



**Suprajit  
Engineering  
Limited**

**Registered & Corporate Office :**

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Corporate Identity Number (CIN) : L29199KA1985PLC006934



**BSE Limited  
Phiroze Jeejebhoy Towers  
Dalal Street,  
Mumbai – 400 001.**

January 14, 2016

Dear Sir/Madam

**Sub: Compliance with Regulation 27 (2) (a) of SEBI (Listing Obligation and Disclosure Regulation), 2015 for the quarter ended 31<sup>st</sup> December 2015**

We are pleased to enclose herewith the Quarterly Compliance Report on Corporate Governance – Annexure 1 for the quarter ended 31<sup>st</sup> December 2015.

We request you to treat this notice as compliance pursuant to the Regulation 27 (2) (a) of SEBI (Listing Obligation and Disclosure Regulation), 2015.

Thanking you,

Yours faithfully,  
for **SUPRAJIT ENGINEERING LIMITED,**

  
**MEDAPPA GOWDA J  
COMPANY SECRETARY**

Encl: as above

**ANNEXURE 1**  
**SUPRAJIT ENGINEERING LIMITED**  
**31ST DECEMBER 2015**

**I. Composition of Board Directors**

Title (Mr./Ms.)	Name of the Director	PAN <sup>S</sup> & DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)&	Date of Appointment in the current term/cessation	Tenure*	No. of Directorship in this listed entity (Refer Regulation 25(1) of Listing Regulations)	No. of Memberships in Audit/Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No. of Post of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	K Ajith Kumar Rai	AANPR1083M, 01160327	Chairman & Managing Director	31.07.2012	-	2	4	-
Mr.	C Mohan	AFCPM8631C, 05229359	Executive	12.03.2015	-	1	-	-
Mr.	Diwakar S Shetty	AAJPS9636B, 00432755	Independent	21.10.2006	5 Years from reappointment 31.07.2014	2	2	1
Mr.	M Jayarama Shetty	ABNPS1090G, 00303743	Independent	14.04.1995	5 Years from reappointment 31.07.2014	1	1	1
Mr.	B S Patil	AAAMP4745P, 00061959	Independent	19.06.2006	5 years from reappointment 03.02.2015	2	-	-
Mr.	Suresh Shetty	ABBPS1631D, 00316830	Independent	31.01.2011	5 years from reappointment 03.02.2015	3	1	1
Mr.	Ian Williamson - Foreign Director	01805348	Independent	31.07.2007	5 years from reappointment 03.02.2015	2	1	-
Ms.	Supriya A Rai	AANPR9077R, 01756994	Non Executive	30.05.2014	5 years from reappointment 30.05.2014	1	-	-

\* PAN Number of any Director would not be displayed on the website of Stock exchange

& Category of Directors means Executive/Non-Executive/ Independent/Nominee, if a Director fits into more than one category write all categories separating them with hyphen

\* to be filled only for Independent Director. Tenure would mean total period from which Independent Director is serving on Board of Directors of the listed entity in continuity without any cooling off period.

**II. Composition of Committees**

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)\$
Audit Committee	Diwakar S Shetty, K Ajith Kumar Rai, M Jayarama Shetty, Suresh Shetty	Chairman - Independent Executive Independent Independent
Nomination and Remuneration Committee	B S Patil, Diwakar S Shetty, K Ajith Kumar Rai, M Jayarama Shetty	Chairman - Independent Independent Executive Independent

Stakeholders Relationship Committee	M Jayarama Shetty, Diwakar S Shetty, K Ajith Kumar Rai	Chairman - Independent Independent Executive
Corporate Social Responsibility Committee	K Ajith Kumar Rai, Dr. Supriya A Rai, Ian Williamson	Chairman - Executive Independent Independent
Investment Committee	K Ajith Kumar Rai, Ian Williamson, Suresh Shetty	Chairman - Executive Independent Independent
<p>§ Category of Directors means executive/non-executive/independent/Nominee, if a director fits into more than one category write all categories separating them with hyphen</p>		
<b>III. Meeting of Board of Directors</b>		
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)
11th August 2015	9th November 2015	90 days
<b>IV. Meeting of Committees</b>		
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
9th November 2015 (audit committee)	Yes (All the members are present at the meeting)	11th August 2015
<p>* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional</p>		
<b>V. Related Party Transactions</b>		
<b>Subject</b>		
Whether prior approval of audit committee obtained		Compliance status (Yes / No / NA) refer note below
Whether shareholder approval obtained for material RPT		Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit committee		NA
		Yes
<b>Note</b>		
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.		
2. If Status is "No" details of non-compliance may be given here:		
<b>VI. Affirmations</b>		
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 ( applicable to the top 100 listed entities)		
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) 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:		
Name & Designation	MEDAPPA QOWDA J Vice-President - Finance & Company Secretary	
Company Secretary/Compliance Officer/Managing Director/CEO		