

Name of the Entity : ITI LIMITED

Quarter ending : 30-09-2018

I. Composition of the Board of Directors									
Title (Mr /Ms)	Name of the Director	Pan ^s & DIN	Category (Chairperson / Executive / Non - Executive / Independent / Nominee)*	Date of Appointment in the current term/ cessation		Tenure* (in months)	No. of Director ships in listed entities includin g this listed entity	Number of Membership (s) in Audit / Stakeholders Committee(s) held in listed entities	No of post of Chairperso n in Audit / Stakeholder Committee held in listed entities
				Date of Appointment	Date of cessation				
Mr	K. Alagesan	PAN ACHPK6029Q DIN 07439659	Chairperson & Executive Director	29.01.2016	--	--	01	01	NIL
Mr	R. M. Agarwal	PAN ABOPA5600M DIN 07333145	Executive Director	08.06.2016	--	--	01	02	NIL
Mr	Chittaranjan Pradhan	PAN AHWPP5200E DIN 08094340	Executive Director	23.03.2018	--	--	01	NIL	NIL
Mr	AR Prasad	PAN ADVPP1655N DIN 07699668	Non Executive - Govt. Nominee Director	07.11.2016	31.07.2018	--	01	NIL	NIL
Mr	Rajesh Sharma	PAN AEEPS3080C DIN 08200125	Non Executive - Govt. Nominee Director	14.08.2018	--	--	01	NIL	NIL
Mr	Saday Krishna Kanoria	PAN AEOPK9349A DIN 00623266	Independent Director	24.11.2015	--	3 years or until further orders whichever is earlier	01	NIL	02

Mrs	Asha Kumari Jaswal	PAN ACWPK1288Q DIN 07786698	Independent Director	06.04.2017**	--	3 years or until further orders whichever is earlier	01	01	NIL
Mr	Rajen Vidyarthi	PAN AAJPV0530H DIN 08196235	Independent Director	08.08.2018**	--	3 years or until further orders whichever is earlier	01	NIL	NIL
Mr	Suresh Chandra Panda	PAN ABMPP5400E DIN 05201584	Independent Director	17.07.2018	--	3 years or until further orders whichever is earlier	01	NIL	NIL
Mr	Mayank Gupta	PAN ACCPG9676J DIN 03501227	Independent Director	13.08.2018**	--	3 years or until further orders whichever is earlier	01	NIL	NIL
Dr	Akhilesh Dube	PAN ACTPD9987A DIN 08195896	Independent Director	08.08.2018**	--	3 years or until further orders whichever is earlier	01	NIL	NIL
Mr	K. R. Shanmugam	PAN ACMPS1343N DIN 08211253	Independent Director	30.08.2018**	--	3 years or until further orders whichever is earlier	01	NIL	NIL

§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.

** Note : Date of appointment effective from date of obtaining DIN

II. Composition of the Committee			
Name of Committee	Name of Committee Members	Category	(Chairperson/ Member)
1. Audit Committee	1. Shri Saday Krishna Kanoria	Independent Director	Chairperson
	2. Shri R M Agarwal	Executive Director	Member
	3. Smt. Asha Kumari Jaswal	Independent Director	Member
2. Nomination & Remuneration Committee	Name of Committee Members	Category	(Chairperson/ Member)
	1. Shri Saday Krishna Kanoria	Independent Director	Chairperson
	2. Shri Suresh Chandra Panda	Independent Director	Member
	3. Smt. Asha Kumari Jaswal	Independent Director	Member
3. Risk Management Committee (if applicable)	N.A	N.A	
4. Stakeholders Relationship Committee	Name of Committee Members	Category	(Chairperson/ Member)
	1. Shri Saday Krishna Kanoria	Independent Director	Chairperson
	2. Shri R M Agarwal	Executive Director	Member
	3. Shri K. Alagesan	Executive Director	Member
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)	
19.05.2018	25.07.2018, 13.08.2018, 24.09.2018	67 days	
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: 25.07.2018, 13.08.2018	Yes (3)	19.05.2018	67 days
* 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		Compliance of Status (Yes/No/NA)	
Whether prior approval of audit committee obtained		N.A.	

Whether shareholder approval obtained for material RPT	N.A
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	N.A

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 - 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 and Remuneration Committee - Yes
 - (c) Stakeholders Relationship Committee - Yes
 - (d) Risk Management Committee - NA
3. The above 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
5. (a) The report submitted in the previous quarter has been placed before Board of Directors - Yes
(b) Any comments/observations/advice of Board of Directors may be mentioned here - NA

Name and designation : S Shanmuga Priya, Company Secretary

S. Priya

एस.शानमुगा प्रिया / S.Shanmuga Priya
कम्पनी सचिव / Company Secretary
आईटीआई लिमिटेड / ITI Limited
पंजीकृत एवं निगमित कार्यालय / Regd. & Corporate Office
आईटीआई भवन, दूरवाणीनगर / ITI Bhavan, Dooravaninagar
बैंगलूरु / BANGALORE - 560 016

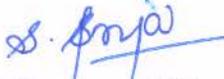
Corporate Governance Report for the half year ended 30.09.2018

I Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA)
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#	18(1)(d)	No
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting#	19(3)	No
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

Note:

The Chairman of Audit Committee and Nomination and Remuneration Committee was unable to attend the Annual General Meeting and has nominated one of the Audit Committee Members to attend the Annual General Meeting on 26.09.2018, on his behalf. Shri R M Agarwal, Member of Audit Committee, attended Annual General Meeting on behalf of Shri Saday Krishna Kanoria, Chairman of Audit Committee.

Date: 05.10.2018
Place: Bengaluru


S. Shanmuga Priya
Company Secretary