

MSEI Symbol	
Scrip code	540879
NSE Symbol	APOLLO
MSEI Symbol	
ISIN	INE713T01010
Name of the entity	APOLLO MICRO SYSTEMS LIMITED
Date of start of financial year	01-04-2017
Date of end of financial year	31-03-2018
Reporting Quarter	Yearly
Date of Report	31-03-2018
Risk management committee	Not Applicable



# Annexure I

## Annexure I to be submitted by listed entity on quarterly basis

### I. Composition of Board of Directors

#### Disclosure of notes on composition of board of directors explanatory

Is there any change in information of board of directors compare to previous quarter

Yes

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	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)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	KARUNAKAR REDDY BADDAM	AAMPB5634K	00790139	Executive Director	Not Applicable	MD	01-04-2017		60	1	1	0		
2	Mrs	SRI LAKSHMI REDDY VANGETI	AFBPV0047A	02757567	Non-Executive - Non Independent Director	Not Applicable		01-04-1999			1	0	0		
3	Mr	CHANDRAPATI VENKATA SIVA PRASAD	AEWPC3370B	03601703	Executive Director	Not Applicable		21-08-2017			1	1	0		
4	Mr	ADDEPALLI KRISHNA SAI KUMAR	AHWP5574A	03601692	Executive Director	Not Applicable		21-08-2017			1	1	0		



# Annexure I

Annexure I to be submitted by listed entity on quarterly basis

## I. Composition of Board of Directors

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	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)	Notes for not providing PAN	Notes for not providing DIN
5	Mr	RAGHUPATHY GOUD THEEGALA	ADXPT6690F	07785738	Non-Executive - Independent Director	Chairperson		21-08-2017		60	1	2	1		
6	Mr	SRINIVAS PAGADALA	AEHPP6586R	02669528	Non-Executive - Independent Director	Not Applicable		21-08-2017		60	1	1	1		



Annexure 1	
II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	
Is there any change in information of committees compare to previous quarter	Yes



APOLLO MICRO SYSTEMS LTD.  
HYDERABAD

Audit Committee Details					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	02669528	SRINIVAS PAGADALA	Non-Executive - Independent Director	Chairperson	
2	07785738	RAGHUPATHY GOUD THEEGALA	Non-Executive - Independent Director	Member	
3	03601692	ADDEPALLI KRISHNA SAI KUMAR	Executive Director	Member	



Nomination and remuneration committee					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	02669528	SRINIVAS PAGADALA	Non-Executive - Independent Director	Chairperson	
2	07785738	RAGHUPATHY GOUD THEEGALA	Non-Executive - Independent Director	Member	
3	02757567	SRI LAKSHMI REDDY VANGETI	Non-Executive - Non Independent Director	Member	



Stakeholders Relationship Committee					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	07785738	RAGHUPATHY GOUD THEEGALA	Non-Executive - Independent Director	Chairperson	
2	00790139	KARUNAKAR REDDY BADDAM	Executive Director	Member	
3	03601703	CHANDRAPATI VENKATA SIVA PRASAD	Executive Director	Member	



Risk Management Committee					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	03601703	CHANDRAPATI VENKATA SIVA PRASAD	Executive Director	Chairperson	
2	00790139	KARUNAKAR REDDY BADDAM	Executive Director	Member	
3	02669528	SRINIVAS PAGADALA	Non-Executive - Independent Director	Member	



1. Risk Management Committee

2. Risk Management Committee

3. Risk Management Committee

4. Risk Management Committee

5. Risk Management Committee

6. Risk Management Committee

7. Risk Management Committee

8. Risk Management Committee

9. Risk Management Committee

10. Risk Management Committee

11. Risk Management Committee

12. Risk Management Committee

13. Risk Management Committee

14. Risk Management Committee

15. Risk Management Committee



Corporate Social Responsibility Committee					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	00790139	KARUNAKAR REDDY BADDAM	Executive Director	Chairperson	
2	07785738	RAGHUPATHY GOUD THEEGALA	Non-Executive - Independent Director	Member	
3	02757567	SRI LAKSHMI REDDY VANGETI	Non-Executive - Non Independent Director	Member	



Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	00790139	KARUNAKAR REDDY BADDAM	IPO COMMITTEE	Executive Director	Chairperson	
2	02669528	SRINIVAS PAGADALA	IPO COMMITTEE	Non-Executive - Independent Director	Member	
3	03601692	ADDEPALLI KRISHNA SAI KUMAR	IPO COMMITTEE	Executive Director	Member	



Annexure 1			
Annexure 1			
III. Meeting of Board of Directors			
Disclosure of notes on meeting of board of directors explanatory			
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)
1	24-11-2017		
2	19-12-2017		24
3	22-12-2017		2
4		09-01-2018	17
5		13-01-2018	3
6		16-01-2018	2
7		18-01-2018	1
8		13-02-2018	25



Annexure 1							
IV. Meeting of Committees							
Disclosure of notes on meeting of committees explanatory							
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee
1	Audit Committee	13-02-2018	Yes	3	24-11-2017	80	
2	Nomination and remuneration committee		Yes		24-11-2017		



Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	NA	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	
Disclosure of notes on related party transactions			Textual Information(1)



Text Block	
Textual Information(1)	Remuneration to Whole time Directors (Mr. Addepalli Krishan Sai Kumar and Mr. Chandrapati Venkata Siva Prasad) and Managing Director (Mr. Karunakar Reddy Baddam) are the only related party transactions, for which the resolutions were passed at the 20th Annual General Meeting held on 26th August 2017.



Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
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 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	Yes
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes



Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	vitta chaitanya siva shankar
2	Designation	Company Secretary and Compliance Office





Text Block



Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.apollo-micro.com
2	Terms and conditions of appointment of independent directors	Yes		www.apollo-micro.com
3	Composition of various committees of board of directors	Yes		www.apollo-micro.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.apollo-micro.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.apollo-micro.com
6	Criteria of making payments to non-executive directors	Yes		www.apollo-micro.com
7	Policy on dealing with related party transactions	Yes		www.apollo-micro.com
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		www.apollo-micro.com



Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.apollo-micro.com
11	email address for grievance redressal and other relevant details	Yes		www.apollo-micro.com
12	Financial results	Yes		www.apollo-micro.com
13	Shareholding pattern	Yes		www.apollo-micro.com
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	Yes		www.apollo-micro.com



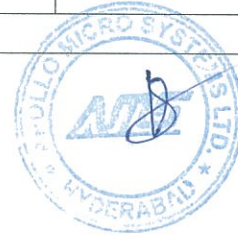
Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	Yes	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	Yes	



Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	NA	
20	Approval for material related party transactions	23(4)	NA	



Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2), (3),(4),(5) & (6)	NA	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			



Annexure II		
1	Name of signatory	
2	Designation	





Annexure II		
III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA
	Any other information to be provided	





Annexure II		
1	Name of signatory	vitta chaitanya siva shankar
2	Designation	Company Secretary and Compliance Office



Signatory Details	
Name of signatory	vitta chaitanya siva shankar
Designation of person	Company Secretary and Compliance Office
Place	hyderabad
Date	14-04-2018

A handwritten signature in blue ink is written over a circular blue stamp. The stamp contains the text "APOLLO MICRO SYSTEMS LTD. HYDERABAD" around the perimeter and a stylized "AMS" logo in the center.

