



COCHIN MINERALS AND RUTILE LTD. (100% E. O. U.)

(AN ISO 9001 : 2008 COMPANY)

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Phone: Off : 0484 - 2626789 (6 Lines) Fact : 0484 - 2532186, 2532207 Fax : 0484-2625674
E-mail : cmrlexim@cmrlindia.com, cmrlexim@dataone.in CIN: L24299KL1989PLC005452

02020 B/CMRL/2016/ 037

July 9, 2016

Bombay Stock Exchange Limited,
Regd. Office : Floor 25,
P.J. Towers, Dalal Street,
Mumbai - 400 001.

Ph: 022-2272 1233 / 1234

STOCK CODE - COCHRDM 513353
DEMATISIN - INE 105D01013

Dear Sir,

Sub: Quarterly compliance Report on Corporate Governance

We are enclosing the Quarterly Report on Corporate Governance under Regulation 27(2) read with Regulation 101(2) of Listing Regulations - 2015 in the revised format in respect of our company for the quarter ended 30th June, 2016.

Thanking you,

Yours faithfully,
for COCHIN MINERALS AND RUTILE LIMITED,

Suresh Kumar P,
C G M (Finance) & Company Secretary.

Encl: (as above)



TIN : 32150215462 C

An Eco-Friendly model company

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**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE UNDER REGULATION 27(2) READ WITH
REGULATION 101(2) OF LISTING REGULATIONS - 2015**

ANNEXURE - 1

Name of the Company : Cochin Minerals and Rutile Limited

Quarter ended: 30/06/2016

1. Composition of Board of Directors									
Title	Name of the Director	DIN	Category 1 of Directors	Date of appointment in the current term/	cessation	Tenure of Director (in months)	No. of Director-ship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s)	No. of post of Chairpers on in Audit/ stakeholder Committee held in listed entities
Mrs.	Jaya S Kartha	00666957	Non-executive	07.07.2014 (Reappointed)		-	1	1	-
Dr.	S N Sasidharan Kartha	00856417	Executive	01.04.2013 (Reappointed)		-	1	1	-
Mr.	Saran Sasidharan Kartha	02676326	Executive	01.10.2014 (Reappointed)		-	1	1	-
Mr.	R K Garg	00644462	Non-executive independent	14.02.2015 (Reappointed)	13.02.2020	60	1	2	2
Mr.	Mathew Cherian Mundanical	01265695	Non-executive	07.07.2014 (Reappointed)		-	1	1	-
Mr.	Nabiel Mathew Cherian	03619760	Non-executive	14.09.2015 (Reappointed)		-	1	1	-
Mr.	A J Pai	0115688	Non-executive independent	07.07.2014 (Reappointed)	06.07.2019	60	1	1	-
Mr.	G R Warriar	01146202	Non-executive independent	14.02.2015 (Reappointed)	13.02.2020	60	1	1	-
Mrs.	A Malini	7154027	Non-executive	14.02.2015		-	1	-	-
Mr.	T P Thomaskutty	01473957	Non-executive independent	23.05.2015 (Reappointed)	22.05.2020	60	1	-	-

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II. Composition of Committees

Is there is any change in composition of committees compare to previous year - No

	Name of Committee	Name of Committee members	Category 1 of Directors	Category 2 of Directors	Name of other committee
1	Audit Committee	1. Mr. R K Garg	Non-executive-independent	Chairperson	
		2. Dr. S N Sasidharan Kartha	Executive		
		3. Mr. A J Pai	Non-executive-independent		
		4. Mr. G R Warriar	Non-executive-independent		
		5. Mr. Saran Sasidharan Kartha	Executive		
2	Nomination & Remuneration Committee	1. Mr. R K Garg	Non-executive-independent	Chairman	
		2. Mr. A J Pai	Non-executive-independent		
		3. Mr. G R Warriar	Non-executive-independent		
3	Risk Management Committee	1. Dr. S N Sasidharan Kartha	Executive	Chairman	
		2. Mr. Saran Sasidharan Kartha	Executive		
		3. Mr. G R Warriar	Non-executive-independent		
		4. Mr. N Ajith	Chief General Manager		
4	Stakeholders Relationship Committee	1. Mr. R K Garg	Non-executive-independent	Chairperson	



	2.Mr. Mathew CherianMundanical	Non-Executive		
	3. Mrs. Jaya S Kartha	Non-Executive		
	4. Mr. Nabel Mathew Cherian	Non-Executive		

III. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date of meeting if	Maximum gap between any two consecutive meetings in number of days
11.02.2016	19.05.2016	97

IV. Meeting of Committees

Date(s) of meeting of the committee in the relevant quarter	Whether requirement 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
19.05.2016 - Audit Committee	Yes	11.02.2016	97
19.05.2016 - Nomination & Remuneration Committee	Yes		
19.05.2016 - Stakeholders Relationship Committee	Yes	11.02.2016	97

V. Related party transactions

Subject	Compliance status(Yes/No/NA)
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



VI Affirmation		
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	Yes
a.	Audit Committee	Yes
b.	Nomination & remuneration committee	Yes
c.	Stakeholders relationship committee	Yes
d.	Risk management committee (applicable to the top 100 listed entities)	Yes
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.	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	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
	Any comments / observations / advice of Board of Directors may be mentioned here:	No

For Cochin Minerals & Rutile Ltd.

Name & Designation :

Suresh Kumar P.

Suresh Kumar P.
Chief G.M.(Finance) & Company Secretary

Company Secretary

