

K.P.R. MILL LIMITED

Corporate Office : 1st Floor Srivari Shrimat, 1045, Avinashi Road, Coimbatore - 641018. India ☎ : 0422-2207777 Fax : 0422-2207778

7th October 2017

The Listing Department,
Bombay Stock Exchange Ltd.
1st Floor, Rotunda Buildings,
Phiirze Jeejeebhoy Towers,
Mumbai – 400 001.

The Listing Department,
National Stock Exchange of India Ltd.,
Exchange Plaza, Plot: C/1, G Block,
Bandra-Kurla Complex, Bandra (E),
Mumbai – 400 051.

Dear Sir,

**Sub: Corporate Governance – Quarterly Compliance Report as on
30.09.2017**

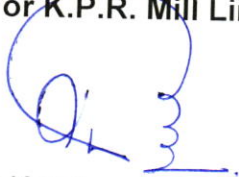
Ref: Scrip code: 532889/ KPR MILL

Pursuant to the requirements of Regulation 27 (2) (a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the Corporate Governance Report of the Company for the Quarter ended 30.09.2017.

Kindly take the above on record.

Thanking you.

Yours faithfully
For K.P.R. Mill Limited



P. Kandaswamy
Company Secretary

Encl: As above

QUARTERLY COMPLIANCE REPORT

Name of the Listed Entity: K.P.R. MILL LIMITED

Quarter ending: 30th September 2017

Title Mr./ Ms)	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)	Number 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
Mr.	K.P.Ramasamy	AARPR1787J / 00003736	Chairman – Executive Director	01/04/2015		1		
Mr.	KPD Sigamani	ACWPD4021E / 00003744	Executive Director	01/04/2015		1		
Mr.	P.Nataraj	ABOPN9966D / 00229137	Executive Director	01/04/2015		1	2	
Mr.	K. Sabapathy	AMOPS9631B / 00001794	Independent Director	01/04/2014	3 Years, 6 Months	1	2	1
Mr.	G.P. Muniappan	AAJPM4939M / 01653599	Independent Director	01/04/2014	3 Years, 6 Months	2	3	2
Mr.	K.N.V. Ramani	ABQPR3244N / 00007931	Independent Director	01/04/2014	3 Years, 6 Months	5	4	1
Mr.	A.M. Palanisamy	AHRPP0987B / 00112303	Independent Director	01/04/2014	3 Years, 6 Months	2	2	2
Mr.	C.R. Ananadkrishnan	AHDPR3293A / 00003748	Executive Director	01/02/2016		1		
Mr.	C.Thirumurthy	AAFPT5313E / 00001991	Independent Director	01/04/2014	3 Years, 6 Months	1		
Mrs.	S. Ranganayaki	AFLPR8872F / 07116244	Independent Director	12/03/2015	2 Years, 6 Months	1		
Mr.	P. Selvakumar	BLDPS4268R / 07228760	Executive Director	27/07/2015		1		
Mr.	E.K.Sakthivel	AYBPS1375D / 01876822	Executive Director	09/03/2016		1		



II.Composition of Committees		
Name of the Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)
1. Audit Committee	Mr.G.P.Muniappan	Independent Director – Chairman of the Committee
	Mr.K.Sabapathy	Independent Director
	Mr.P.Nataraj	Executive Director
2. Nomination & Remuneration Committee.	Mr.G.P.Muniappan	Independent Director – Chairman of the Committee
	Mr.K.Sabapathy	Independent Director
	Mrs. S.Ranganayaki	Independent Director
3. Stakeholders Relationship Committee'	Mr. K.Sabapathy	Independent Director – Chairman of the Committee
	Mr.G.P.Muniappan	Independent Director
	Mr.P.Nataraj	Executive Director
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)
03.05.2017	25.07.2017	82 Days



IV. Meeting of Committees			
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
Audit Committee Meeting 20.07.2017	YES	25.04.2017	85 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	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
<div>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</div> <div>2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015</div> <div>a. Audit Committee</div> <div>b. Nomination & remuneration committee</div> <div>c. Stakeholders relationship committee</div> <div>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.</div> <div>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.</div> <div>5. This report will be placed before Board of Directors in the ensuing Board Meeting.</div>

For K.P.R. MILL LIMITED

Company Secretary

ANNEXURE - III

Format to be submitted by listed entity at the end of 6 months after end of Financial Year along-with second quarter report of next financial year

I Affirmations		
Broad heading	Regulation Number	Compliance Status (Yes/No/NA) <small>refer note below</small>
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
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
Note <ol style="list-style-type: none">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.3. If the Listed Entity would like to provide any other information the same may be indicated here.		

