

**Annexure I**

**Annexure I to be submitted by listed entity on quarterly basis**

**I. Composition of Board of Directors**

Disclosure of notes on composition of board of directors explanatory																					
Whether the listed entity has a Regular Chairperson		Yes																			
Whether Chairperson is related to MD or CEO		No		Disqualification of Directors under section 164 of the Companies Act, 2013																	
Sr	Title (Mr / Ms)	Name of the Director	DIN	Category 1 of directors	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(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)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	Mahendra Kumar Sharma	00327684	Non-Executive - Independent Director	No				Active	Yes	26-08-2021	01-04-2015	01-04-2020		99	1	1	2	1		
2	Ms	Hina Nagarajan	00048506	Executive Director	No				Active	NA		01-07-2021	01-07-2021		24	1	0	1	0		
3	Mr	D Sivanandhan	03607203	Non-Executive - Independent Director	No				Active	NA		30-09-2014	30-09-2019		105	5	5	9	2		
4	Mrs	Indu Shahani	00112289	Non-Executive - Independent Director	No				Active	NA		30-09-2014	30-09-2019		105	4	4	6	1		

## I. Composition of Board of Directors

### Disclosure of notes on composition of board of directors explanatory

#### Whether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	DIN	Category 1 of directors				Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(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)	Notes for not providing PAN	Notes for not providing DIN
5	Mr	Rajeev Gupta	00241501	Non-Executive - Independent Director				No				Active	NA		23-12-2014	23-12-2019		102	5	4	4	1		
6	Mr	V K Viswanathan	01782934	Non-Executive - Independent Director				No				Active	Yes	26-08-2021	17-10-2016	26-08-2021		80	5	5	7	5		
7	Mr	John Thomas Kennedy	07529946	Non-Executive - Nominee Director				No				Active	NA		17-08-2016	26-08-2021		82	1	0	1	0		
8	Mr	Mark Sandys	09543864	Non-Executive - Non Independent Director				No				Active	NA		01-04-2022	01-04-2022		15	1	0	0	0	As he is non indian, PAN is not available	

## I. Composition of Board of Directors

### Disclosure of notes on composition of board of directors explanatory

#### Whether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	DIN	Category 1 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(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)	Notes for not providing PAN	Notes for not providing DIN
9	Mr	Pradeep Jain	02110401	Executive Director	19-08-1968	No				Active	NA		01-02-2023	01-02-2023		5	1	0	0	0		
10	Ms	Mamta Sundara	05356182	Non-Executive - Non Independent Director	19-04-1977	No				Active	NA		01-02-2023	01-02-2023		5	1	0	0	0		

<b>Audit Committee Details</b>							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01782934	V K Viswanathan	Non-Executive - Independent Director	Chairperson	01-01-2017		
2	00327684	Mahendra Kumar Sharma	Non-Executive - Independent Director	Member	24-07-2017		
3	00241501	Rajeev Gupta	Non-Executive - Independent Director	Member	24-01-2015		
4	07529946	John Thomas Kennedy	Non-Executive - Nominee Director	Member	24-07-2017		

**Nomination and remuneration committee**

Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00112289	Indu Shahani	Non-Executive - Independent Director	Chairperson	20-10-2014		
2	03607203	D Sivanandhan	Non-Executive - Independent Director	Member	04-07-2013		
3	01782934	V K Viswanathan	Non-Executive - Independent Director	Member	24-07-2017		
4	07529946	John Thomas Kennedy	Non-Executive - Nominee Director	Member	27-10-2016		

**Stakeholders Relationship Committee**

Whether the Stakeholders Relationship Committee has a Regular Chairperson

Yes

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	03607203	D Sivanandhan	Non-Executive - Independent Director	Chairperson	04-07-2013		
2	00112289	Indu Shahani	Non-Executive - Independent Director	Member	30-09-2014		
3	00048506	Hina Nagarajan	Executive Director	Member	01-07-2021		

<b>Risk Management Committee</b>							
Whether the Risk Management Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00327684	Mahendra Kumar Sharma	Non-Executive - Independent Director	Chairperson	04-11-2020		
2	01782934	V K Viswanathan	Non-Executive - Independent Director	Member	04-11-2020		
3	00048506	Hina Nagarajan	Executive Director	Member	01-07-2021		
4	02110401	Pradeep Jain	Executive Director	Member	04-11-2020		
5	05356182	Mamta Sundara	Non-Executive - Non Independent Director	Member	01-02-2023		

**Corporate Social Responsibility Committee**

Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00112289	Indu Shahani	Non-Executive - Independent Director	Chairperson	30-09-2014		
2	03607203	D Sivanandhan	Non-Executive - Independent Director	Member	30-09-2014		
3	00048506	Hina Nagarajan	Executive Director	Member	01-07-2021		
4	09543864	Mark Sandys	Non-Executive - Non Independent Director	Member	01-04-2022		



## Annexure 1

### Annexure 1

### III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	24-01-2023				Yes	9	9	5
2		18-05-2023	113		Yes	10	9	4

## Annexure 1

### IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
2	Audit Committee	17-05-2023	113			Yes	4	3	2	0
3	Nomination and remuneration committee	23-01-2023				Yes	4	4	3	0
4	Nomination and remuneration committee	17-05-2023	113			Yes	4	4	3	0
5	Stakeholders Relationship Committee	23-01-2023				Yes	3	3	2	0
6	Stakeholders Relationship Committee	17-05-2023	113			Yes	3	3	2	0

## Annexure 1

### IV. Meeting of Committees

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Corporate Social Responsibility Committee	23-01-2023				Yes	4	4	2	0
8	Corporate Social Responsibility Committee	17-05-2023	113			Yes	4	4	2	0
9	Risk Management Committee	14-03-2023				Yes	5	5	2	0

## Annexure 1

### V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	No	-
2	Whether shareholder approval obtained for material RPT	NA	-
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	-
Disclosure of notes on related party transactions			

## Annexure 1

### VI. Affirmations

Sr	Subject	Compliance status (Yes/No)
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
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

## Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Mital Sanghvi
2	Designation	Company Secretary and Compliance Officer

### **Signatory Details**

Name of signatory	Mital Sanghvi
Designation of person	Company Secretary and Compliance Officer
Place	Bangalore
Date	19-07-2023