Elnet Technologies Ltd

July 6, 2015

Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

Kind Attn. : Mr.Wilbur Fernandes (Manager – Dept. of Corporate Services)

Dear Sir,

Please find enclosed the report on Corporate Governance as per amended Clause 49 of the Listing Agreement for the quarter ended 30.06.2015.

Kindly acknowledge receipt of the same.

Thanking you,

Yours truly,
For ELNET TECHNOLOGIES LIMITED,

S. Lakshmi Narasimhan
Company Secretary

Encl.: As above

REGD. OFF : **Elnet Software City** TS 140 BLOCK 2 & 9 RAJIV GANDHI SALAI, TARAMANI, CHENNAI - 600 113, TAMIL NADU, INDIA.
TEL : +91-44-2254 1337, +91-44-2254 1098 FAX : +91-44-2254 1955
E.mail: elnet@md4.vsnl.net.in www.elnettechnologies.com

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company : ELNET TECHNOLOGIES LIMITED
Quarter ending on : 30.06.2015

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No)	Remarks
1	2	3	4
II. Board of Directors	49 (II)		
(A) Composition of Board	49(IIA)	Yes	
(B) Independent Director	49(IIB)	Yes	
(C) Non-executive Directors' compensation & disclosures	49(IIC)	Yes	
(D) Other provisions as to Board and Committees	49(IID)	Yes	
(E) Code of Conduct	49(IIE)	Yes	
(F) Whistle Blower Policy	49(IIF)	Yes	
III. Audit Committee	49(III)		
A. Qualified & Independent Audit Committee	49(IIIA)	Yes	
B. Meeting of Audit Committee	49(IIIB)	Yes	
C. Powers of Audit Committee	49(IIIC)	Yes	
D. Role of Audit Committee	49(IIID)	Yes	
E. Review of Information by Audit Committee	49(IIIE)	Yes	
IV. Nomination and Remuneration Committee	49(IV)	Yes	

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No)	Remarks
V. Subsidiary Companies	49(V)	Yes	
VI.Risk Management	49(VI)	Yes	
VII. Related Party Transactions	49(VII)	Yes	
VIII. Disclosures	49(VIII)	Yes	
(A) Related party transactions	49(VIII A)	Yes	
(B) Disclosure of Accounting Treatment	49(VIII B)	Yes	
(C) Remuneration of Directors	49(VIII C)	NA	
(D) Management	49(VIII D)	Yes	
(E) Shareholders	49(VIII E)	Yes	
(I) Proceeds from public issues, rights issue, preferential issues, etc.	49(VIII I)	NA	
IX. CEO/CFO Certifications	49(IX)	Yes	
X. Report on Corporate Governance	49(X)	Yes	
XI. Compliance	49(XI)	Yes	

Elnet Technologies Ltd

TÜV SÜD ISO 9001

October 6, 2015

Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

Kind Attn. : Mr.Wilbur Fernandes (Manager – Dept. of Corporate Services)

Dear Sir,

Please find enclosed the report on Corporate Governance as per amended Clause 49 of the Listing Agreement for the quarter ended 30.09.2015.

Kindly acknowledge receipt of the same.

Thanking you,

Yours truly,
For ELNET TECHNOLOGIES LIMITED,

S. Lakshmi Narasimhan
Company Secretary

Encl.: As above

REGD. OFF : **Elnet Software City** TS 140 BLOCK 2 & 9 RAJIV GANDHI SALAI, TARAMANI, CHENNAI - 600 113, TAMIL NADU, INDIA.
TEL : +91-44-2254 1337, +91-44-2254 1098 FAX : +91-44-2254 1955
E.mail: elnet@md4.vsnl.net.in www.elnettechnologies.com
CIN: L72300TN1990PLC019459

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company : ELNET TECHNOLOGIES LIMITED
Quarter ending on : 30.09.2015

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No)	Remarks
1	2	3	4
II. Board of Directors	49 (II)		
(A) Composition of Board	49(IIA)	Yes	
(B) Independent Director	49(IIB)	Yes	
(C) Non-executive Directors' compensation & disclosures	49(IIC)	Yes	
(D) Other provisions as to Board and Committees	49(IID)	Yes	
(E) Code of Conduct	49(IIE)	Yes	
(F) Whistle Blower Policy	49(IIF)	Yes	
III. Audit Committee	49(III)		
A. Qualified & Independent Audit Committee	49(IIIA)	Yes	
B. Meeting of Audit Committee	49(IIIB)	Yes	
C. Powers of Audit Committee	49(IIIC)	Yes	
D. Role of Audit Committee	49(IIID)	Yes	
E. Review of Information by Audit Committee	49(IIIE)	Yes	
IV. Nomination and Remuneration Committee	49(IV)	Yes	

ELNET TECHNOLOGIES LTD. Chennai 600 113.

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No)	Remarks
V. Subsidiary Companies	49(V)	Yes	
VI.Risk Management	49(VI)	Yes	
VII. Related Party Transactions	49(VII)	Yes	
VIII. Disclosures	49(VIII)	Yes	
(A) Related party transactions	49(VIII A)	Yes	Will be complied with at the AGM
(B) Disclosure of Accounting Treatment	49(VIII B)	Yes	Will be complied with at the AGM
(C) Remuneration of Directors	49(VIII C)	NA	-
(D) Management	49(VIII D)	Yes	Will be complied with at the AGM
(E) Shareholders	49(VIII E)	Yes	Will be complied with at the AGM
(I) Proceeds from public issues, rights issue, preferential issues, etc.	49(VIII I)	NA	
IX. CEO/CFO Certifications	49(IX)	Yes	Will be complied with at the AGM
X. Report on Corporate Governance	49(X)	Yes	Will be complied in the next Annual Report
XI. Compliance	49(XI)	Yes	Will be complied with at the AGM

ELNET TECHNOLOGIES LTD. Chennai 600 113.

