

Quarterly Compliance Report on Corporate Governance

Name of the Company: **HARRISONS MALAYALAM LIMITED**

Quarter ending on: **31st December, 2015**

I. Composition of Board of Directors							
Name of 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	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. Haigreve Khaitan	AEVPK7531H 00005290	Independent	01/10/2014	5 Years	6	3	2
Mr. Golam Momen	AEXPM8914Q 00402662	Independent	01/10/2014	5 Years	8	6	1
Mr. P. Rajagopalan	AABPR3204J 02817068	Non Independent- Non Executive	28/09/2015	-	1	0	0
Mr. J.M. Kothary	AANPK8122E 00015254	Independent	01/10/2014	5 Years	4	3	1
Mr. N. Dharmaraj (WTD)	AEFPD8966F 00912004	Executive	08/08/2014	-	1	0	0
Mr. Sachin Nandgaonkar	AACPN5816F 03410739	Non Independent- Non Executive	11/02/2015	-	2	3	0
Mr. Kaushik Roy	ACDPR6594F 06513489	Non Independent- Non Executive	28/09/2015	-	3	1	0
Ms. Surbhi Singhi*	AIBPK8344A 03275338	Non Executive*	06/11/2015	-	4	3	0
Ms. Sucharita Basu	AIYPB6055A 06921540	Independent	Ceased on 28/09/2015	-	-	-	-

*Appointed as Additional Director of the Company on 06.11.2015 and proposal through Postal Ballot has been sent to the members for appointing her as an Independent Director of the Company.



II. Composition of Committees		
Name of Committee	Name of Committee members	Category
1. Audit Committee	Mr. Haigreve Khaitan	Independent
	Mr. Golam Momen	Independent
	Mr. J M Kothary	Independent
	Mr. Sachin Nandgaonkar	Non Executive
	Ms. Surbhi Singhi	Non Executive
2. Nomination & Remuneration Committee	Mr. Haigreve Khaitan	Independent
	Mr. Golam Momen	Independent
	Mr. J M Kothary	Independent
3. Risk Management Committee	Mr. Haigreve Khaitan	Independent
	Mr. Sachin Nandgaonkar	Non Executive
	Mr. Kaushik Roy	Non Executive
	Mr. K N Mathew	Chief Financial Officer
	Mr. P A Krishnamoorthy	Chief Financial Officer
4. Stakeholders Relationship Committee	Mr. Golam Momen	Independent
	Ms. Surbhi Singhi	Non Executive
	Mr. V. Venugopal	Manager

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 meetings (in number of days)
11/08/2015; 28/09/2015;	06/11/2015	49 days, 40 days



IV. Meeting of Committees

Date of meeting of the Committee in the relevant Quarter	Whether requirement of Quorum met	Date of meeting of the Committee in the previous Quarter	Maximum gap between any Two consecutive meetings In number of days*
Audit Committee- 06/11/2015	yes	11/08/2015; 23/09/2015	44 Days; 45 days
Nomination & Remuneration Committee 06/11/2015	Yes	01/07/2015	129 days

V. Related Party Transactions

Subject	Compliance Status (Yes / No/ NA)
Whether prior approval of audit committee obtained	NA
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus Approval have been reviewed by Audit Committee.	NA

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 & Remuneration Committee
 - c. Stakeholders relationship committee
 - d. Risk Management committee
3. The Committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligation and Disclosure Requirements) Regulation 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 has been placed before Board of Directors. Any comments / observations/advice of Board of Directors may be mentioned here.


Ravi A.
Company Secretary

