

CORPORATE GOVERNANCE REPORT - on quarterly basis

1. Name of Listed Entity : SOUTHERN LATEX LIMITED  
 2. Quarter ending : 31<sup>ST</sup> DECEMBER 2015

**I. COMPOSITION OF 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 *	No of Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr:	N. Neelakanda Pillai	AJFPN4490D & 00084550	Managing Director	5 <sup>th</sup> November 2003	Two Years	Southern Latex Limited  (Refer Regulation 25(1) of Listing Regulations)	Two Memberships in Audit & Stakeholders Committee (Refer Regulation 26(1) of Listing Regulations)	Two Memberships in Audit & Stakeholders Committee (Refer Regulation 26(1) of Listing Regulations)

Mr.	V.K. Balaji	ADDPV2793G & 00084412	Independent Director	29 <sup>th</sup> September 2012	Five years	Southern Latex Limited	Two Chairman in Audit Committee & Member in Stakeholders Committee	Chairman Of Audit Committee
Mr.	Muralikrishnan	BU/NPM0401P & 05312102	Independent Director	30 <sup>th</sup> June 2012	Five years	Southern Latex Limited	Two Member in Audit committee & Chairman in Stakeholders Committee	Chairman Of Nomination & Remuneration Committee and Stakeholders Committee
Mrs	S Shanthi	EJWPS6763P& 07145742	Independent Women Director	31 <sup>st</sup> March 2015	Five years	Southern Latex Limited	Two Member in both Audit & Stakeholders Committee	Chairman in Risk Management Committee

\$ 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 serving on Board of directors of the listed entity in continuity without any cooling off period.

### II. COMPOSITION OF COMMITTEES

Name of the Committee	Name of the Committee Members	Category (Chairperson / Executive / Non-Executive / Independent / Nominee) &
1. Audit Committee	1. V.K Balaji- Chairman 2. Murali Krishna- Member	Independent Director Independent Director Independent Director

	<ol style="list-style-type: none"> <li>3. N. Neelakanda Pillai-Member</li> <li>4. S Santhi-Member</li> </ol>	<p>Managing Director</p> <p>Independent Women Director</p>
<p>2. Nomination &amp; Remuneration Committee</p>	<ol style="list-style-type: none"> <li>1. V K Balaji-Member</li> <li>2. Murali Krishna-Chairman</li> <li>3. N. Neelakanda Pillai-Member</li> <li>4. S Santhi-Member</li> </ol>	<p>Independent Director</p> <p>Independent Director</p> <p>Managing Director</p> <p>Independent Women Director</p>
<p>3. Risk Management Committee</p>	<ol style="list-style-type: none"> <li>1. V K Balaji-Member</li> <li>2. Murali Krishna-member</li> <li>3. N. Neelakanda Pillai-Member</li> <li>4. S Santhi-Chairman</li> </ol>	<p>Independent Director</p> <p>Independent Director</p> <p>Managing Director</p> <p>Independent Women Director</p>
<p>5. Stakeholders Relationship Committee</p>	<ol style="list-style-type: none"> <li>1. V K Balaji-Member</li> <li>2. Murali Krishna-Chairman</li> <li>3. N. Neelakanda Pillai-Member</li> <li>4. S Santhi-Member</li> </ol>	<p>Independent Director</p> <p>Independent Director</p> <p>Managing Director</p> <p>Independent Women Director</p>

&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

### III. MEETING OF BOARD OF DIRECTORS

Date(s) of Meeting (if any) in the previous Quarter ( ended on 30 <sup>th</sup> September 2015)	Date(s) of Meeting (if any) in the relevant quarter (ended on 31 <sup>st</sup> December 2015)	Maximum gap between any two consecutive (in number of days)
28 <sup>th</sup> July 2015	30 <sup>th</sup> October 2015	51 days
18 <sup>th</sup> September 2015	27 <sup>th</sup> November 2015	
	31 <sup>st</sup> December 2015	

### IV. MEETING OF COMMITTEES (Audit Committee)

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*
30 <sup>th</sup> October 2015 & 15 <sup>th</sup> December 2015	Yes, Quorum met	28 <sup>th</sup> July 2015 & 15 <sup>th</sup> September 2015	47 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

Subject	Compliance status (Yes/No/NA)refer note below
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.

FACTORY  
B-11M, SIPCOT INDUSTRIAL  
GUMMIDIPOONJI  
TIRUVALLUR DISTRICT  
PHONE : 601 20 04 34  
PIN : 601 20 22334  
L25199TN99PLCC01737

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)
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 placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:

**For Southern Latex Limited**



Soubhagya Mohakud

Company Secretary & Compliance Officer

FACTORY  
B-11/W, SIPCOT INDL COMPLEX  
GUMMIDIPOONDI  
TRUVALLORE DISTRICT  
PIN : 601 201,  
PHONE : 04119 322334  
L25199TN1989PLC017137