AGENDA ITEM NO.12 **COMPLIANCE OF REGULATION 27(2) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS,2015**

As per SEBI Circular No.CIR/CFD/POLICY CELL/5/2015 dated 24th September 2015. A statement regarding status of compliance on requirement under the Regulation 27(2) of SEBI (LODR) regulations, 2015 is enclosed in the page nos: 44-45

For and on behalf of

MANAGING DIRECTOR

S. Lakshmi Narasimhan

Company Secretary

COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1 Name of Listed Entity M/s. Elnet Technologies Limited

2 Quarter Ending 31.12.2015

I Compositiong of Board of Directors

Title	Name of the Director	PAN	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	No. of memberships in Audit & Stakeholder Committee(s) including this listed entity	No. of post of Chairperson in Audit & Stakeholder Committee(s) held in listed entities including this listed entity
Thiru	Atul Anand	ALHPS0012N	01732308	Chairperson	03.06.2011	NA	1	NA	NA
Tmt.	Unnamalai Thiagarajan	ABFPT9557K	00203154	Executive	08.08.2003	2013-2018	1	NA	NA
Thiru	C. Ramachandran	AEXPR2254N	00050893	Non-Executive	08.08.2003	NA	3	2	3
Thiru	R. Ganapathi	AAEPG3303N	00210430	Independent	14.08.2003	2015-2020	3	6	NA
Thiru	K. Padmanaban	AAEPP8532G	00659692	Nominee	23.04.2009	NA	1	1	NA
Thiru	J. Ravi	ACTPJ8420A	00042953	Non-Executive	08.08.2003	NA	1	NA	NA
Thiru	H. Karthik Seshadri	AGEPS4830L	00203319	Independent	08.08.2003	2015-2020	1	2	NA
Thiru	G. Chellakrishna	AAHPC9621R	00267280	Independent	22.04.2014	2014-2019	2	NA	2
Thiru	V. Dharmalingam	AAIPD5450D	00585114	Independent	10.07.2006	2014-2019	1	NA	NA
Thiru	K. Kasim	AEZPK5450K	02959356	Independent	27.01.2010	2015-2020	1	1	NA
Thiru	G. Senrayaperumal	ABHPS6500P	01458026	Independent	25.10.2006	2015-2020	1	NA	NA
Thiru	P. Manivannan	ANSPM9577F	02181786	Nominee	30.10.2015	NA	1	NA	NA

II Composition of Committees

S.No	Name of the Committee	Name of the Committee member	Category
1	*Audit Committee*	Mr. G. Chellakrishna	Independent
		Mr. K. Padmanaban	Nominee
		Mr. R. Ganapathi	Independent
		Mr. H. Karthik Seshadri	Independent
		Mr. K. Kasim	Independent
		Mr. C. Ramachandran	Non-Executive
2	Stakeholder Relationship Committee	Mr. C. Ramachandran	Non-Executive
		Mr. R. Ganapathi	Independent
		Mr. H. Karthik Seshadri	Independent
3	Nomination and Remuneration Committee	Thiru R Ganapathi	Independent
		Thiru C. Ramachandran	Nominee
		Thiru H Karthik Seshadri	Independent

ELNET TECHNOLOGIES LTD CHENNAI

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III Meeting of Board of Directors

Date of Meeting in the previous quarter	Date of Meeting in the relevant quarter	Maximum gap between any two consecutive meetings (in number of days)
29.07.2015	30.10.2015	92

IV Meeting of Committees

Date 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			
30.10.2015	Yes	29.07.2015	92
Stakeholders Relationship Committee			
30.10.2015	Yes	27.07.2015	94

V Releated Party Transactions

Subject	Compliance Status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
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

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 committee is in terms of SEBI (Listing obligations and disclsoure requirements) Regulations 2015.
   a) Audit Committee
   b) Nomination & Remuneration Committee
   c) Stakeholders Relationship Committee
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 committee have been conducted in the manner as specified in SEBI (Listing obligation 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:

Name & Designation — S. LAKSHMI NARASIMHAN, COMPANY SECRETARY

Date: 13.01.2016

Place: Chennai

General information about company	
Scrip code	517477
Name of the entity	ELNET TECHNOLOGIES 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

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	30-10-2015		
2		29-01-2016	90
3		24-03-2016	54

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	29-01-2016	Yes	YES	30-10-2015	91
2	Stakeholders Relationship Committee	19-01-2016	Yes	YES	30-10-2015	81

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	NA	
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	NA	

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

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		http://www.elnettechnologies.com
2	Terms and conditions of appointment of independent directors	Yes		http://www.elnettechnologies.com
3	Composition of various committees of board of directors	Yes		http://www.elnettechnologies.com
4	Code of conduct of board of directors and senior management personnel	Yes		http://www.elnettechnologies.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		http://www.elnettechnologies.com
6	Criteria of making payments to non-executive directors	Yes		http://www.elnettechnologies.com
7	Policy on dealing with related party transactions	Yes		http://www.elnettechnologies.com
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		http://www.elnettechnologies.com
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		http://www.elnettechnologies.com
11	email address for grievance redressal and other relevant details	Yes		http://www.elnettechnologies.com
12	Financial results	Yes		http://www.elnettechnologies.com
13	Shareholding pattern	Yes		http://www.elnettechnologies.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		

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)	No	Applicable only after approval of the financial statement for the year ended 31.03.2016
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)	NA	
20	Approval for material related party transactions	23(4)	NA	
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
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			

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	NA

Signatory Details	
Name of signatory	S.Lakshminarasimhan
Designation of person	Company Secretary
Place	chennai
Date	13-04-2016