

MSTL: SEC: BSE: 2016

Date: 27/01/2016

To  
The General Manager – Listing  
Department of Corporate Service  
BSE Limited,  
PJ Towers, Dalal Street,  
Mumbai – 400001.

Dear Sir/Madam,

**Sub: Submission of Rectified Corporate Governance Report for the quarter ended 31<sup>st</sup> December, 2015 – Regulation 27 (2) - Reg.**


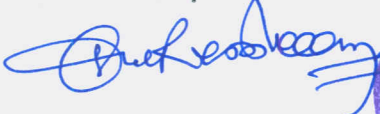
**Ref: MosChip Semiconductor Technology Ltd – 532407**

With reference to your Email requesting to submit Rectified Corporate Governance Report, hereto we are submitting the report as per the requirement. Kindly take the same on record.

Thanking You,

Yours Truly,

**For MosChip Semiconductor Technology Ltd.,**



**CS Suresh Bachalakura**

**Company Secretary & Compliance Officer.**

**ANNEXURE I**  
**Corporate Governance**

1. Name of Listed Entity : MOSCHIP SEMICONDUCTOR TECHNOLOGY LIMITED

2. Quarter Ending : 31.12.2015



**I. Composition of Board of Directors**

Title (Mr./Ms)	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 (Refer Regulation 25(1) of Listing Regulations)	Number 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)
Mr.	K. Ramachandra Reddy	AGFPK2317P	Chairman/Executive/Non-Independent	30-08-2015	--	1	0	0
Mr.	C. Dayakar Reddy	ADIPR7984D	Executive/ Non - independent	30-08-2015	--	1	0	0
Mr.	G. Prasad	AAUPG2473P	Non-Executive/independent	29-09-2006	--	2	2	2
Mr.	K. V. Ramana	AAJPB3055D	Non-Executive/independent	04-08-2014	--	1	1	0
Ms.	Poornima Shenoy	ABYPS2378A	Non-Executive/Independent	11-09-2014	--	1	1	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. 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	Name of Committee members	Category (Chairperson/Executive/Non-Executive /independent /Nominee) \$
Audit committee	G. Prasad	Chairman/Non-Executive/Independent
	K. V. Ramana	Non-Executive/Independent
	Poornima Shenoy	Non-Executive/Independent
Nomination & Remuneration Committee	G. Prasad	Chairman/Non-Executive/Independent
	K. V. Ramana	Non-Executive/Independent
	Poornima Shenoy	Non-Executive/Independent
Stakeholders Relationship Committee'	G. Prasad	Chairman/Non-Executive/Independent
	K. V. Ramana	Non-Executive/Independent
	Poornima Shenoy	Non-Executive/Independent

&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

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)
12.08.2015 & 31.08.2015	12.11.2015	72 Days

## IV. Meeting of Committees

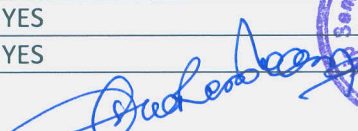
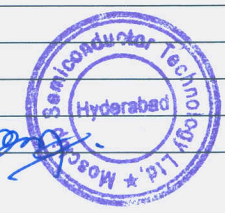
### Audit Committee

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 meetings in number of days*
12.11.2015	Yes all of them were attended	12.08.2015	90 Days

\* 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

Subject	Compliance status (Yes/No/NA)refer note below
Whether prior approval of audit committee Obtained	YES
Whether shareholder approval obtained for material RPT	YES



Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee

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.

**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 **YES**

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) **NO**

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. 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: **YES**

**Name & Designation : CS Suresh Bachalakura**

**Company Secretary & Compliance Officer**