

Quarterly Compliance Report on Corporate Governance

1. Name of Listed Entity : **Odyssey Technologies Limited**

2. Quarter ending : **30th September 2018**

I. Composition of Board of Directors

Title (Mr. / Ms.)	Name of the Director	DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Date of Appointment in current term / cessation	Tenure (in months)	No. of Directorship in listed entities including this listed entity	Number 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.	B.Robert Raja	00754202	Executive Director, Chairperson	01-04-17	-	1	Nil	Nil
Mr.	B.Antony Raja	00754523	Executive Director	01-04-17	-	1	2	Nil
Mr.	U.Rathish Babu	01843799	Non-Executive Independent Director	01-04-14	54 months	1	1	Nil
Mr.	G. Rajasekaran	03194244	Non-Executive Independent Director	01-04-14	54 months	2	1	Nil
Mr.	Kurilla Srinivas Rao	06554764	Non-Executive Independent Director	01-04-14	54 months	1	1	1
Dr.	Rani Radhakrishnan	07119784	Non-Executive Independent Director	19/03/15	42 months	1	1	1

II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)
1. Audit Committee	Mr.Kurilla Srinivas Rao (DIN : 06554764)	Chairman-Independent- Non-Executive
	Mr.G.Rajasekaran (DIN : 03194244)	Member-Independent-Non-Executive
	Mr.B.Antony Raja (DIN : 00754523)	Member--Executive
2. Nomination & Remuneration Committee	Mr.G.Rajasekaran (DIN : 03194244)	Chairman-Independent-Non-Executive
	Mr.Kurilla Srinivas Rao (DIN : 06554764)	Member-Independent-Non-Executive
	Mr.U.Rathish Babu (DIN : 01843799)	Member-Independent-Non-Executive
3. Risk Management Committee(if applicable)	Not Applicable	
4. Stakeholders Relationship Committee	Dr. Rani Radhakrishnan (DIN : 07119784)	Chairperson-Independent-Non-Executive
	Mr.U.Rathish Babu (DIN : 01843799)	Member-Independent-Non-Executive
	Mr.B.Antony Raja (DIN : 00754523)	Member--Executive

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 meetings (in number of days)
22.05.2018	02.08.2018	71

IV. 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
Audit Committee- 02.08.2018	Yes, 3	22.05.2018	71
Stakeholders Relationship Committee-02.08.2018	Yes, 2	-	-
Nomination & Remuneration Committee	Yes, 3	22.05.2018	-

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)
Whether prior approval of Audit Committee obtained	N.A.
Whether shareholder approval obtained for material RPT	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	N.A.

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.
- The report submitted in the previous quarter has been placed before Board of Directors.

Name
Designation
Date

K V Lakshmi
Company Secretary & Compliance Officer
09-10-2018

For **ODYSSEY TECHNOLOGIES LIMITED**
K.V. Lakshmi
Company Secretary.



Annexure - III

Format to be submitted by listed entity at the end of 6 months after end of financial year along-with second quarter report of next financial year

I. Affirmations		
Broad heading	Regulation Number	Compliance Status (Yes/No/NA)
Copy of the Annual Report including Balance Sheet, Profit and Loss Account, Directors Report, Corporate Governance Report, Business Responsibility Report displayed on website	46(2)	Yes (Business Responsibility Report is not applicable to the Company)
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of Nomination and Remuneration Committee at the Annual General Meeting	19(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

Name
Designation

K.V. Lakshmi
K V Lakshmi
Company Secretary / Compliance Officer



09/10/2018