



**COCHIN MINERALS AND RUTILE LTD. (100% E. O. U.)**  
(AN ISO 9001 : 2008 COMPANY)

Regd. Office: P. B. No.73, VIII/224, Market Road, Alwaye-683 101, Kerala, India  
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/ 098 (B)

October 14, 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 30<sup>th</sup> September, 2016.

Thanking you,

Yours faithfully,  
for COCHIN MINERALS AND RUTILE LIMITED,

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

Encl: (as above)

24850



TIN : 32150215462 C

**An Eco-Friendly model company**

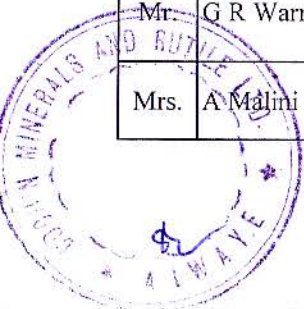
QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE UNDER REGULATION 27(2) READ WITH REGULATION 101(2) OF LISTING REGULATIONS - 2015 ANNEXURE - 1

Name of the Company : Cochin Minerals and Rutile Limited

Quarter ended: 30/09/2016

**I. Composition of Board of Directors**

Title	Name of the Director	DIN	Category	Date of appointment in the current term/cessation	Tenure	No. of Director-ship in listed entities including this listed entity	Number of memberships in Audit/Stakeholder Committee(s)	No. of post of Chairpersons in Audit/stakeholder Committee held in listed entities
Mrs.	Jaya S Kartha	666957	Non-executive-Non independent Director	22.09.2016 (Reappointed)	-	1	1	-
Dr.	S N Sasidharan Kartha	856417	Executive Director	01.04.2013 (Reappointed)	-	1	1	-
Mr.	Saran Sasidharan Kartha	2676326	Executive Director	01.10.2014 (Reappointed)	-	1	1	-
Mr.	R K Garg	644462	Non-executive-independent Director	14.02.2015 (Reappointed)	5	1	2	2
Mr.	Mathew Cherian Mundanical	1265695	Non-executive-Non independent Director	22.09.2016 (Reappointed)	-	1	1	-
Mr.	Nabiel Mathew Cherian	3619760	Non-executive-Non independent Director	14.09.2015 (Reappointed)	-	1	1	-
Mr.	A J Pai	115688	Non-executive-independent Director	07.07.2014 (Reappointed)	5	1	1	-
Mr.	G R Warriar	1146202	Non-executive-independent Director	14.02.2015 (Reappointed)	5	1	1	-
Mrs.	A Malini	7154027	Non-executive-Nominee Director	30.09.2016(Cessation)		1	-	-





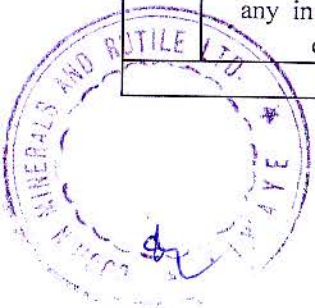
Mr.	T P Thomaskutty		1473957	Non-executive-independent Director	23.05.2015 (Reappointed)	5	1		
Mr.	Anil Ananda Panicker		5214837	Non-Executive-Non-independent Director	10.08.2016				
Dr.	M Beena IAS		3483417	Non-executive-Nominee Director	30.09.2016				

## II. Composition of Committees

	Name of Committee	Name of Committee members	Category
1	Audit Committee	1. Mr. R K Garg	Non-executive-independent
		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
		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	Executive
		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
		2. Mr. Mathew Cherian Mundanica	Non-Executive
		3. Mrs. Jaya S Kartha	Non-Executive
		4. Mr. Nabil Mathew Cherian	Non-Executive

## III. Meeting of Board of Directors

Date(s) of meeting if any in the previous quarter	Date of meeting if any in the relevant quarter	Maximum gap between any two consecutive meetings in number of days
19.05.2016	10.08.2016	82



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
10.08.2016 - Audit Committee	Yes	19.05.2016	82

V. Related party transactions	
Subject	Compliance status(Yes/No/NA)
Whether prior approval of audit committee obtained	N A
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)	N A



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. Any comments / observations / advice of Board of Directors may be mentioned here:	No

*For Cochin Minerals & Rutile Ltd.*

Name & Designation :

*PSKumar*

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

Company Secretary

