



CS/BSE/020/2019

Dated: 09th October, 2019

To
The General Manager,
Department of Corporate Services,
Bombay Stock Exchange Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
MUMBAI- 400001

Fax: 022 – 22722037/39/41/61

Kind Attn: The General Manager

Dear Sir,

Sub: Submission of Compliance Report on Corporate Governance – reg.

Ref: Reg. 27 (2) of SEBI (LODR) Regulations, 2015.

Scrip Code: 538922

With reference to the subject cited above, please find enclosed the compliance report on Corporate Governance of the Company for the quarter ended 30th September, 2019 in compliance of Reg. 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly acknowledge the receipt.

Thanking you,
Yours sincerely,

A handwritten signature in black ink, appearing to read "Ravi Vishnu", is written over a circular blue stamp.



RAVI VISHNU
MANAGING DIRECTOR
DIN: 01144902

Encl: As above

COSYN LIMITED

PLOT NO: 15, TP HOUSE, 3RD FLOOR, JAIHIND ENCLAVE, MADHAPUR, HYDERABAD- 500 081, INDIA.
TEL: +91 733 066 6517-20 | FAX: +91 (40) 4000 9888 | www.cosyn.in | CIN : L72200TG1994PLC017415



1. Name of Listed Entity : **COSYN LIMITED**
2. Quarter ending : 30th September, 2019

I Composition of Board of Directors								
Title (Mr / Ms)	Name of the Director	PANs & DIN	Category (Chairperson/Executive/ Non-Executive/in dependent/ 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)	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.	VISHNU RAVI	PAN: ACPPR9483H DIN: 01144902	Managing Director	15.01.2015	-	1	1	0
Mr.	ARUVA BHOPAL REDDY	PAN: ADGPA4047G DIN: 01119839	Whole-time Director	07.08.2014	-	1	1	0
Mr.	SIVARAMA KRISHNAMURTHY VENKINENI#	PAN: AEVPV3547G DIN: 03642007	Independent Director	30.09.2014	60 Months	1	0	1
Mr.	VENKATA RAO POTLURI*	PAN: AECPP6137P DIN: 07300169	Independent Director	12.08.2015	48 Months	1	1	0
Mr.	SRIDHAR BORAPUREDDI§	PAN: ABCPB3004E DIN: 02137228	Independent Director	12.08.2019	1 Month	1	1	0
Mr.	RAMA RAO KARUMANCHI	PAN: AEOPK0445B DIN: 07532854	Independent Director	30.05.2016	39 Months	1	1	1
Ms.	RAVI KASTURI	PAN: ACPPR9484A DIN: 01936068	Non-Executive Director	30.09.2015	-	1	0	0

§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.

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Reappointed as Independent Director for five years w.e.f 30.09.2019

*Resigned as Director w.e.f 12.08.2019

\$ Appointed as Independent Director w.e.f 12.08.2019

I Composition of Committees				
Name of Committee		Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) §	
1.	Audit Committee	1. Shri. Rama Rao Karumanchi	Chairperson - Independent Director	
		2. Shri. Venkata Rao Potluri*	Independent Director	
		3. Shri Sridhar Borapureddi*	Independent Director	
		4. Shri. Ravi Vishnu	Executive Director	
2.	Stakeholders' Relationship Committee	1. Shri. V. Sivarama Krishnamurthy	Chairperson - Independent Director	
		2. Shri . Rama Rao Karumanchi	Independent Director	
		4. Shri. A. Bhopal Reddy	Executive Director	
3.	Nomination & Remuneration Committee	1. Shri. Venkata Rao Potluri*	Chairperson - Independent Director	
		2. Shri. V. Sivarama Krishnamurthy*	Chairperson - Independent Director	
		2. Shri. Rama Rao Karumanchi	Independent Director	
		3. Smt. Ravi Kasturi	Non Executive Director	
*Reconstituted on 12.08.2019				
II Meeting of Board of Directors				
Date(s) of Meeting in the previous quarter		Date(s) of Meeting in the relevant quarter	Maximum gap between any two consecutive (in number of days)	
13 th May, 2019		12 th August, 2019	90 days	
III 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"
12 th August, 2019		Yes	13 th May, 2019 (Audit Committee)	90 days
• This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional				
IV Related Party Transactions				
Subject		Compliance status (Yes/No/NA)refer note below		
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		
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.				



VI Affirmations

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) – N.A to the Company.
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 have been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: Nil.

Name


: Ravi Vishnu

Designation : Managing Director



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.