

Corporate Governance : Quarter ending : December 2021

[Archives](#)

Quarter Ending :December 2021

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	Mahendra Kumar Sharma	Non-Executive - Independent Director,Chairperson	01 Apr 2015	01 Apr 2020	-	81.00	3	3	1
Mrs	Hina Nagarajan	Executive Director,CEO-MD	01 Jul 2021	01 Jul 2021	-	6.00	1	1	0
Mr	D Sivanandhan	Non-Executive - Independent Director	30 Sep 2014	30 Sep 2019	-	87.00	4	8	2
Mrs	Indu Shahani	Non-Executive - Independent Director	30 Sep 2014	30 Sep 2019	-	87.00	4	7	1
Mr	Rajeev Gupta	Non-Executive - Independent Director	23 Dec 2014	23 Dec 2019	-	84.00	5	3	1
Mr	V K Viswanathan	Non-Executive - Independent Director	17 Oct 2016	26 Aug 2021	-	62.00	5	5	4

Mr	John Thomas Kennedy	Non-Executive - Nominee Director	17 Aug 2016	26 Aug 2021	-	64.00	1	2	0
Mr	Randall David Ingber	Non-Executive - Nominee Director	02 Feb 2017	26 Aug 2020	-	58.00	1	0	0
Mr	Vinod Rao	Non-Executive - Nominee Director	24 May 2016	21 Aug 2019	16 Dec 2021	67.00	1	1	0

Composition Of Committee

Audit Committee			
Name of Committee members	Category	Date Of Appointment	Date of Cessation
V K Viswanathan	Non-Executive - Independent Director,Chairperson	01-01-2017	-
Indu Shahani	Non-Executive - Independent Director,Member	30-09-2014	-
Vinod Rao	Non-Executive - Nominee Director,Member	26-05-2016	16-12-2021
D Sivanandhan	Non-Executive - Independent Director,Member	04-07-2013	-
Rajeev Gupta	Non-Executive - Independent Director,Member	24-01-2015	-
Mahendra Kumar Sharma	Non-Executive - Independent Director,Member	24-07-2017	-
John Thomas Kennedy	Non-Executive - Nominee Director,Member	24-07-2017	-

Nomination and remuneration committee

Name of Committee members	Category	Date Of Appointment	Date of Cessation
Indu Shahani	Non-Executive - Independent Director,Chairperson	20-10-2014	-
D Sivanandhan	Non-Executive - Independent Director,Member	04-07-2013	-
John Thomas Kennedy	Non-Executive - Nominee Director,Member	27-10-2016	-
V K Viswanathan	Non-Executive - Independent Director,Member	24-07-2017	-

Stakeholders Relationship Committee

Name of Committee members	Category	Date Of Appointment	Date of Cessation
D Sivanandhan	Non-Executive - Independent Director,Chairperson	04-07-2013	-
Indu Shahani	Non-Executive - Independent Director,Member	30-09-2014	-
John Thomas Kennedy	Non-Executive - Nominee Director,Member	27-10-2016	-
Hina Nagarajan	Executive Director,Member	01-07-2021	-

Risk Management Committee

Name of Committee members	Category	Date Of Appointment	Date of Cessation
Mahendra Kumar Sharma	Non-Executive - Independent Director,Chairperson	04-11-2020	-
V K Viswanathan	Non-Executive - Independent Director,Member	04-11-2020	-
Hina Nagarajan	Executive Director,Member	01-07-2021	-
Pradeep Jain	Chief Financial Officer,Member	04-11-2020	-

Corporate Social Responsibility Committee

Name of Committee members	Category	Date Of Appointment	Date of Cessation
Indu Shahani	Non-Executive - Independent Director,Chairperson	30-09-2014	-
D Sivanandhan	Non-Executive - Independent Director,Member	30-09-2014	-
Hina Nagarajan	Executive Director,Member	01-07-2021	-
Randall David Ingber	Non-Executive - Nominee Director,Member	24-07-2017	-

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)
23 Jul 2021	-	0
07 Sep 2021	-	45
-	19 Oct 2021	41
-	27 Oct 2021	7

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,	23 Jul 2021	0
Audit Committee	26 Oct 2021	Yes,	-	94
Stakeholders Relationship Committee	-	Yes,	21 Jul 2021	0
Stakeholders Relationship Committee	26 Oct 2021	Yes,	-	0
Nomination and remuneration committee	-	Yes,	21 Jul 2021	0
Nomination and remuneration committee	-	Yes,	07 Sep 2021	0
Risk Management Committee	-	Yes,	16 Sep 2021	0

Corporate Social Responsibility Committee	26 Oct 2021	Yes,	-	0
---	-------------	------	---	---

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
5.This report and/or the report submitted in the previous quarter has been placed before board of directors	Yes

Signatory Details

Name of signatory	Mital Sanghvi
Designation of person	Company Secretary and Compliance Officer