

General information about company	
Scrip code	532051
Name of the entity	SWELECT ENERGY SYSTEMS LIMITED
Date of start of financial year	01-04-2015
Date of end of financial year	31-03-2016
Reporting Quarter	Yearly
Date of Report	31-03-2016
Risk management committee	Not Applicable

For SWELECT ENERGY SYSTEMS LIMITED


Company Secretary

For SWELECT ENERGY SYSTEMS LIMITED


 Company Secretary
Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation		No of Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of p of Chairper in Aud Stakehoi Commit held in listed entitie includi this list entity
1	Mr	CHELLAPPAN RAMASWAMY	AACPC5070G	00016958	Executive Director	Not Applicable	MD	01-05-2015			1	0	0
2	Mr	SIVASUBRAMANIAM MARIMUTHU VILLIPALAYAM	AAJPS6267J	00017249	Non-Executive - Independent Director	Chairperson		28-07-2014	31-03-2019	56	1	0	2
3	Mr	NATARAJAN NARAYANASWAMI	AABPN6175C	00017368	Non-Executive - Independent Director	Not Applicable		28-07-2014	31-03-2019	56	1	1	0
4	Mrs	JAYASHREE NACHIAPPAN	AAFJ3283P	03173327	Non-Executive - Non Independent Director	Not Applicable		13-08-2012			1	2	0
5	Mr	VENKATAGIRI CHELLAPPAN RAGHUNATH	AJRPR3760L	00703922	Executive Director	Not Applicable		28-07-2014			1	0	0
6	Mr	BALAN ARTHANARI	AEDPB0538H	00017091	Executive Director	Not Applicable		03-10-2015			1	0	0
7	Mr	GNANASEKAR SUKUMAR SAMUEL	AASPS4434L	05284689	Non-Executive - Independent Director	Not Applicable		03-10-2015	30-09-2016	12	2	0	0

Annexure 1					
II. Composition of Committees					
Is there any change in composition of committees compare to previous quarter					Yes
Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
1	Audit Committee	SIVASUBRAMANIAM MARIMUTHU VILLIPALAYAM	Non-Executive - Independent Director	Chairperson	
2	Audit Committee	NATARAJAN NARYANASWAMI	Non-Executive - Independent Director	Member	
3	Audit Committee	JAYASHREE NACHIAPPAN	Non-Executive - Non Independent Director	Member	
4	Nomination and remuneration committee	NATARAJAN NARYANASWAMI	Non-Executive - Independent Director	Chairperson	
5	Nomination and remuneration committee	SIVASUBRAMANIAM MARIMUTHU VILLIPALAYAM	Non-Executive - Independent Director	Member	
6	Nomination and remuneration committee	JAYASHREE NACHIAPPAN	Non-Executive - Non Independent Director	Member	
7	Stakeholders Relationship Committee	SIVASUBRAMANIAM MARIMUTHU VILLIPALAYAM	Non-Executive - Independent Director	Chairperson	
8	Stakeholders Relationship Committee	JAYASHREE NACHIAPPAN	Non-Executive - Non Independent Director	Member	
9	Corporate Social Responsibility Committee	NATARAJAN NARYANASWAMI	Non-Executive - Independent Director	Chairperson	
10	Corporate Social Responsibility Committee	CHELLAPPAN RAMASAMY	Executive Director	Member	
11	Corporate Social Responsibility Committee	VENKATAGIRI CHELLAPPAN RAGHUNATH	Executive Director	Member	

for SWELECT ENERGY SYSTEMS LIMITED



Company Secretary

Annexure 1			
Annexure 1			
III. Meeting of Board of Directors			
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)
1	03-10-2015		
2	06-11-2015		34
3	16-12-2015		40
4		05-02-2016	51
5		08-02-2016	3
6		14-03-2016	35

for SWELECT ENERGY SYSTEMS LIMITED



Company Secretary

Annexure 1						
IV. Meeting of Committees						
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	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)
1	Audit Committee	06-02-2016	Yes	All members present	05-11-2015	51
2	Audit Committee	14-03-2016	Yes	All members present	16-12-2015	36
3	Stakeholders Relationship Committee	05-02-2016	Yes	All members present	05-11-2015	91
4	Nomination and remuneration committee	14-03-2016	Yes	All members present	03-10-2015	162
5	Corporate Social Responsibility Committee	14-03-2016	Yes	All members present		

For SWELECT ENERGY SYSTEMS LIMITED



Company Secretary

Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes on related party transactions			Textual Information(1)
Disclosure of notes of material transaction with related party			Textual Information(2)

For SWELECT ENERGY SYSTEMS LIMITED



Company Secretary

Text Block	
Textual Information(1)	All related party transactions were approved by the Audit Committee and reviewed quarterly.
Textual Information(2)	There is no any material related party transactions during the quarter.

For SWELECT ENERGY SYSTEMS LIMITED


Company Secretary

Annexure 1		
VI. Affirmations		
Sr	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. Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

For SWELECT ENERGY SYSTEMS LIMITED



Company Secretary

Text Block	
Textual Information(1)	The report of the previous quarter have already been placed at the Board Meeting and there was no comments or observations. This report will be placed in the ensuing Board Meeting for Comments/observation/advice of the Board Members.

For SWELECT ENERGY SYSTEMS LIMITED


Company Secretary

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.swelectes.com
2	Terms and conditions of appointment of independent directors	Yes		www.swelectes.com
3	Composition of various committees of board of directors	Yes		www.swelectes.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.swelectes.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.swelectes.com
6	Criteria of making payments to non-executive directors	Yes		www.swelectes.com
7	Policy on dealing with related party transactions	Yes		www.swelectes.com
8	Policy for determining 'material' subsidiaries	Yes		www.swelectes.com
9	Details of familiarization programmes imparted to independent directors	Yes		www.swelectes.com
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.swelectes.com
11	email address for grievance redressal and other relevant details	Yes		www.swelectes.com
12	Financial results	Yes		www.swelectes.com
13	Shareholding pattern	Yes		www.swelectes.com
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	NA		

For SWELECT ENERGY SYSTEMS LIMITED



Company Secretary

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Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	Yes	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	Yes	
11	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1), (2),(3),(4)	NA	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1), (5),(6),(7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
20	Approval for material related party transactions	23(4)	NA	

For SWELECT ENERGY SYSTEMS LIMITED



Company Secretary

21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2), (3),(4),(5) & (6)	Yes	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

For SWELECT ENERGY SYSTEMS LIMITED



Company Secretary

Annexure II		
III. Affirmations		
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes

For SWELECT ENERGY SYSTEMS LIMITED


Company Secretary

Signatory Details	
Name of signatory	R.SATHISHKUMAR
Designation of person	Company Secretary
Place	CHENNAI
Date	15-04-2016

FOR SWELECT ENERGY SYSTEMS LIMITED



Company Secretary