

April 13, 2017

TAKE/BSE/2017-18

The Manager
Dept. of Corporate Services-Listing
Bombay Stock Exchange Limited,
P. J. Towers, Dalal Street,
Mumbai - 400001

Scrip Code: 532890

Sir/ Madam,

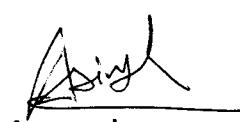
Sub: Report on Corporate Governance pursuant to Regulation 27 (2)

We are furnishing the Report on Corporate Governance pursuant to Regulation 27 (2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, with the Stock exchange for the Quarter ended March 31, 2017.

Please take note of the same.

Thanking you.

Yours Sincerely,
For TAKE Solutions Limited



Avaneesh
Company Secretary & Compliance Officer



Encl: As Above



ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Take Solutions Limited**
2. Quarter ending - **31-Mar-2017**

I. Composition of Board of Directors										
Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee)	Date of Appointment	Date of 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 held in listed entities including this listed entity
Mr.	N.KUMAR	0007848	AABPK2741B	ID,C & NED	01-Apr-2014	31-Mar-2019	5.0000	6	0	3
Mr.	SRINI VASA N H.R.	00130277	AAAMP S6807R	ED	06-Jun-2006			2	1	1
Mr.	S. KRISHNA MURTHY	00140414	AAE PK1302P	ID	01-Apr-2014	31-Mar-2019	5.0000	4	4	2
Ms.	UMA KRISHNA	00370425	AALPU5158L	ID	12-Nov-2014	11-Nov-2019	5.0000	1	0	0
Mr.	G. RAGHURAM	01099026	AEEPG2521A	ID	01-Apr-2014	31-Mar-2019	5.0000	3	1	1
Mr.	RAMAN KAPUR	02968020	APHPK7689H	ID	09-Nov-2015	07-Nov-2020	5.0000	1	0	0





Mr.	R. SUN DAR A RAJA N	00 49 84 04	AAC PR1 580 Q	ID	01-Apr- 2014	31-Mar- 2019	5.00 00	4	4	1
Mr.	D.V. RAVI	00 17 16 03	AAC PR8 832 M	NED	06-Jun- 2006			2	1	0
Mr.	RAM YELE SWA RAP U	02 36 34 91	AEV PY6 490 H	NED	22-Jun- 2005			1	0	0
Mr.	S.SRI NIVA SAN	00 01 46 52	AA HPS 116 8A	NED	14-Feb- 2013			2	1	0
Ms.	N.S. SHO BAN A	01 64 93 18	APE PS6 904 A	ED	02-Feb- 2017		5.00 00	1	0	0
Ms.	SUB HASR I SRIR AM	01 99 85 99	AB GPS 170 8J	ED	02-Feb- 2017		5.00 00	1	0	0

II. Composition of Committees

Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership
1	D.V.RAVI	NED	Member
2	S. KRISHNAMURTHY	ID	Member
3	R. SUNDARA RAJAN	ID	Chairperson

Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership
1	N.KUMAR	ID,C & NED	Chairperson
2	SRINIVASAN H.R.	ED	Member
3	R. SUNDARA RAJAN	ID	Member

Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership
1	SRINIVASAN H.R.	ED	Chairperson
2	D.V.RAVI	NED	Member
3	C. GOWRI SHANKAR	Chief Risk Officer	Member





Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership
1	D.V.RAVI	NED	Member
2	UMA KRISHNAN	ID	Member
3	R. SUNDARA RAJAN	ID	Chairperson

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)
03-Nov-2016	02-Feb-2017	90
	23-Mar-2017	

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 (in number of days)
Audit Committee	02-Feb-2017	YES	03-Nov-2016	90
Stakeholders Relationship Committee	02-Feb-2017	YES	02-Nov-2016	

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Not Applicable
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

VI. Affirmations

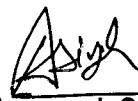
1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee - **Yes**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Yes**
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. - **Yes**
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.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**





b. Any comments/observations/advice of Board of Directors may be mentioned here:

Name :
Designation :


Avaneesh Singh
Company Secretary





ANNEXURE II

Format 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		
<i>Item</i>		Compliance status (Yes/No/NA)
Details of business		Yes
Terms and conditions of appointment of independent directors		Yes
Composition of various committees of board of directors		Yes
Code of conduct of board of directors and senior management personnel		Yes
Details of establishment of vigil mechanism/ Whistle Blower policy		Yes
Criteria of making payments to non-executive directors		Yes
Policy on dealing with related party transactions		Yes
Policy for determining 'material' subsidiaries		Yes
Details of familiarization programmes imparted to independent directors		Yes
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances		Yes
email address for grievance redressal and other relevant details		Yes
Financial results		Yes
Shareholding pattern		Yes
Details of agreements entered into with the media companies and/or their associates		Not Applicable
New name and the old name of the listed entity		Not Applicable
II Annual Affirmations		
<i>Particulars</i>	<i>Regulation Number</i>	Compliance status (Yes/No/NA)
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
Board composition	17(1)	Yes
Meeting of Board of directors	17(2)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of nomination & remuneration committee	19(1) & (2)	Yes
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes
Composition and role of risk management committee	21(1),(2),(3),(4)	Yes
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes





<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	Yes
<i>Approval for material related party transactions</i>	23(4)	Not Applicable
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Not Applicable
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5) & (6)	Yes
<i>Maximum Directorship & Tenure</i>	25(1) & (2)	Yes
<i>Meeting of independent directors</i>	25(3) & (4)	Yes
<i>Familiarization of independent directors</i>	25(7)	Yes
<i>Memberships in Committees</i>	26(1)	Yes
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes
<i>Disclosure of Shareholding by Non-Executive Directors</i>	26(4)	Yes
<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	Yes

III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - Yes

Name
Designation

:

Avaneesh Singh
Company Secretary

