retd)	Non-Executive - Independent	22.09.2014	60	5	9	2
Ms.	Gayathri Ramachandra n, IAS (Retd)	Non-Executive - Independent	22.09.2014	60	4	7	1
Mr.	S Thiagarajan	Non-Executive - Independent	24.04.2015	60	1	1	1

*Committee membership includes chairperson position

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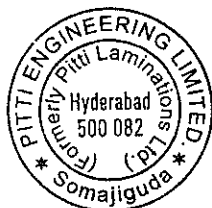
II. Composition of Committees			
Name of Committee	Name of Committee Members	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)	
1. Audit Committee	Shri S Thiagarajan	Chairperson - Non-Executive - Independent	
	Shri N R Ganti	Non-Executive - Independent	
	Shri Gummalla Vijaya Kumar	Non-Executive - Independent	
2. Nomination & Remuneration Committee	Shri N R Ganti	Chairperson - Non-Executive - Independent	
	Shri Gummalla Vijaya Kumar	Non-Executive - Independent	
	Shri S Thiagarajan	Non-Executive - Independent	
3. Risk Management Committee	Not applicable		
4. Stakeholders Relationship Committee	Shri Gummalla Vijaya Kumar	Chairperson - Non-Executive - Independent	
	Shri N R Ganti	Non-Executive - Independent	
	Ms. Gayathri Ramachandran, IAS (Retd)	Non-Executive - Independent	
5. Corporate Social Responsibility Committee	Shri Sharad B Pitti	Chairman - Executive Director	
	Shri Akshay S Pitti	Member - Executive Director	
	Shri Gummalla Vijaya Kumar	Member - Non-Executive Independent Director	
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)	
15 th October, 2018	7 th February, 2019	114 days	
IV. 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 previous quarter	Maximum gap between any two consecutive meetings in number of days
7 th February, 2019 (Audit Committee Meeting)	YES	15 th October, 2018	114 days
V. Related Party Transactions			
Subject		Compliance status (Yes / No / NA)	
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	



Shri S. Thiagarajan

VI. Affirmations		
Sl. No	Subject	Compliance status (Yes/No)
1	The composition of board of directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of audit committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
3	The composition of the nomination and remuneration committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
4	The composition of the stakeholders relationship committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
5	The composition of the risk management committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors	Yes

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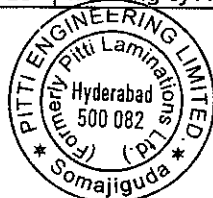


ANNEXURE II

I. Disclosure on website in terms of Listing Regulations			
Sl No	Item	Compliance status (Yes/No/NA)	Web address
1	Details of business	Yes	www.pitti.in
2	Terms and conditions of appointment of independent directors	Yes	www.pitti.in
3	Composition of various committees of board of directors	Yes	www.pitti.in
4	Code of conduct of board of directors and senior management personnel	Yes	www.pitti.in
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	www.pitti.in
6	Criteria of making payments to non-executive directors	Yes	www.pitti.in
7	Policy on dealing with related party transactions	Yes	www.pitti.in
8	Policy for determining 'material' subsidiaries	Yes	www.pitti.in
9	Details of familiarization programmes imparted to independent directors	Yes	www.pitti.in
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	www.pitti.in
11	Email address for grievance redressal and other relevant details	Yes	www.pitti.in
12	Financial results	Yes	www.pitti.in
13	Shareholding pattern	Yes	www.pitti.in
14	Details of agreements entered into with the media companies and/or their associates	NA	
15	New name and the old name of the listed entity	Yes	www.pitti.in

II Annual Affirmations

Sl. No	Particulars	Regulation Number	Compliance status (Yes/No/NA)
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
2	Board composition	17(1)	Yes
3	Meeting of Board of directors	17(2)	Yes
4	Review of Compliance Reports	17(3)	Yes
5	Plans for orderly succession for appointments	17(4)	Yes
6	Code of Conduct	17(5)	Yes
7	Fees/compensation	17(6)	Yes
8	Minimum Information	17(7)	Yes
9	Compliance Certificate	17(8)	Yes
10	Risk Assessment & Management	17(9)	Yes
11	Performance Evaluation of Independent Directors	17(10)	Yes
12	Composition of Audit Committee	18(1)	Yes
13	Meeting of Audit Committee	18(2)	Yes



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Sl. No	Particulars	Regulation Number	Compliance status (Yes/No/NA)
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes
16	Composition and role of risk management committee	21(1),(2),(3),(4)	NA
17	Vigil Mechanism	22	Yes
18	Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
20	Approval for material related party transactions	23(4)	Yes
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA
23	Maximum Directorship & Tenure	25(1) & (2)	Yes
24	Meeting of independent directors	25(3) & (4)	Yes
25	Familiarization of independent directors	25(7)	Yes
26	Memberships in Committees	26(1)	Yes
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes

III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied.

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