

## REPORT ON CORPORATE GOVERNANCE

1. Name of Listed Entity : AVT NATURAL PRODUCTS LIMITED
2. Quarter ending : 30<sup>th</sup> September 2017

### I. Composition of Board of Directors

Title	Name of the 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 (Refer Regulation 25 (1) of Listing Regulations)	No. of memberships in Audit/Stake holder Committee(s) including this listed entity ( Refer Regulation 26(1) of Listing Regulations)	No. of post of Chairperson in Audit/Stake holder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr	<b>Ajit Thomas</b>	AAAPT8581 H - 00018691	Chairman – Non Executive	10/8/2016	NA	3	7	5
Mr	<b>M.A. Alagappan</b>	AACPA9628 C - 00031805	Independent	25/7/2014	30 years	1	1	1
Mr	<b>P. Shankar</b>	AAWPS0535 Q - 01638317	Independent	25/7/2014	10 years	1	2	1
Mr	<b>A.D. Bopanna</b>	ABIPB8375 N - 00576066	Independent	26/8/2015	2year	2	6	1
Mrs	<b>Shanthi Thomas</b>	AAQPS9457 H - 00567935	Non Executive	10/8/2017	NA	2	1	0
Mr	<b>Habib Hussain</b>	AAAPH5137 P - 00018665	Non Executive	26/8/2015	NA	1	3	0

*Note: Mr. M.A. Alagappan and Mr. P. Shankar were appointed in AGM held on 25.7.2014 for 5 years and Mr. A.D. Bopana in the AGM held on 26.8.2015 for 5 years as Independent Directors.*

### II. Composition of Committees

	Name of Committee	Name of Committee members	Category (Chair person/ Executive / Non-Executive / Independent / Nominee)
1	Audit Committee	Mr. M.A. Alagappan Mr. P. Shankar Mr. A.D. Bopana Mr. Habib Hussain	Chairperson - Independent
2	Nomination & Remuneration Committee	Mr. M.A. Alagappan Mr. P. Shankar	Chairperson - Independent



		Mr. Habib Hussain	
3	Risk Management Committee (if application)	NA	
4	Stakeholders Relationship Committee	Mr. Ajit Thomas Mr. A.D. Bopana Mr. Habib Hussain	Chairperson – Non-Executive

### 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)
29 <sup>th</sup> May 2017	10 <sup>th</sup> August 2017	72 days

### IV. Meeting of Committees – Audit committee

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
10 <sup>th</sup> August 2017	Yes – All the four members of the committee were present	29 <sup>th</sup> May 2017	72 days

This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

### 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

### 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 committee 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 ( applicable to the top 100 listed entities) – **Not applicable**
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) 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:

Name & Designation : **DILEEPRAJ.P**  
Company Secretary

Date : 6<sup>th</sup> October 2017



<b>I. Affirmations</b>		
<b>Broad heading</b>	<b>Regulation Number</b>	<b>Compliance status (Yes / No/NA)</b>
Copy of the Annual Report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes (business responsibility report not applicable)
Presence of Chairperson of Audit Committee at the annual General Meeting	18(1)(d)	yes
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes
Whether 'Corporate Governance Report' disclosed in Annual Report	34(3) read with para C of Schedule V	Yes
<p><b>Note</b></p> <ol style="list-style-type: none"> <li>1. In the column 'Compliance Status', compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, 'Yes' may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words 'N.A' may be indicated.</li> <li>2. If status is 'No' details of non-compliance may be given here.</li> <li>3. If the listed entity would like to provide any other information the same may be indicated here.</li> </ol>		

Name & Designation :



**DILEEPRAJ.P**  
Company Secretary  
6<sup>th</sup> October 2017

Date :

