







**Report on Corporate Governance for the quarter ended September 30, 2022**

**iv. Meeting of Committees**

<b>Name of the Committee</b>	<b>Date(s) of meeting during of the committee in the previous quarter</b>	<b>Date(s) of meeting of the committee in the relevant quarter</b>	<b>Maximum gap between any two Consecutive(in number of days)</b>	<b>Whether requirement of Quorum met (Yes/No)</b>	<b>Total number of Directors as on the date of Meeting</b>	<b>Number of Directors present</b>	<b>Number of independent directors present</b>
Audit Committee	03-May-2022			Yes	4	3	4
Audit Committee		09-Aug-2022	97	Yes	4	4	4
Nomination & Remuneration Committee	04-May-2022			Yes	3	3	2
Nomination & Remuneration Committee		10-Aug-2022	97	Yes	3	3	2
Stakeholders Relationship Committee	29-Apr-2022			Yes	3	3	1
Stakeholders Relationship Committee		09-Aug-2022	101	Yes	3	3	1
Risk Management Committee		08-Aug-2022		Yes	3	3	3
Corporate Social Responsibility Committee	29-04-2022			Yes	3	3	3

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	97

**v. Related Party Transactions**

<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b>	<b>Remark</b>
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions		



## Report on Corporate Governance for the quarter ended September 30, 2022

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### VI. Affirmations

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**
  - b. Nomination & remuneration committee - **Yes**
  - c. Stakeholders relationship committee - **Yes**
  - d. Risk management committee (applicable to the top 100 listed entities) - **Yes**
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. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**  
b. Any comments/observations/advice of Board of Directors may be mentioned here:



**Name** : NEELABJA CHAKRABARTY  
**Designation** : Company Secretary and Compliance Officer

**Report on Corporate Governance for the quarter ended September 30, 2022**

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**Annexure III**

**Affirmations**

<b>Broad Heading</b>	<b>Regulation Number</b>	<b>Compliance Status</b>	<b>Company Remark</b>
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	
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	No	Due to pre-occupation, the Chairperson of the Nomination and Remuneration Committee (NRC) was not able to attend the annual general meeting. However, the Chairperson of the NRC delegated other Members of the NRC to present at the meeting and address the queries of shareholders. Further Regulation 19(3) says The Chairperson of the nomination and remuneration committee may be present at the annual general meeting, to answer the shareholders' queries and thus the presence of the Chairperson of the NRC in AGM is not a mandatory requirement as per the said Regulation, hence we are in compliance with Regulation 19(3)
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	



**Name** : NEELABJA CHAKRABARTY  
**Designation** : Company Secretary and Compliance Officer

**Report on Corporate Governance for the quarter ended September 30, 2022**

**Annexure IV**

**(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to**

<b>Aggregate amount advanced during six months</b>				<b>Balance outstanding at the end of six months</b>			
<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>	<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>
1000000000	0	0	0	1000000000	0	0	0

**(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:**

<b>Entity</b>	<b>Type (guarantee, comfort letter etc.)</b>	<b>Aggregate amount of issuance during six months</b>	<b>Balance outstanding at the end of six months (taking into account any invocation)</b>
<i>Promoter or any other entity controlled by them</i>	0	0	0
<i>Promoter Group or any other entity controlled by them</i>	0	0	0
<i>Directors (including relatives) or any other entity controlled by them</i>	0	0	0
<i>KMPs or any other entity controlled by them</i>	0	0	0



**Report on Corporate Governance for the quarter ended September 30, 2022**

**(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:**

<b>Entity</b>	<b>Type of Security (cash, shares etc.)</b>	<b>Aggregate value of security provided during six months</b>	<b>Balance outstanding at the end of six months</b>
<i>Promoter or any other entity controlled by them</i>	0	0	0
<i>Promoter Group or any other entity controlled by them</i>	0	0	0
<i>Directors (including relatives) or any other entity controlled by them</i>	0	0	0
<i>KMPs or any other entity controlled by them</i>	0	0	0

**(D) If the Listed Entity would like to provide any other information the same may be indicated here**

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**Affirmations**

*All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company*

**Company Remarks in case of non-compliant status**

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**Name:** Sivasankaran Sivakumar  
**Designation:** Chief Financial Officer  
**Place:** Bengaluru  
**Date:** 18-Oct-2022

