

Quarterly Compliance Report on Corporate Governance
As per Regulation 27 (2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Name of listed entity	SERVALAKSHMI PAPER LIMITED (CIN: L21012TN2005PLC092783)
Quarter ending	31 st March 2016

I. Composition of Board of Directors								
Title (Mr / Ms.)	Name of the Director	PAN [§] & DIN	Category (Chairperson / Executive / Non- Executive / Independent/ Nominee) ^{&}	Date of appointmen t in the current term / cessation	Tenur e*	No. of directorshi p in listed entities including this listed entity (Refer Regulation 25(1) of the listing Regulation s)	Number of membership in Audit / Stakeholder committee(s) including this entity (Refer regulation 26 (1) of the listing Regulations)	No. of posts of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26 (1) of the listing Regulations)
Mr.	Y Shivaramprasad	AIJPS2700A / 00010734	Executive	12.02.2007	NA	1	2	-
Mr.	R Ramswamy	ABWPR6810L / 00010572	Executive – Chairman	03.11.2005	NA	1	-	-
Mr.	D Muthusamy	AFDPM8196D / 00010588	Non- Executive – Independent	26.09.2014	8 years	1	2	1
Mr.	V S Pattabiraman	AAHPP8174D / 00784247	Non- Executive – Independent	26.09.2014	3 years	1	1	1

[§] PAN number of any director would not be displayed on the 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.

For Servalakshmi Paper Limited


Managing Director

II. Composition of Committees		
Name of Committee	Name of Committee members	Category (Chairperson / Executive / Non Executive / Independent/ Nominee) [§]
Audit Committee	Mr V S Pattabiraman, Chairman Mr D Muthusamy, Member Mr Y Shivaram Prasad , Member	Non-Executive – Independent Non-Executive – Independent Executive
Nomination and Remuneration Committee	Mr D Muthusamy, Chairman Mr V S Pattabiraman, Member Mr Y Shivaram Prasad, Member	Non-Executive – Independent Non-Executive – Independent Executive
Risk Management Committee	NA	NA
Stakeholders Relationship Committee	Mr D Muthusamy, Chairman Mr Y Shivaram Prasad, Member	Non-Executive – Independent Executive

[§] 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

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)
14.11.2015	10.02.2016	87

IV. Meeting of Committees – Audit Committee			
Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of Meeting (if any) in the previous quarter	Maximum gap between any two consecutive in number of days*
10.02.2016	Yes – All 3 members present	14.11.2015	87


* 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	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA

Note

- 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.
- If status is "No" details of non-compliance may be given here

For **Servalakshmi Paper Limited**


Managing Director

VI. Affirmation

1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The strength of the Board of Directors of the Company was 4 directors as on 31st December 2015 comprising of 2 Executive Directors (including 1 Chairman) and 2 independent directors. The Company has not been able to comply with the requirement of having to appoint 1 woman director on the Board. The Company had a Woman director on the Board until 13.07.2015. The Company is in the process of identifying a women director and the same will be done within the forthcoming months.

2. The Composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
 - a. Audit Committee
 - b. Nomination and Remuneration Committee
 - c. Stakeholders Relationship Committee

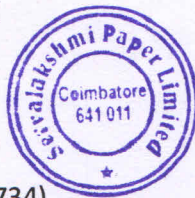
The Nomination and Remuneration Committee of the Company has not been constituted with three non-executive directors as the Board consists of only two non-executive directors. The Nomination and Remuneration Committee shall be re-constituted on the appointment of additional directors on the Board.

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 will be placed before the Board of Directors in their next meeting.

For Servalakshmi Paper Limited



(Y. Shivaram Prasad)
Managing Director (DIN-00010734)



Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.

**Yearly Compliance Report on Corporate Governance
as per Regulation 27 (2) of Securities and Exchange Board of India (Listing Obligations and
Disclosure Requirements) Regulations 2015**

Name of listed entity	SERVALAKSHMI PAPER LIMITED (CIN: L21012TN2005PLC092783)
Year ending	31 st March, 2016

I. Disclosure on website in terms of Listing Regulations	
Item	Compliance Status (Yes/No/NA)
Details of business	Yes
Terms and conditions of appointment of independent directors	Yes
Composition of various committees of board of directors	Yes
Code of conduct of board of directors and senior management personnel	Yes
Details of establishment of vigil mechanism/Whistle Blower policy	Yes
Criteria of making payments to non-executive directors	NA
Policy on dealing with related party transactions	Yes
Policy for determining material subsidiaries	NA
Details of familiarization programmes imparted to independent directors	Yes
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievance	Yes
Email address for grievance Redressal and other relevant details	Yes
Financial results	Yes
Shareholding pattern	Yes
Details of agreements entered into with the media companies and / or their associates	NA
New name and the old name of the listed entity	NA

II. Annual Affirmations		
Particulars	Regulation Number	Compliance Status (Yes/No/NA)
Independent director(s) have been appointed in terms of specified criteria of "independence" and / or eligibility	16(1)(b) & 25(6)	Yes
Board composition	17(1)	No <i>(The Company has not been able to comply with the requirement of having to appoint 1 woman director on the Board. The Company had a Woman director on the Board until 13.07.2015. The Company is in the process of identifying a women director and the same will be done within the forthcoming months.)</i>
Meeting of Board of directors	17(2)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes

For Servalakshmi Paper Limited

Handwritten Signature
Managing Director

Particulars	Regulation Number	Compliance Status (Yes/No/NA)
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	NA
Minimum information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17 (9)	Yes
Performance Evaluation of Independent Directors	17 (10)	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of nomination & remuneration committee	19(1) (2)	No <i>(The Nomination and Remuneration Committee of the Company has not been constituted with three non-executive directors as the Board consists of only two non-executive directors. The Nomination and Remuneration Committee shall be re-constituted on the appointment of additional directors on the Board.)</i>
Composition of Stakeholder Relationship Committee	20 (1) (2)	Yes
Composition and role of risk management committee	21(1)(2)(3)(4)	NA
Vigil Mechanism	22	Yes
Policy for related party transaction	23(1) (5)(6) (7)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2) (3)	Yes
Approval for material related party transactions 23 (4)	23 (4)	Yes
Composition of Board of Directors of unlisted material Subsidiary	24 (1)	NA
Other Corporate governance requirements with respect of subsidiary of listed entity	24(2)(3)(4)(5) & (6)	NA
Maximum directorship & tenure	25(1)(2)	Yes
Meeting of Independent Directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Membership in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior Management personnel	26(3)	Yes
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
Policy with respect to obligations of directors and senior management	26 (2) & 26 (5)	Yes

For Servalakshmi Paper Limited


Managing Director

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 "NA" 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 be indicated here

III.Affirmations:

The listed entity has approved material subsidiary policy and the corporate governance requirements with respect to subsidiary of listed entity have been complied – NA

For Servalakshmi Paper Limited



Y. Shivaram Prasad
Managing Director (DIN-00010734)

