

Corporate Governance Report for the Quarter Ended 31st December 2015

1. Name of Listed Entity **8K Miles Software Services 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	SURESH VENKATACHARI	ATNPS3289H 00365522	MD - Executive-Independent Non	04/09/2012	5	ONE	-	-
Mr	GURUMURTHI JAYARAMAN	AADPJ1767C 00416850	Non-Executive-Independent Director	18/09/2015	5	ONE	ONE	ONE
Mrs.	PADMINI RAVICHANDRAN	ALOPR4364D 02831078	Non-Executive-Independent Director	18/09/2015	5	ONE	ONE	ONE
Mr	RAMANI RAMA SUBRAMANI	AHRPR9966J 03206751	Whole Time Director-Executive-Independent Non	13/08/2011	5	ONE	ONE	ONE
Mr	LAKSHMANAN KANNAPPAN	AM2PK0072D 07141427	Non-Executive-Non-Independent Director	31/03/2015		ONE	ONE	ONE

\*SPAN 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) &
1. Audit Committee	GURUMURTHI JAYARAMAN - Chairman	Non-Executive-Independent Director
	PADMINI RAVICHANDRAN - Member	Non-Executive-Independent Director
	LAKSHMANAN KANNAPPAN - Member	Non-Executive- Non Independent Director

2. Nomination & Remuneration Committee	VENKATACHARI SURESH - Chairman	MD - Executive-Non Independent
	LAKSHMANAN KANNAPPAN - Member	Non-Executive- Non Independent Director
	PADMINI RAVICHANDRAN - Member	Non-Executive-Independent Director
	R.S.RAMANI - Member	Whole Time Director-Executive-Non Independent

3. Risk Management Committee(if applicable)	NOT APPLICABLE	NOT APPLICABLE
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4. Stakeholders Relationship Committee	PADMINI RAVICHANDRAN - Chairman	Non-Executive-Independent Director
	R.S.RAMANI - Member	Whole Time Director-Executive-Non Independent
	LAKSHMANAN KANNAPPAN - Member	Non-Executive-Non Independent Director

\*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)
08th DAY OF JULY, 2015	06th DAY OF OCTOBER, 2015	91

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*
07th DAY OF OCTOBER, 2015	YES	06th DAY OF JULY, 2015	91

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

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

*J Jagannathan*



Name & Designation: **Jyashree Jagannathan**  
 Company Secretary & Compliance Officer