



VASCON

Date: July 5, 2018

To,
**National Stock Exchange of India
Limited,**
Listing Department,
Exchange Plaza,
Bandra (E),
Mumbai – 400 051

To,
BSE Limited,
The Department of Corporate Services
Phirozee Jeejeebhoy Towers
Dalal Street, Fort
Mumbai 400 001

Ref: Scrip Code: 533156

Ref Symbol: VASCONEQ

**Subject: Corporate Governance Report of Vascon Engineers Limited as per
Regulation 27(2) for the Quarter ended June 30, 2018.**

Dear Sir,

Please find enclosed Corporate Governance Report of Vascon Engineers Limited for the
Quarter ended June 30, 2018, as per Regulation 27(2) of the SEBI (Listing Obligations
and Disclosure Requirements) Regulations, 2015.

You are requested to kindly take the same on record.

Thanking you,

For Vascon Engineers Limited

M. Krishnamurthi
Company Secretary & Compliance Officer



Enclosures: As above

VASCON ENGINEERS LTD.

Registered & Corporate Office: Vascon Weikfield Chambers, Behind Hotel Novotel, Opposite Hyatt Hotel, Pune Nagar Road, Pune Maharashtra, India, 411014

Tel.: +91 20 3056 2100/200/300, Fax: +91 20 3056 2600, Web: www.vascon.com

CIN: L70100PN1986PLC175750



VASCON

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity **Vascon Engineers Limited**
2. Quarter ending: **June 30, 2018**

I. Composition of Board of Directors

Title	Name of the Director	PAN	DIN	Category	Date of Appointment in current term/cessation	Tenure	No. of Directorship in listed entities including this listed entity	Number of memberships in Audit and Stakeholder Committee (s) including this listed entity	No. of Post of Chairperson in Audit/ Stakeholder Committee (s) including this listed entity
Mr.	R. Vasudevan	AANPR6769E	00013519	Executive Director	01.01.1986		1	2	0
Mr.	Siddharth Vasudevan Moorthy	AGXPV1695F	02504124	Managing Director	29.03.2018		1	0	0
Mr.	V. Mohan	AAIPM2345L	00071517	Independent Director	06.03.2007	5 yrs from 15.09.2014	2	2	2
Mr.	K. G. Krishnamurthy	AAHPK4870D	00012579	Independent Director	21.06.2006	5 yrs from 15.09.2014	2	4	2
Ms.	Sowmya Vasudevan Moorthy	ATKPM7923M	06470039	Non Executive Non-Independent Director	31.03.2015	-	1	0	0
Mr.	Mukesh Satpal Malhotra	AAZPM6536E	00129504	Independent Director	17.05.2016	5 years from 15.09.2016	1	2	0

II. Composition of Committees

Name of Committee	Name of Committee Members	Category
1. Audit Committee	V. Mohan	Non-Executive, Chairman & Independent Director
	R. Vasudevan	Executive Director
	K. G. Krishnamurthy	Independent Director
	Mukesh Satpal Malhotra	Independent Director

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2. Nomination & Remuneration Committee	K. G. Krishnamurthy	Chairman & Independent Director
	V. Mohan	Non-Executive, Independent Director
	Sowmya Vasudevan Moorthy	Non Executive, Non-Independent Director
	Mukesh Satpal Malhotra	Non-Executive, Independent Director
3. Stakeholders Relationship Committee	K. G. Krishnamurthy	Chairman & Independent Director
	R. Vasudevan	Executive Director
	V. Mohan	Non-Executive, Independent Director
	Mukesh Satpal Malhotra	Non-Executive, Independent Director
4. Corporate Social Responsibility Committee	R. Vasudevan	Chairman & Executive Director
	V. Mohan	Non-Executive, Independent Director
	Sowmya Vasudevan Moorthy	Non Executive Non-Independent Director

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)
February 13, 2018	May 28, 2018	59 Days
March 29, 2018	May 28, 2018	43 Days

IV. Meeting of Committees

Name of the 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
Audit Committee	28.05.2018	Yes	29.03.2018	59 Days
Audit Committee	28.05.2018	Yes	13.02.2018	103 Days
Nomination & Remuneration Committee	28.05.2018	Yes	29.03.2018	59 Days
Nomination & Remuneration Committee	28.05.2018	Yes	13.02.2018	103 Days
Stakeholders Relationship Committee	28.05.2018	Yes	13.02.2018	103 Days
Corporate Social Responsibility Committee	28.05.2018	Yes	13.02.2018	103 Days



V. Related Party Transactions: There is a Related Party Transaction. The details are as under:

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

Annexure I		
VI. Affirmations		
Sr. No	Subject	Compliance Status (Yes/No)
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
3	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	NA
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors	Yes

For Vascon Engineers Limited

M. Krishnamurthi

M. Krishnamurthi
Company Secretary & Compliance Officer

