

**Compliance Report- Corporate Governance**

1. Name of Listed Entity – Sterlite Technologies Ltd
2. Quarter ending – 30 September 2016

I. Composition of Board of Directors										
S. No	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	Number of memberships in Audit (AC) / Stakeholder Committee(s) (SC) including this listed entity*	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	
1	Mr	Anil Kumar Agarwal	AFWPA3200K - 00010883	Non-Executive Chairman	30/10/2006	NA	1	NIL	NIL	
2	Mr	Arun Todarwal	AAGPT5697L - 00020916	Non-Executive Independent Director	01/04/2014	2 years 6 months	3	AC - 9 SC - 1	AC - 1	
3	Mr	A.R. Narayanaswamy	AABPA7873L - 00818169	Non-Executive Independent Director	01/04/2014	2 years 6 months	2	AC - 9 SC - 1	AC - 1 SC - 1	
4	Mr	C V Krishnan	AACP9727E - 01606522	Non-Executive Independent Director	01/04/2014	2 years 6 months	1	AC - 1	Nil	
5	Ms	Avaantika Kakkar	APEPK1489G - 06966972	Non-Executive Independent Director	29/12/2014	1 year 9 months	2	AC - 9 SC - 1	SC - 1	

For Sterlite Technologies Limited

*A.N. Deshpande*  
Amit Deshpande  
Company Secretary



6	Mr	Pravin Agarwal	ADCPA9816F - 00022096	Executive Director	30/10/2015	NA	1	AC - 2 SC - 2		
7	Mr	Anand Agarwal	ACNPA6974C - 00057364	Executive Director	30/07/2015	NA	1	Nil	Nil	
8	Mr	Pratik Agarwal	ADYPA7745D - 03040062	Non-Executive Director	26/04/2013	NA	1	Nil	Nil	
# For the purpose of membership of Committees, Audit and Stakeholder Committee memberships held in Public Limited Companies, whether listed or not are considered.										
<b>II. Composition of Committees</b>										
	<b>Name of Committee</b>						<b>Name of Committee members</b>		<b>Category (Chairperson/Executive/Non-Executive/independent/Nominee)</b>	
	1. Audit Committee						1. Mr. Arun Tadarwal 2. Mr. Pravin Agarwal 3. Mr. A.R. Narayanaswamy 4. Mr. C.V. Krishnan		Chairman; Non-Executive Independent Executive Non-Executive Independent Non-Executive Independent	
	2. Nomination & Remuneration Committee						1. Mr. Arun Tadarwal 2. Mr. A.R. Narayanaswamy 3. Mr. C.V. Krishnan		Chairman; Non-Executive Independent Non-Executive Independent Non-Executive Independent	
	3. Risk Management Committee(if applicable)						N.A.		N.A.	
	4. Stakeholders Relationship Committee'						1. Ms. Avaantika Kakkar 2. Mr. Pravin Agarwal 3. Mr. Arun Tadarwal		Chairperson; Non-Executive Independent Executive Non-Executive Independent	



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)			
May 26, 2016	July 25, 2016	59			
		(gap between May 26, 2016 to July 25, 2016)			
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					
July 25, 2016	Yes (below mentioned members were present) 1. Mr. Arun Tadarwal 2. Mr. A.R. Narayanaswamy 3. Mr. Pravin Agarwal Leave of absence was granted to Mr. C.V.Krishnan	May 26, 2016	59 (gap between May 26, 2016 to July 25, 2016)		

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	Yes



**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) – Not Applicable
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 has been~~ will be placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: Nil

**For Sterlite Technologies Limited**

*A.N. Deshpande*

**Amit Deshpande**

Company Secretary (ACS 17551)

Date 12.10.2016



**Annexure III**

**Annexure III 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**

<b>Sr</b>	<b>Broad heading</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)</b>	<b>If status is "No" details of non-compliance may be given here.</b>
1	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	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

**For Sterlite Technologies Limited**

*A.V. Deshpande*

**Amit Deshpande**

Company Secretary (ACS 17551)

Date 12.10.2016

