



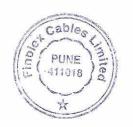
## Corporate Governance

Quarter Ending : March, 2022

## Annexure 1

## Composition of Board of Directors

| Title | Name of the Director | Category  | Initial Date of<br>Appointment | Date of<br>Appointment in<br>Current Term<br>(Date of Re-<br>appointment) | Date of cessation | Tenure of<br>Director (in<br>months) | No of<br>Directorship in<br>listed entities<br>including this<br>listed entity | Number of<br>memberships in<br>Audit/<br>Stakeholder<br>Committee(s)<br>including this<br>listed entity | No of post of<br>Chairperson in<br>Audit/ Stakeholder<br>Committee held in<br>listed entities<br>including this listed<br>entity |
|-------|----------------------|---|--------------------------------|---|-------------------|--------------------------------------|--|---|--|
| MR    | DEEPAK CHHABRIA      | Executive<br>Director, Chairperson<br>related to Promoter | 13-Feb-92                      | 1-Jul-18  | -                 | (5)                                  | 1  | 1   | 0  |
| MR    | RATNAKAR BARVE       | Executive Director  | 30-Sep-21                      | 30-Sep-21   |                   |                                      | 1  | 1   | 0  |
| MR    | ZUBIN F. BILLIMORIA  | Non-Executive -<br>Independent Director                   | 30-Sep-21                      | 30-Sep-21   |                   |                                      | 1  | 0   | 19   |
| MR    | SRIRAMAN RAGHURAMAN  | Non-Executive -<br>Independent Director                   | 30-Sep-21                      | 30-Sep-21   |                   |                                      | 1  | 1   | 1  |
| MS    | VANESSA SINGH        | Non-Executive -<br>Independent Director                   | 30-Sep-21                      | 30-Sep-21   |                   |                                      | 1  | 2   | 0  |
| MR    | NIKHIL MANOHAR NAIK  | Non-Executive - Non<br>Independent Director               | 30-Sep-21                      | 30-Sep-21   |                   |                                      | 1  | 10  | 0  |



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# Corporate Governance

Quarter Ending: March, 2022

## **Audit Committee**

| Name of Committee members | Category  | Date Of Appointment | Date of Cessation |  |
|---------------------------|---|---------------------|-------------------|--|
| ZUBIN F. BILLIMORIA       | Non-Executive - Independent Director, Chairperson | 30-Sep-21           | <i>B</i> ()       |  |
| SRIRAMAN RAGHURAMAN       | Non-Executive - Independent Director, Member      | 30-Sep-21           | 21                |  |
| VANESSA SINGH             | Non-Executive - Independent Director, Member      | 30-Sep-21           | 17.0              |  |

## Nomination and remuneration committee

| Name of Committee members | Category  | Date Of Appointment | Date of Cessation |
|---------------------------|---|---------------------|-------------------|
| VANESSA SINGH             | Non-Executive - Independent Director, Chairperson | 30-Sep-21           | -                 |
| SRIRAMAN RAGHURAMAN       | Non-Executive - Independent Director, Member      | 30-Sep-21           |                   |
| ZUBIN F. BILLIMORIA       | Non-Executive - Independent Director, Member      | 30-Sep-21           | .=                |
| NIKHIL MANOHAR NAIK       | Non-Executive - Non Independent Director, Member  | 30-Sep-21           | *                 |

## Stakeholders Relationship Committee

| Name of Committee members | Category  | Date Of Appointment | Date of Cessation |
|---------------------------|---|---------------------|-------------------|
| SRIRAMAN RAGHURAMAN       | Non-Executive - Independent Director, Chairperson | 30-Sep-21           |                   |
| DEEPAK CHHABRIA           | Executive Director, Member                        | 05-Sep-97           | ie.               |
| VANESSA SINGH             | Non-Executive - Independent Director, Member      | 30-Sep-21           |                   |
| RATNAKAR BARVE            | Executive Director, Member                        | 30-Sep-21           | -                 |

<sup>\*</sup> Note: Mr. Mahesh Viswanathan, CFO of the Company is also member of the said Committee, however due to him not being a director there is technical difficulty in validating the excel sheet so we are providing his name in remarks.

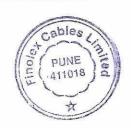
## **Risk Management Committee**

| Name of Committee members | Category  | Date Of Appointment | Date of Cessation |
|---------------------------|---|---------------------|-------------------|
| ZUBIN F. BILLIMORIA       | Non-Executive - Independent Director, Chairperson | 30-Sep-21           | <u>2</u>          |
| DEEPAK CHHABRIA           | Executive Director, Member                        | 8-Nov-14            | 5                 |
| VANESSA SINGH             | Non-Executive - Independent Director, Member      | 30-Sep-21           | #                 |
| RATNAKAR BARVE            | Executive Director, Member                        | 30-Sep-21           |                   |

<sup>\*</sup> Note: Mr. Mahesh Viswanathan, CFO of the Company is also member of the said Committee, however due to him not being a director there is technical difficulty in validating the excel sheet so 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-Sep-21           | 2                 |
| DEEPAK CHHABRIA           | Executive Director, Member                        | 08-Aug-14           | =                 |
| NIKHIL MANOHAR NAIK       | Non-Executive - Non Independent Director, Member  | 30-Sep-21           | -                 |
| RATNAKAR BARVE            | Executive Director, Member                        | 30-Sep-21           | 8                 |



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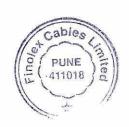
# Annexure 1

# **Meeting of Board of Directors**

| Date(s) of meeting (if any) in the previous quarter | Date(s) of meeting (if<br>any) in the relevant<br>quarter | Maximum gap between any two consecutive meeting (in number of days) |
|---|---|---|
| 12-Nov-21   | _   | 0   |
|   | 09-Feb-22   | 88  |
|   | 29-03-2022  | 47  |

# **Meeting of Committees**

| Name of Committee                            | Date(s) of meeting of<br>the committee in the<br>relevant quarter | Whether requirement<br>of Quorum met<br>(details) | Date(s) of meeting of<br>the committee in the<br>previous quarter | Maximum gap<br>between any two<br>consecutive meetings<br>(in number of days) |
|--|---|---|---|---|
| Audit Committee                              | -   | Yes   | 12-Nov-21   | 0   |
| Audit Committee                              | 9-Feb-22  | Yes   | Ä   | 88  |
| Audit Committee                              | 15-Mar-22   | Yes   | Ę   | 33  |
| Nomination and remuneration committee        | 8-Feb-22  | Yes   | F   | 0   |
| Stakeholders Relationship<br>Committee       | _   | Yes   | 16-Dec-21   | 0   |
| Stakeholders Relationship<br>Committee       | 2-Feb-22  | Yes   | н   | 0   |
| Stakeholders Relationship<br>Committee       | 31-Mar-22   | Yes   |   | 0   |
| Corporate Social Responsibility<br>Committee | 8-Feb-22  | Yes   | -   | 0   |
| Risk Management Committee                    | 29-Mar-22   | Yes   | 1-0   | 0   |



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# **Related Party Transactions**

| Subject  | Compliance status<br>(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   | Yes                              | -   |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by audit committee | Yes                              | -   |

# **Affirmations**

| Subject   | Compliance status<br>(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                           |

Signatory Details

Name of signatory

Designation of person

Kamlesh Shinde

**Assistant Company Secretary & Compliance Officer** 



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