

## CORPORATE GOVERNANCE REPORT FOR THE QUARTER ENDED 31<sup>ST</sup> MARCH, 2016

1. Name of Listed Entity: **COUNTRY CONDO'S LIMITED**
2. Quarter ending: **31<sup>st</sup> MARCH, 2016**

### A. COMPOSITION OF BOARD OF DIRECTORS:

(\*I = Title (Mr. / Ms)

II = Name of the Director

III = PAN & DIN

IV = Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee)

V = Date of Appointment in the current term /cessation

VI = Tenure"

VII = No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)

VIII = Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)

IX = No of post of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations))

I	II	III	IV	V	VI	VII	VIII	IX
Mr.	Rajeev Reddy Yedaguri	AAFPY9057J 00115430	Chairperson	10/08/2009	-	2	0	0
Mrs.	Manjula Reddy Yedaguri	AAFPY9058H 00115485	Non-Executive	29/05/2014	-	2	0	0
Mr.	Siddharth Reddy Yedaguri	ABRPY2573L 00815456	Non-Executive	10/08/2009	-	2	0	0
Mr.	Varun Reddy Yedaguri	ABVPY1770F 01905757	Non-Executive	10/08/2009	-	2	0	0
Mr.	Krishna Kumar Raju Datla	ACQPD1366C 00115553	Executive	25/09/1987	-	2	1	0
Mr.	Venkata Vara Prasad Pasumarthy	AILPP4235D 00094586	Independent	31/03/2001	15 Yrs	1	2	1
Mr.	Godha Venkateshwar Rao	APPPG0604L 02712599	Independent	06/07/2009	6.8 Yrs	1	2	1
Mr.	Samreddy Bal Reddy	AFWPR4879M 02712623	Independent	06/07/2009	6.8 Yrs	1	2	0
Mr.	Vanarasi Kodanda Ramudu	APWPS7087N 02712577	Independent	06/07/2009	6.8 Yrs	1	0	0
Mr.	Athmuri VSB Laxmipathi Rao	APFPA0495R 02733596	Independent	06/07/2009	6.8 Yrs	1	0	0

**B. COMPOSITION OF COMMITTEES:**

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)
<b>1. Audit Committee</b>	Sri P. V. V. Prasad	Chairperson-Independent
	Sri G. Venkateshwar Rao	Independent
	Sri Samreddy Bal Reddy	Independent
<b>2. Nomination &amp; Remuneration Committee</b>	Sri P. V. V. Prasad	Chairperson-Independent
	Sri G. Venkateshwar Rao	Independent
	Sri Samreddy Bal Reddy	Independent
<b>3. Stakeholders Relationship Committee</b>	Sri G. Venkateshwar Rao	Chairperson-Independent
	Sri Samreddy Bal Reddy	Independent
	Sri P. V. V. Prasad	Independent

**C. 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)
13.11.2015	13.02.2016	93 (both days inclusive)
	31.03.2016	48 (both days inclusive)

**D. 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 meetings in number of days"
13.02.2016 (Audit Committee Meeting)	Yes (all the Members of the Committee were present)	13.11.2015 (Audit Committee Meeting)	93 (both days inclusive)
13.02.2016 (Stakeholders Relationship Committee Meeting)	Yes (all the Members of the Committee were present)	13.11.2015 (Stakeholders Relationship Committee)	93 (both days inclusive)
13.02.2016 (Nomination & Remuneration Committee Meeting)	Yes (all the Members of the Committee were present)	NIL	NA

#### **E. RELATED PARTY TRANSACTION:**

<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>
Whether prior approval of audit committee obtained	<b>Yes</b>
Whether shareholder approval obtained for material RPT	<b>NA</b>
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	<b>Yes</b>

#### **F. 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 committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
  - a. Audit Committee
  - b. Nomination & remuneration committee
  - c. Stakeholders relationship committee
  - d. Risk management committee (applicable to the top 100 listed entities): **NA**
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: The Corporate Governance report for the quarter ended 31<sup>st</sup> December, 2015 was placed before the board in their meeting held on 13<sup>th</sup> February, 2016. The Corporate Governance report for the quarter ended 31<sup>st</sup> March, 2016 shall be placed before the board in their ensuing board meeting.

**For COUNTRY CONDO'S LIMITED**

**Sd/-  
D. KRISHNA KUMAR RAJU  
VICE-CHAIRMAN & CEO  
DIN: 00115553**

## ANNEXURE II

**Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)**

<b>I. Disclosure on website in terms of Listing Regulations</b>		
<b>Item</b>	<b>Compliance status (Yes/No/NA)refer note below</b>	
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	NA	
Policy on dealing with related party transactions	Yes	
Policy for determining 'material' subsidiaries	NA	
Details of familiarization programmes imparted to independent directors	No	
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	NA	
New name and the old name of the listed entity	NA	
<b>II Annual Affirmations</b>		
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)refer note below</b>
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes
<i>Board composition</i>	17(1)	Yes
<i>Meeting of Board of directors</i>	17(2)	Yes
<i>Review of Compliance Reports</i>	17(3)	Yes
<i>Plans for orderly succession for appointments</i>	17(4)	Yes
<i>Code of Conduct</i>	17(5)	Yes
<i>Fees/compensation</i>	17(6)	NA
<i>Minimum Information</i>	17(7)	Yes
<i>Compliance Certificate</i>	17(8)	Yes
<i>Risk Assessment &amp; Management</i>	17(9)	Yes
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes
<i>Composition of Audit Committee</i>	18(1)	Yes
<i>Meeting of Audit Committee</i>	18(2)	Yes
<i>Composition of nomination &amp; remuneration committee</i>	19(1) & (2)	Yes
<i>Composition of Stakeholder Relationship Committee</i>	20(1) & (2)	Yes
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	NA
<i>Vigil Mechanism</i>	22	Yes

<i>Policy for related party Transaction</i>	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)	NA
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	NA
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5) & (6)	NA
<i>Maximum Directorship &amp; 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

**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.

**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: NA

**For COUNTRY CONDO'S LIMITED**

Sd/-

**D. KRISHNA KUMAR RAJU**

**VICE-CHAIRMAN & CEO**

**DIN: 00115553**

Villa No. 117, 1009

Indu Fortune Fields, 13th Phase

KPHP Colony, Hyderabad – 500 072