

Name of the Listed Entity: VXL INSTRUMENTS LIMITED  
Quarter ending:31/12/2015

I. Composition of Board Directors

Title	Name of the Director	PAN <sup>S</sup> & 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 (Refer Regulation 25(1) of Listing Regulations)	No. of Memberships in Audit/Stakeholder Committee(s) including this listed entity(Refer Regulation 26(1) of Listing Regulations)	No. of Post of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity(Refer Regulation 26(1) of Listing Regulations)
Ms.)			Independent/Nominee		5 years from 01.04.201 4			
Mr.	Arun Kumar Bhuwania	AABP85700D 00387445	Chair Person/Independent	14.04.2005		3	3	0
Mr.	Dipak Shanker Rao	AKEPDA062B 01153318	Non-executive	11.05.2002	NA	2	0	0
Mr.	Nagaraj Venkateshwarlu Madireddy	AAHPN2370F 00515419	Executive	01.11.1993	NA	4	0	0
Mr.	Vittal Mangalore Shetty	ABOP59474R 00515711	Executive	01.10.2002	NA	1	0	0
Mr.	Prakash Krishnaswamy	ADQP5010L 00542262	Non-executive	28.06.2002	NA	1	3	1
Mr.	Nandkumar Venkat Rao Maslekar	AAEPN2076P 00904842	Independent	06.07.2012	5 years from 01.04.201 4	3	3	2
Mrs.	Kumkum Bhuwania	ADSP822198 07160610	Independent	04.05.2015	5 years from 04.05.201 5	1	3	1
Mr.	Prakash Hangarakatta Rao	ABBR9764A 00492187	Independent	12.06.2015	5 years from 12.06.201 5	1	3	0

\* PAN Number of any Director would not be displayed on the website of Stock exchange

& Category of Directors means Executive/Non-Executive/Independent/Nominee, if a Director fits into more than one category write all categories separating them with hyphen

\* to be filled only for Independent Director if tenure would mean total period from which Independent Director is serving on Board of Directors of the listed entity in continuity without any cooling off period.

II. Composition of Committees

Name of Committee  
Audit Committee

Name of Committee members  
Nandkumar Venkat Rao Maslekar  
Kumkum Bhuwania  
Prakash Krishnaswamy  
Prakash Hangarakatta Rao

Category(Chairperson/Executive/Non-Executive/Independent/Nominee)s

Independent  
Independent  
Non-executive  
Independent

Nomination and Remuneration Committee

Nandkumar Venkat Rao Maslekar  
Arun Kumar Bhuwania  
Prakash Krishnaswamy  
Prakash Hangarakatta Rao

Independent  
Independent  
Non-executive  
Independent



*(Signature)*  
Prakash Krishnaswamy

Stakeholders' Relationship Committee

Prakash Krishnaswamy  
Nandkumar Venkat Rao Maslekar  
Prakash Hangarakatta Rao

Non-executive  
Independent  
Independent

Share Transfer / Transmission Committee

Nagaraj Venkateshwarlu Madireddy  
Vittal Mangalore Shetty

Executive  
Executive

\$ Category of Directors means executive/non-executive/independent/Nominee, if a director fits into more than one category write all categories separating them with hyphen

III. Meeting of Board of Directors		Maximum gap between any two consecutive (in number of days)	
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter		
30-07-2015	30-10-2015		76 (excluding date of Board Meetings)
14-08-2015	01-12-2015		31 (excluding date of Board Meetings)
	19-12-2015		17 (excluding date of Board Meetings)

IV. Meeting of Audit Committee		Maximum gap between any two consecutive meetings in number of days*	
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	
30-10-2015	Yes	30-09-2015	60 (excluding date of Board Meetings)
			29 (excluding date of Board Meetings)

\* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

V. Related Party Transactions		Compliance status (Yes / No / NA) refer note below	
Subject	Whether prior approval of audit committee obtained	Yes*	No*
Whether shareholder approval obtained for material RPT	Yes	Yes*	No*
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit committee	Yes	Yes*	No*

\* Passed Special Resolution at the Annual General Meeting held on 21st September, 2015.

Note  
1. In the Column 'Compliance Status', compliance or non-compliance may be indicated by Yes/No/NA. 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:

VI. Affirmations

- The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015
- The Composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015
  - Audit Committee
  - Nomination & Remuneration Committee
  - Stakeholders' Relationship Committee
- The Committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015
- 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
- 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:

  
Nagayana Bhaj  
Company Secretary and Compliance Officer

