

General information about company	
Scrip code	539006
Name of the entity	PTC INDUSTRIES LIMITED
Date of start of financial year	01-04-2015
Date of end of financial year	31-03-2016
Reporting Quarter	Yearly
Date of Report	31-03-2016
Risk management committee	Not Applicable

Annexure I														
Annexure I to be submitted by listed entity on quarterly basis														
I. Composition of Board of Directors														
Disclosure of notes on composition of board of directors explanatory														Yes
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	Number of memberships in Audit/ Stakeholder Committee(s) including	No of post of Chairperson in Audit/ Stakeholder Committee held in listed	Notes

												this listed entity	entities including this listed entity	
1	Mr	SATISH CHANDRA AGARWAL	ACMPA4385Q	00142960	Executive Director	Chairperson		20-03-1963			1	0	0	
2	Mr	Sachin Agarwal	ACMPA2565M	00142885	Executive Director	Not Applicable	MD	18-04-1998			1	1	0	
3	Mr	Alok Agarwal	ACMPA6206G	00129260	Executive Director	Not Applicable		27-07-1994			1	0	0	
4	Mr	Priya Ranjan Agarwal	ACMPA5869P	00129176	Executive Director	Not Applicable		28-12-1992			1	0	0	
5	Mr	Krishna Das Gupta	AAAPG5971C	00374379	Non-Executive - Independent Director	Not Applicable		31-07-2008		24	3	3	2	
6	Mr	Rakesh Chandra Katiyar	ACIPK9603M	00556214	Non-Executive - Independent Director	Not Applicable		19-04-2007		24	1	0	2	

7	Mr	Ajay Kashyap	AASPK8265H	00661344	Non-Executive - Independent Director	Not Applicable		19-04-2007		24	1	1	0
8	Mr	Brij Lal Gupta	AAPPG1393P	06503805	Non-Executive - Independent Director	Not Applicable		06-12-2014		12	1	1	0
9	Ms	Shashi Vaish	AAIPV4945M	00655901	Non-Executive - Independent Director	Not Applicable		09-08-2014		12	1	0	0
10	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

Textual Information(1)

Is there any change in composition of committees compare to previous quarter					Yes
Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
1	Audit Committee	Dr. Rakesh Chandra Katiyar	Non-Executive - Independent Director	Chairperson	
2	Audit Committee	Mrs. Smita Agarwal	Executive Director	Member	
3	Audit Committee	Mr. Brij Lal Gupta	Non-Executive - Independent Director	Member	
4	Audit Committee	Mr. Krishna Das Gupta	Non-Executive - Independent Director	Member	
5	Audit Committee	Mr. Kasiviswanathan Mukundan	Non-Executive - Nominee Director	Member	
6	Nomination and remuneration committee	Mr. Krishna Das Gupta	Non-Executive - Independent Director	Chairperson	
7	Nomination and remuneration committee	Mrs Shashi Vaish	Non-Executive - Independent Director	Member	
8	Nomination and remuneration committee	Mr. Brij Lal Gupta	Non-Executive - Independent Director	Member	
9	Nomination and remuneration committee	Dr. Rakesh Chandra Katiyar	Non-Executive - Independent Director	Member	
10	Stakeholders Relationship Committee	Dr. Rakesh Chandra Katiyar	Non-Executive - Independent Director	Chairperson	
11	Stakeholders Relationship Committee	Mr. Ajay Kashyap	Non-Executive - Independent Director	Member	
12	Stakeholders Relationship Committee	Mr. Sachin Agarwal	Executive Director	Member	

13	Stakeholders Relationship Committee	Mr. Krishna Das Gupta	Non-Executive - Independent Director	Member	
14	Corporate Social Responsibility Committee	Mr. Krishna Das Gupta	Non-Executive - Independent Director	Chairperson	
15	Corporate Social Responsibility Committee	Mrs. Shashi Vaish	Non-Executive - Independent Director	Member	
16	Corporate Social Responsibility Committee	Mr. Alok Agarwal	Executive Director	Member	
17	Corporate Social Responsibility Committee	Dr. Rakesh Chandra Katiyar	Non-Executive - Independent Director	Member	

Text Block

Textual Information(1)

Mr. Kasiviswanathan Mukundan, Non Exutive Nominee Director was inducted as member of the Audit Committee with effect from February 9, 2016. Mrs. Smita Agarwal, Chief Financial Officer of the Company is member of Audit Committee. (The option of selecting KMP was not available hence for validating the sheet,executive director is choosen. But she is an KMP)

Annexure 1

Annexure 1

III. Meeting of Board of Directors

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)
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1	07-11-2015		
2		09-02-2016	93

Text Block

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)
1	Audit Committee	09-02-2016	Yes	all the four members were present in the meeting out of which three are independent directors	07-11-2015	93
2	Nomination and remuneration committee	09-02-2016	Yes	out of four, three members were present and all are independent directors		
3	Stakeholders Relationship Committee	09-02-2016	Yes	all the four members were present in the meeting		
4	Corporate Social Responsibility	09-02-2016	Yes	out of four members, three are independent directors		

	Committee			and three attended the meeting		
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Text Block

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 requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
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. Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

Text Block	
Textual Information(1)	The report submitted in the previous quarter ended on December 31, 2015 under Regulation 27 of the SEBI (LODR) Regulations, 2015 was placed before the subsequent Board Meeting held on February 9, 2016. The Board noted the same.

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	Yes		www.ptcil.com
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
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)	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	
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	

Any other information to be provided - Add Notes	
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Annexure II		
III. Affirmations		
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

Signatory Details	
Name of signatory	Arun Kumar Gupta
Designation of person	Compliance Officer
Place	Lucknow
Date	12-04-2016