

Compliance Report as per Regulation 27(2) of Listing Regulations, 2015

1. Name of the Listed Entity: India Radiators Limited
2. Quarter ending: 30 September 2017

I. Composition of Board of Directors

Title (Mr./Ms)	Name of the Director	PAN	DIN	Category (Chairperson/ Executive/Non-executive /Independent/Nominee)	Date of Appointment in the current term	Tenure	No of Directorship in listed entities including this listed entity (As per Regulation 25(1) of Listing Regulations)	Number of memberships in Committees including this listed entity (As per Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	T Govindarajan	AACPG8402E	02603986	Non-executive Independent Director	29-05-2015	5 years with effect from 29.05. 2015	One	Two	-
Mr.	B Narendran	AAPPND488E	01159394	Chairperson & Non-executive Independent Director	29-05-2015	5 years with effect from 29.05. 2015	Six	Ten	Five
Mr.	E N Rangaswami	AAJPR6852N	06463753	Non-Executive - Non Independent Director	28-05-2014	-	Two	Three	One
Ms.	Rita Chandrasekar	AAAPR5361F	03013549	Non-executive Independent Director	29-05-2015	5 years with effect from 29.05. 2015	Three	Two	One
Mr.	K Nadasundaram	AADPN5591L	02135505	Executive Director	13-11-2016	-	One	One	-

II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/ Executive/ Independent)
1. Audit Committee	Ms. Rita Chandrasekar Mr. T Govindarajan Mr. B Narendran Mr. E N Rangaswami	Chairperson - Non-Executive - Independent Director Non-Executive - Independent Director Non-Executive - Independent Director Non-Executive - Non Independent Director
2. Nomination & Remuneration Committee	Mr. B Narendran Mr. T Govindarajan Ms. E N Rangaswami Mr. Rita Chandrasekar	Chairperson - Non-Executive - Independent Director Non-Executive - Independent Director Non-Executive - Non Independent Director Non-Executive - Independent Director
3. Stakeholders Relationship Committee	Mr. E N Rangaswami Mr. K Nadasundaram Ms. Rita Chandrasekar	Chairperson - Non-Executive - Non Independent Director Executive Director Non-Executive - Independent 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 meetings (in number of days)
29-May-17	06-Sep-17	100

IV. Meeting of Committees

Audit Committee			
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
06-Sep-17	Yes	29-May-17	100

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 - Yes
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
a. Audit Committee - Yes
b. Nomination & remuneration committee - Yes
c. Stakeholders relationship committee - Yes
d. Risk management committee - NA
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. - Yes
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. - Yes

Date: 09-10-2017
Place: Chennai

For India Radiators Limited

P. Subramanyam
Company Secretary & Compliance officer

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)	If status is "No" details of non-compliance may be given here
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	10(1)(d)	Yes	
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	13(3)	Yes	
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with part C of Schedule V	Yes	
Note 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.			
P Subramanyam Company Secretary			