

## Corporate Governance Report for the Quarter Ended 31st December 2017

1. Name of Listed Entity 8K Miles Software Services Limited

2. Quarter ended 12/31/2017

### I. Composition of Board of Directors

Title (Mr./Ms)	Name of the Director	PAN & DIN	Category (Chairperson/Executive/NonExecutive/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	ATNP53289H '00365522	MD - Executive-Non Independent	9/4/2012		1	1	0
MR	GURUMURTHI JAYARAMAN	AADP11767C '00416850	Non-Executive-Independent Director	9/18/2015		5	1	1
MS	PADMINI RAVICHANDRAN	AIDPR4364D '02831078	Non-Executive -Independent Director	9/18/2015		5	1	1
MR	RAMANI RAMA SUBRAMANI	AHVPR9966I '03206751	Whole Time Director-Executive-Non Independent	8/13/2016		1	1	0
MR	LAKSHMANAN KANNAPAN	AMZPK0072D '07141427	Non-Executive-Non-Independent Director	9/30/2016		1	1	0
MS	BABITA SINGARAM	BTJPS403E '07482106	Non-Executive -Independent Director	9/30/2016		5	1	0
MR	DINESH RAJA PUNNIAMORTHY	AUPDG680G '03622140	Non-Executive -Independent Director	9/30/2016		5	1	0
MS	SUJATHA CHANDRASEKARAN	ANAPS4143A '07711308	Director-Non-Executive-Non Independent	9/30/2017		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

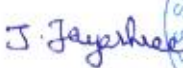

Name of Committee	Name of Committee members	Category (Chairperson/Executive/NonExecutive/Independent/Nominee) §
1. Audit Committee	GURUMURTHI JAYARAMAN- Chairman	Non-Executive-Independent Director
	BABITA SINGARAM- Member	Non-Executive -Independent Director
	DINESH RAJA PUNNIAMURTHY- Member	Non-Executive-Independent Director
2. Nomination & Remuneration Committee	DINESH RAJA PUNNIAMURTHY- Chairman	Non-Executive-Independent Director
	BABITA SINGARAM- Member	Non-Executive-Independent Director
	PADMINI RAVICHANDRAN - Member	Non-Executive-Independent Director
3. Risk Management Committee(if applicable)	NOT APPLICABLE	NOT APPLICABLE
4. Stakeholders Relationship Committee	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
	SUJATHA CHANDRASEKARAN- 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)
28th August 2017, 5th September 2017	1st December 2017	96



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*
1st December 2017-Audit Committee Meeting	YES	28th August 2017-Audit Committee Meeting	94
		17th July 2017-Stakeholder Relationship Committee	
		31st July 2017-Nomination Remuneration Meeting	
* 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/NA.. 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 a. Audit Committee-YES b. Nomination & remuneration committee-YES c. Stakeholders relationship committee-YES d. Risk management committee-Not Applicable (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-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-YES. Any comments/observations/advice of Board of Directors may be mentioned here: NA			
  <p>Name &amp; Designation: Jayashree Jagannathan Company Secretary &amp; Compliance Officer</p>			