

Voltamp Transformers Limited

Annexure - I

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1. Name of Listed Entity: **VOLTAMP TRANSFORMERS LIMITED**

2. Quarter ending: **30.09.2017**

| I. Composition of Board of Directors | | | | | | | | |
|--------------------------------------|--------------------------|------------------------|---|--|-------------|---|---|---|
| Titl e (M r. / M s) | Name of the Director | PAN & DIN | Category (Chairperson/ Executive/Non- Executive/independent/No minee) | Date of Appointment in the current term/cessat ion | T e n u r e | No. of Director ship in listed entities includin g this listed entity (Refer Regulati on 25(1) of Listing Regulati ons) | Number of member ship in Audit/St akehold er Committ ee(s) includin g this listed entity (Refer Regulati on 26(1) of Listing Regulati on) | No of post of Chairper son in Audit/ Stakehol der Committ ee held in listed entities including this listed entity (Refer Regulati on 26(1) if Listing Regulati ons) |
| M r. | Shri Kanubhai S. Patel | ADKPP2318K 00008395 | Chairman and Executive | 11/02/2015 | - | 1 | 2 | Nil |
| M r. | Shri Kunjalbhai L. Patel | AFKPP4591G 00008354 | Vice Chairman & Executive | 15/03/2017 | - | 1 | 1 | Nil |
| M r. | Shri. Vasantlal L. Patel | ACJPP3999G 00014411 | Non- Executive/ Independent | 14/08/2015 | 3 | 1 | 2 | 1 |
| M r. | Shri Hemant P. Shaparia | AAKPS3577L 00053392 | Non- Executive/ Independent | 18/03/2015 | 5 | 1 | 1 | 1 |



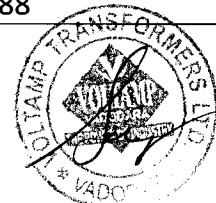
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Fax : +91 - 265 264 6774, 304 1499 **Email :** voltamp@voltamptransformers.com **Web :** www.voltamptransformers.com **CIN :** L31100GJ1967PLC001437

Branches : Ahmedabad / Bangalore / Chandigarh / Chennai / Coimbatore / Ghaziabad / Jamshedpur / Kolkata / Mumbai / Nagpur / New Delhi / Pune / Secunderabad

| | | | | | | | | |
|---------|---------------------------------|------------------------|-----------------------------------|------------|---|---|-----|-----|
| M s. | Dr. (Smt.) Neela A Shelat | AMBPS3734L 07121915 | Non- Executive/ Independent | 18/03/2015 | 3 | 1 | 1 | Nil |
| M r. | Shri Vallabh N. Madhani | ACDPM6338A 02209006 | Non- Executive | 08/05/2008 | - | 1 | Nil | Nil |

| II. Composition of Committee | | |
|---|----------------------------|--|
| Name of Committee | Name of Committee members | Category (Chairperson/Executive/Non-executive/independent/Nominee) |
| 1. Audit Committee | Shri Hemant P. Shaparia | Non-executive/Independent |
| | Shri Kanubhai S. Patel | Chairperson/Executive |
| | Shri Vasantlal L. Patel | Non-executive/Independent |
| | Dr. (Mrs.) Neela A. Shelat | Non-executive/Independent |
| 2. Nomination & Remuneration Committee | Shri Vasantlal L. Patel | Non-executive/Independent |
| | Shri Hemant P. Shaparia | Non-executive/Independent |
| | Dr. (Mrs.) Neela A. Shelat | Non-executive/Independent |
| 3. Risk Management Committee (not applicable) | -- | -- |
| 4. Stakeholders Relationship Committee | Shri Vasantlal L. Patel | Non-executive/Independent |
| | Shri Kanubhai S. Patel | Chairperson/Executive |
| | Shri Kunjal L. Patel | Vice Chairperson/Executive |

| 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) |
| 15/05/2017 | 12/08/2017 | 88 |



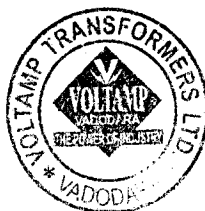
| IV. Meeting of Committees | | | |
|--|--|--|---|
| Date(s) of meeting of the committee in the relevant quarter | Whether requirement of Quorum met (details) | Date(s) of meeting of the committee in the previous quarter | Maximum gap between any two consecutive meeting in number of days* |
| 1. Audit Committee 15/05/2017 | YES | 12/08/2017 | 88 |

| 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. Affirmations |
|--|
| <ol style="list-style-type: none"> 1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. 2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 <ol style="list-style-type: none"> a. Audit Committee b. Nomination & remuneration Committee c. Stakeholder Relationship Committee d. Risk Management Committee (applicable to the top 500 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: |



Sanket Rathod



Company Secretary/ Compliance Officer

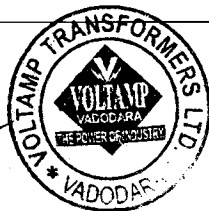
ANNEXURE III

At the end of 6 months after end of financial year along-with second quarter Corporate Governance Report:

| I. Affirmations | | |
|---|--------------------------------------|---|
| Broad heading | Regulation Number | Compliance status (Yes/No/NA) refer note below |
| <i>Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website</i> | 46(2) | Yes |
| <i>Presence of Chairperson of Audit Committee at the Annual General Meeting</i> | 18(1)(d) | Yes |
| <i>Presence of Chairperson of the nomination and remuneration committee at the annual general meeting</i> | 19(3) | Yes |
| <i>Whether "Corporate Governance Report" disclosed in Annual Report</i> | 34(3) read with para C of Schedule V | Yes |

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.
3. If the Listed Entity would like to provide any other information the same may be indicated here.

SANKET RATHOD
Company Secretary & Compliance Officer