

Corporate Governance

Quarter Ending : September, 2022

Annexure 1

Composition of Board of Directors

Title	Name of the Director	Category	Initial Date of Appointment	Date of Appointment in Current Term (Date of Re-appointment)	Date of cessation	Tenure of Director (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
MR	DEEPAK CHHABRIA	Executive Director, Chairperson related to Promoter	13-02-1992	01-07-2018			1	1	0
MR	RATNAKAR BARVE	Executive Director	30-09-2021	30-09-2021			1	1	0
MR	ZUBIN F. BILLIMORIA	Non-Executive - Independent Director	30-09-2021	30-09-2021			1	1	1
MR	SRIRAMAN RAGHURAMAN	Non-Executive - Independent Director	30-09-2021	30-09-2021			1	2	1
MS	VANESSA SINGH	Non-Executive - Independent Director	30-09-2021	30-09-2021			1	2	0
MR	NIKHIL MANOHAR NAIK	Non-Executive - Non Independent Director	30-09-2021	30-09-2021			1	10	0

Corporate Governance

Quarter Ending : September, 2022

Audit Committee

Name of Committee members	Category	Date Of Appointment	Date of Cessation
ZUBIN F. BILLIMORIA	Non-Executive - Independent Director, Chairperson	30-09-2021	-
SRIRAMAN RAGHURAMAN	Non-Executive - Independent Director, Member	30-09-2021	-
VANESSA SINGH	Non-Executive - Independent Director, Member	30-09-2021	-

Nomination and remuneration committee

Name of Committee members	Category	Date Of Appointment	Date of Cessation
VANESSA SINGH	Non-Executive - Independent Director, Chairperson	30-09-2021	-
SRIRAMAN RAGHURAMAN	Non-Executive - Independent Director, Member	30-09-2021	-
ZUBIN F. BILLIMORIA	Non-Executive - Independent Director, Member	30-09-2021	-
NIKHIL MANOHAR NAIK	Non-Executive - Non Independent Director, Member	30-09-2021	-

Stakeholders Relationship Committee

Name of Committee members	Category	Date Of Appointment	Date of Cessation
SRIRAMAN RAGHURAMAN	Non-Executive - Independent Director, Chairperson	30-09-2021	
DEEPAK CHHABRIA	Executive Director, Member	05-09-1997	-
VANESSA SINGH	Non-Executive - Independent Director, Member	30-09-2021	
NIKHIL NAIK	Non Executive- Non Independent Director, Member	12-Aug-22	
RATNAKAR BARVE	Executive Director, Member	30-09-2021	-

*Note: Mr. Mahesh Vishwanathan, CFO of the Company who was also Member of the said Committee, ceased to be a member of the Committee wef 12-08-2022.

Risk Management Committee

Name of Committee members	Category	Date Of Appointment	Date of Cessation
ZUBIN F. BILLIMORIA	Non-Executive - Independent Director, Chairperson	30-09-2021	-
DEEPAK CHHABRIA	Executive Director, Member	08-11-2014	-
VANESSA SINGH	Non-Executive - Independent Director, Member	30-09-2021	-
RATNAKAR BARVE	Executive Director, Member	30-09-2021	

*Note: Mr. Mahesh Vishwanathan, CFO of the Company is also Member of the said Committee, however due to him not being a Director, we are providing his name in remarks.

Corporate Social Responsibility Committee

Name of Committee members	Category	Date Of Appointment	Date of Cessation
SRIRAMAN RAGHURAMAN	Non-Executive - Independent Director, Chairperson	30-09-2021	-
DEEPAK CHHABRIA	Executive Director, Member	08-08-2014	-
NIKHIL MANOHAR NAIK	Non-Executive - Non Independent Director, Member	30-09-2021	-
RATNAKAR BARVE	Executive Director, Member	30-09-2021	-

Annexure 1

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 meeting (in number of days)
28-05-2022	-	
	12-08-2022	75
	27-08-2022	14
	24-Sep-22	27

Meeting of Committees

Name of 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	-	Yes	28-05-2022	0
Audit Committee		Yes	27-07-2022	59
Audit Committee	12-08-2022	Yes		15
Nomination and Remuneration Committee		Yes	28-05-2022	
Nomination and Remuneration Committee	24-Sep-22	Yes		118
Corporate Social Responsibility Committee		Yes	27-05-2022	
Corporate Social Responsibility Committee	11-08-2022	Yes	-	75
Stakeholders Relationship Committee	-	Yes	21-05-2022	
Stakeholders Relationship Committee	04-07-2022	Yes		43
Stakeholders Relationship Committee	19-09-2022	Yes		76
Risk Management Committee	11-Aug-22	Yes		

Related Party Transactions

Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance
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	Yes	-

Affirmations

Subject	Compliance status (Yes/No)
The composition of board of directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of audit committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the nomination and remuneration committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the stakeholders relationship committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the risk management committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The committee members have been made aware of their powers, role and responsibilities as specified in of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The meetings of the board of directors and the above committees have been conducted in the manner as specified SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
This report and/or the report submitted in the previous quarter has been placed before board of directors	Yes

Any comments/observations/advice of the Board may be mentioned here:

NA

Annexure III

CONSUMER VALIDATED

III. Affirmations					
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes		
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes		
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes		
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes		
5	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes		
Any other information to be provided					

Additional Half yearly Disclosure			
Applicability of disclosure	Not Applicable		
Reason for Non Applicability	2		
I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below		The Figure should be mentioned in Actual INR only	
(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			
(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			
(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			
(D) Additional Information			
II. Affirmations			
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in		Compliance Status	Company Remarks
Name			
Designation			
Place			
Date			

Signatory Details	
Name of signatory	KAMLESH SHINDE
Designation of person	Compliance Officer
Place	PUNE
Date	19-10-2022

Signatory Details

Name of the signatory Kamlesh M Shinde
Designation of person Compliance Officer