

**Corporate Governance Report for the Quarter Ended 31st December 2016**

1. Name of Listed Entity **8K Miles Software Services Limited**  
 2. Quarter ended **31/12/2016**

**I. Composition of Board of Directors**

Title (Mr. / Ms)	Name of the Director	PAN & DIN	Category (Chairperson /Executive/ NonExecutive/in dependent/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- Non Independent	04/09/2012		1	1	0
MR	GURUMURTHI JAYARAMAN	AADPJ1767C '00416850	Non-Executive- Independent Director	18/09/2015		5 1	1	1
MS	PADMINI RAVICHANDRAN	ALOPR4364D '02831078	Non-Executive - Independent Director	18/09/2015		5 1	1	1
MR	RAMANI RAMA SUBRAMANI	AHVPR9966J '03206751	Whole Time Director- Executive- Non Independent	13/08/2016		1	1	0
MR	LAKSHMANAN KANNAPAN	AMZPK0072D '07141427	Non-Executive- Non-Independent Director	30/09/2016		1	1	0
MS	BABITA SINGARAM	BTJPS3403E 07482106	Non-Executive - Independent Director	30/09/2016		5 1	1	0
MR	DINESH RAJA PUNNIAMOORTHY	ALIPD6880G 03622140	Non-Executive - Independent Director	30/09/2016		5 1	1	0

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/NonExecutive/independent/Nominee) §
<b>1. Audit Committee</b>	GURUMURTHI JAYARAMAN - Chairman	Non-Executive-Independent Director
	BABITA SINGARAM - Member	Non-Executive -Independent Director
	DINESH RAJA PUNNIAMURTHY - Member	Non-Executive-Independent Director
<b>2. Nomination &amp; Remuneration Committee</b>	DINESH RAJA PUNNIAMURTHY - Chairman	Non-Executive-Independent Director
	BABITA SINGARAM - Member	Non-Executive-Independent Director
	PADMINI RAVICHANDRAN - Member	Non-Executive-Independent Director
<b>3. Risk Management Committee(if applicable)</b>	NOT APPLICABLE	NOT APPLICABLE
<b>4. Stakeholders Relationship Committee</b>	PADMINI RAVICHANDRAN - Chairman	Non-Executive-Independent Director
	R.S.RAMANI - Member	Whole Time Director-Executive-Non Independent
	SURESH VENKATACHARI-Member	MD - 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)
8th July 2016, 02nd August 2016, 24th August 2016, 28th September 2016	15th October 2016, 27th October 2016, 7th November 2016, 20th December 2016	42

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*
27th October 2016, 5th November 2016	YES	6th July 2016	112
14th October 2016, 2nd December 2016	YES	Nil	Nil

\* 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
<p>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 &amp; 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:</p>
<p><i>J. Jayashree</i>              Name &amp; Designation: Jayashree Jagannathan            Company Secretary &amp; Compliance Officer</p>