

<b>General information about company</b>	
Scrip code	539006
Name of the entity	PTC INDUSTRIES LIMITED
Date of start of financial year	01-04-2016
Date of end of financial year	31-03-2017
Reporting Quarter	Yearly
Date of Report	31-03-2017
Risk management committee	Not Applicable

<b>Annexure I</b>														
<b>Annexure I to be submitted by listed entity on quarterly basis</b>														
<b>I. Composition of Board of Directors</b>														
Disclosure of notes on composition of board of directors explanatory														
Is there any change in information of board of directors compare to previous quarter												Yes		
S r	Titl e (Mr / Ms )	Name of the Director	PAN	DIN	Categor y 1 of director s	Categor y 2 of director s	Catego ry 3 of directo rs	Date of appointm ent in the current term	Date of cessati on	Tenur e of direct or (in month s)	No of Directorsh ip in listed entities including this listed entity (Refer	Number of membershi ps in Audit/ Stakeholde r Committee	No of post of Chairpers on in Audit/ Stakehold er Committe	Note s

											Regulation 25(1) of Listing Regulations)	(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	e held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	
1	Mr	SACHIN AGARWAL	ABMPA2565M	00142885	Executive Director	Chairperson	MD	18-04-1998			1	1	0	
2	Mr	ALOK AGARWAL	ACMPA6206G	00129260	Executive Director	Not Applicable		27-07-1994			1	0	0	
3	Mr	PRIYA RANJAN AGARWAL	ACMPA5869P	00129176	Executive Director	Not Applicable		28-12-1992			1	0	0	
4	Mr	KRISHNA DAS GUPTA	AAAPG5971C	00374379	Non-Executive - Independent Director	Not Applicable		31-07-2008		36	3	3	2	

## Annexure I

**Annexure I to be submitted by listed entity on quarterly basis**

### I. Composition of Board of Directors

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship 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 Chairpersons in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes
5	Mr	RAKESH CHANDRA KATIYAR	ACIPK9603M	00556214	Non-Executive - Independent Director	Not Applicable		19-04-2007		36	1	0	2	
6	Mr	AJAY KASHYAP	AASPK8265H	00661344	Non-Executive - Independent Director	Not Applicable		19-04-2007		36	1	1	0	
7	Mr	BRIJ LAL	AAPPG1393P	06503805	Non-Executive	Not Applicable		06-12-2014		24	1	1	0	

		GUPTA			- Independent Director	e								
8	Mrs	SHASHI VAISH	AAIPV4945 M	006559 01	Non- Executive - Independent Director	Not Applicable		09-08-2014		24	1	0	0	

## Annexure I

### Annexure I to be submitted by listed entity on quarterly basis

#### I. Composition of Board of Directors

Sr	Title (Mr/ Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directors hip 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	No of post of Chairpersons in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation	Notes
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													Regulations)	n 26(1) of Listing Regulations)	
9	Mr	KASIVISWANATHAN MUKUNDAN	ABNPM2395N	02756249	Non-Executive - Nominee Director	Not Applicable		09-02-2016				1	1	0	

### Annexure 1

#### II. Composition of Committees

Disclosure of notes on composition of committees explanatory

Is there any change in information of committees compare to previous quarter No

### Annexure 1

#### Annexure 1

#### III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory

Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)
1	11-11-2016		

2		11-02-2017	91
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### Annexure 1

#### IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory

Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	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)	Name of other committee
1	Audit Committee	11-02-2017	Yes	all the five members were present in the meeting out of which three are independent directors	11-11-2016	91	
2	Nomination and remuneration committee	11-02-2017	Yes	all the four members were present in the meeting, all are independent directors			
3	Stakeholders Relationship Committee	11-02-2017	Yes	all the four members were present in the meeting out of which three are independent directors			
4	Other Committee	11-02-2017	Yes	all the three members were present in the			Risk Management

				meeting out of which two are independent directors			Committee
5	Corporate Social Responsibility Committee	11-02-2017	Yes	all the four members were present in the meeting out of which three are independent directors			
6	Other Committee	11-02-2017	Yes	all the four members were present in the meeting out of which two are independent directors			Project Monitoring and Environment Committee

### Annexure 1

#### IV. Meeting of Committees

Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	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)	Name of other committee
7	Other Committee	11-02-2017	Yes	all thye five independent directors were present in the meeting			Independent Director's Exclusive meeting

### Annexure 1

#### V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
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 to omnibus approval have been reviewed by Audit Committee	NA	

### Annexure 1

#### VI. Affirmations

Sr	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 the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure	Yes



	requirements) Regulations, 2015. c. Stakeholders relationship committee	
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	NA
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

## Annexure II

### Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

#### I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.ptcil.com
2	Terms and conditions of appointment of independent directors	Yes		www.ptcil.com
3	Composition of various committees of board of directors	Yes		www.ptcil.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.ptcil.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.ptcil.com

6	Criteria of making payments to non-executive directors	NA		
7	Policy on dealing with related party transactions	Yes		www.ptcil.com
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		www.ptcil.com

## Annexure II

### Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

#### I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.ptcil.com
11	email address for grievance redressal and other relevant details	Yes		www.ptcil.com
12	Financial results	Yes		www.ptcil.com
13	Shareholding pattern	Yes		www.ptcil.com
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	NA		

## Annexure II

### II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
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)	NA	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	Yes	

## Annexure II

### II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
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	
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)	Yes	
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)	NA	

## Annexure II

### II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
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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)	Yes	
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)	NA	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

## Annexure II

### III. Affirmations

Sr	Particulars	Compliance status (Yes/No/NA)
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1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA
	Any other information to be provided	

<b>Signatory Details</b>	
Name of signatory	ARUN KUMAR GUPTA
Designation of person	Company Secretary
Place	LUCKNOW
Date	14-04-2017