

**ASTRA MICROWAVE PRODUCTS LIMITED**

Regd. Office : ASTRA Towers, Survey No. 12(P), Kothaguda Post, Kondapur, Hitechcity, Hyderabad, Telangana, INDIA - 500084.
Tel : +91-40-30618000, 30618001. Fax : +91-40-30618048
E-mail : info@astramp.com, website : www.astramp.com
CIN : L29309TG1991PLC013203

January 9, 2018

To
The General Manager
Department of Corporate Relations
BSE Limited
Sir Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai -400 001

Scrip code: 532493

To
The Vice President,
Listing Department
The National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex, Bandra (East)
Mumbai 400 051

Scrip code: ASTRAMICRO

Dear sir,

Sub: Submission of Corporate Governance report for the quarter ended 31.12.2017 as per Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Reg.

We herewith enclosed the Corporate Governance report for the quarter ended 31st December, 2017 as per Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking you,

Yours faithfully,
For Astra Microwave Products Ltd

T. Anjaneyulu
Dy.G.M - Company Secretary



Works :

Unit 1 : Plot No. 12, ANRICH Industrial Estate, Bollaram, Medak Dist., T.S. - 502325

Unit 2 : Plot No. 56A, ANRICH Industrial Estate, Bollaram, Medak Dist., T.S. - 502325

Unit 3 : Sy. No. 1/1, Imarath Kancha, Raviryala (Vil), Maheshwaram (Mdl) R.R.Dist., T.S. - 500 005

Unit 4 : Sy. No. 1/1, Plot No. 18 to 21, Imarath Kancha, Hardware Park, Raviryala (V), Maheshwaram (M), R.R.Dist, T.S. - 500005

R&D Centre : Y.D.Archade, No. 327, 4th Cross, Opp: Sivaparvathi Kalyan Mantapa, OMBR Layout, Banaswadi, Bangalore, Karnataka - 560043.



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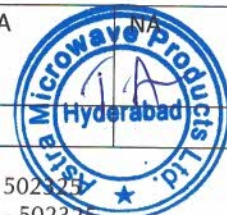
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Corporate Governance Report1. Name of the Listed Entity: **Astra Microwave Products Limited**2. Quarter ending: **31st of December, 2017****I. Composition of Board of Directors**

Title	Name of the Director	PAN & DIN	Category (Chairperson /Executive/ Non executive/ independent /Nominee	Date of Appointment in current term/ cessation	Tenure of Directors (in months)	No. of Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Dr.	Shiban Kishen Koul	AAAPK0907G 00003360	Chairman- Independent-	31/07/2014	60 months	1	2	1
Mr.	B.Malla Reddy	ACVPB8305Q 00003154	Executive Promoter	13/09/1991		1	0	0
Mr.	P.A.Chitrakar	ACSPC9736D 00003213	Executive Promoter	01/09/1994		1	1	0
Mrs.	C.Prameelamma	ABUPC7276K 00003243	Executive Promoter	13/09/1991		1	0	0
Mr.	S.Gurunatha Reddy	AFVPS6054E 00003828	Executive	29/04/2013		1	1	0
Mr.	M.Venkateshwar Reddy	AFGPM3800F 00421401	Executive	29/04/2013		1	1	0
Mr.	T.Ramachandru	ABUPT4246J 02000451	Non- Executive- Independent	31/07/2014	60 months	1	0	0
Mr.	V.Venkata Rama Sastry	ABHPS4677B 00027875	Non- Executive- Independent	29/01/2016	60 months	2	3	1
Mr.	B. Lakshmi Narayana Raju	CDVPR3026F 07411713	Non- Executive- Independent	29/01/2016	60 months	1	1	1
Prof.	Arun Kumar Tiwari	ABAPT1461D 03109878	Non- Executive- Independent	Resigned on 13.10.2017	NA	NA	NA	NA

Works :

Unit 1 : Plot No. 12, ANRICH Industrial Estate, Bollaram, Medak Dist., T.S. - 502324
 Unit 2 : Plot No. 56A, ANRICH Industrial Estate, Bollaram, Medak Dist., T.S. - 502325
 Unit 3 : Sy. No. 1/1, Imarath Kancha, Raviryala (Vil), Maheshwaram (Mdl) R.R.Dist., T.S. - 500005
 Unit 4 : Sy. No. 1/1, Plot No. 18 to 21, Imarath Kancha, Hardware Park, Raviryala (V), Maheshwaram (M), R.R.Dist, T.S. - 500005
 R&D Centre : Y.D.Archade, No. 327, 4th Cross, Opp: Sivaparvathi Kalyan Mantapa, OMBR Layout, Banaswadi, Bangalore, Karnataka - 560043.





II. Composition of Committees

Name of the Committee	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/Independent/Nominees)
1. Audit Committee	Mr. V. Venkata Rama Sastry	Chairperson-Non-Executive-Independent
	Dr. Shiban K Koul	Non-Executive-Independent
	Mr. B. Lakshmi Narayana Raju	Non-Executive-Independent
2. Nomination and Remuneration Committee	Mr. B. Lakshmi Narayana Raju	Chairperson-Non-Executive-Independent
	Dr. Shiban K Koul	Non-Executive-Independent
	Mr. V. Venkata Rama Sastry	Non-Executive-Independent
3. Stakeholder Relationship Committee	Dr. Shiban K Koul	Chairperson-Non Executive-Independent
	Mr. P.A.Chitrakar	Executive
	Mr. S. Gurunatha Reddy	Executive
	Mr. M. Venkateshwar Reddy	Executive

III. Meeting of Board of Directors

Date(s) of meeting (if any) in the previous quarter	Date (s) of the Meeting (if any) in the relevant quarter)	Maximum gap between any two consecutive meetings (in number of days)
28/07/2017	30/10/2017	93 Days

IV. Meeting of Committees

Name of the 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
Audit Committee	30/10/2017	Yes	28/07/2017	93 Days
Nomination and Remuneration Committee	N.A	N.A	N.A	N.A
Stakeholder Relationship Committee meeting.	30/10/2017	Yes	28/07/2017	93 Days

V. Related Party Transactions

Subject	Compliance Status (Yes/No/NA)
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 has been reviewed by Audit Committee	Yes





VI. Affirmations.

1. The composition of the Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - **No**

Prof. Arun Kumar Tiwari, Independent Director has tendered his resignation on 13.10.2017.

2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - **Yes**
 - a. Audit Committee
 - b. Nomination and Remuneration Committee
 - c. Stakeholder Relationship Committee
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 will be placed before the Board of Directors in the next meeting and any comments/observations/advice of the Board of Directors will be mentioned in the next Report. - **Yes**

For Astra Microwave Products Limited

A handwritten signature in blue ink that reads 'T. Anjaneyulu'.

T. Anjaneyulu
Dy. General Manager & Company Secretary

