

BSE LTD  
ACKNOWLEDGEMENT

Acknowledgement No	: 0704201803400927	Date & Time	: 07/04/2018 03:40:09 PM
Scrip Code	: 523411		
Entity Name	: ADC India Communications Limited		
Compliance Type	: Regulation 27(2)- Corporate Governance		
Quarter / Period	: 31/03/2018		
Mode	: E-Filing		

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### General information about company

Scrip code	523411
NSE Symbol	
MSEI Symbol	
ISIN	INE833A01016
Name of the entity	ADC India Communications Limited
Date of start of financial year	01-04-2017
Date of end of financial year	31-03-2018
Reporting Quarter	Yearly
Date of Report	31-03-2018
Risk management committee	Not Applicable

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Annexure I

Annexure I to be submitted by listed entity on quarterly basis

1. Composition of Board of Directors

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Disclosure of notes on composition of board of directors explanatory		Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	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 posts of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
					Is there any change in information of board of directors compare to previous quarter	Yes										
1	Mr	S.Devorajan	AOWPS7055L	00878956	Non-Executive - Independent Director	Chairperson		01-04-2014		62	2	5	1			
2	Mr	J.N.M.Waraha	AELIP7872L	06675260	Executive Director	MD		01-04-2014		48	1	1	0			
3	Mrs	Ravathy Ashok	ACLPB9351Q	00067539	Non-Executive - Independent Director	Not Applicable		01-04-2014		80	4	8	3			
4	Mr	N.Srinivasan	AABPS4281K	02036517	Non-Executive - Independent Director	Not Applicable		01-04-2014	04-03-2018	74	1	2	1			
5	Mr	Ravi Bosco Babalis	AECPR2600F	07868872	Non-Executive - Nominee Director	Not Applicable		04-08-2017		8	1	1	0			

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## Annexure 1

## II. Composition of Committees

Disclosure of notes on composition of committees explanatory		Add Notes
Is there any change in information of committees compare to previous quarter		Yes

## Audit Committee Details

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	00057539	Revathy Ashok	Non-Executive - Independent Director	Chairperson	
2	00878956	S.Devarajan	Non-Executive - Independent Director	Member	
3	07868872	Ravi Bosco Rebello	Non-Executive - Nominee Director	Member	
4					
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9					
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## Nomination and remuneration committee

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	00057539	Revathy Ashok	Non-Executive - Independent Director	Chairperson	
2	00878956	S.Devarajan	Non-Executive - Independent Director	Member	
3	07868872	Ravi Bosco Rebello	Non-Executive - Nominee Director	Member	
4					
5					
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7					
8					
9					
10					

Stakeholders Relationship Committee					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	00878956	S.Devarajan	Non-Executive - Independent Director	Chairperson	
2	00057539	Revathy Ashok	Non-Executive - Independent Director	Member	
3	06675260	J.N.Mylarajah	Executive Director	Member	
4					
5					
6					
7					
8					
9					
10					

Risk Management Committee					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	00878956	S.Devarajan	Non-Executive - Independent Director	Chairperson	
2	00057539	Revathy Ashok	Non-Executive - Independent Director	Member	
3	07868872	Ravi Bosco Rebello	Non-Executive - Nominee Director	Member	
4					
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10					

Corporate Social Responsibility Committee



Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	00057539	Revathy Ashok	Non-Executive - Independent Director	Chairperson	
2	00878956	S.Devarajan	Non-Executive - Independent Director	Member	
3	06675260	J.N.Mylaralah	Executive Director	Member	
4					
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9					
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Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1						
2						
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9						
10						

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### Annexure 1

#### III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors  
explanatory[Add Notes](#)

Sr

Date(s) of meeting (Enter dates of Previous quarter  
and Current quarter in chronological order)Maximum gap between  
any two consecutive (in  
number of days)[Add](#)[Delete](#)

1

15-11-2017

2

02-02-2018

78

3

21-03-2018

46

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Annexure 1							
IV. Meeting of Committees							
Disclosure of notes on meeting of committees explanatory					Add Notes		
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	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)	Name of other committee
Add		Delete					
1	Audit Committee	02-02-2018	Yes	0	15-11-2017	78	
2	Stakeholders Relationship Committee	02-02-2018	Yes	0	15-11-2017	78	
3	Nomination and remuneration committee	21-03-2018	Yes	0			
4	Corporate Social Responsibility Committee	02-02-2018	Yes	0			
5	Risk Management Committee	02-02-2018	Yes				



Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes on related party transactions			Add Notes
Disclosure of notes of material transaction with related party			Add Notes

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Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
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
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	NA
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	<a href="#">Add Notes</a>

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Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	R.Ganesh
2	Designation	Company Secretary

Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.adckcl.com
2	Terms and conditions of appointment of independent directors	Yes		www.adckcl.com
3	Composition of various committees of board of directors	Yes		www.adckcl.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.adckcl.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.adckcl.com
6	Criteria of making payments to non-executive directors	NA		
7	Policy on dealing with related party transactions	Yes		www.adckcl.com
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		www.adckcl.com
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.adckcl.com
11	email address for grievance redressal and other relevant details	Yes		www.adckcl.com
12	Financial results	Yes		www.adckcl.com
13	Shareholding pattern	Yes		www.adckcl.com
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	NA		
16	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]		Add Notes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	Yes	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	Yes	
11	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
20	Approval for material related party transactions	23(4)	NA	
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
Any other information to be provided				Add Notes

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Annexure II		
1	Name of signatory	R.Ganesh
2	Designation	Company Secretary and Compliance Office

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Annexure II		
III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA
Any other information to be provided		<a href="#">Add Notes</a>

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Annexure II		
1	Name of signatory	R.Ganesh
2	Designation	Company Secretary and C

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### Signatory Details

Name of signatory	R.Ganesh
Designation of person	Company Secretary and Compliance Office
Place	Bangalore
Date	07-04-2018

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