

Report on Corporate Governance for the quarter ended June 30, 2023

Report on Corporate Governance for the quarter ended June 30, 2023

Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	K.P. Krishnan	ID	Chairperson	22-Oct-2021	
2	Siraj Azmat Chaudhry	ID	Member	21-Mar-2018	
3	Bharat Tilakraj Puri	ID	Member	01-Aug-2019	
4	Shikha Sharma	ID	Member	01-Aug-2019	
5	David Francis Crean	ID	Member	01-April-2023	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Siraj Azmat Chaudhry	ID	Chairperson	01-Aug-2019	
2	Sunil Alaric Dsouza	ED	Member	22-Oct-2021	
3	Lakshmanan Krishna Kumar	ED	Member	01-Apr-2014	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Bharat Tilakraj Puri	ID	Chairperson	01-Aug-2019	
2	Shikha Sharma	ID	Member	01-Aug-2019	
3	Siraj Chaudhry	ID	Member	21-Mar-2018	
4	David Francis Crean	ID	Member	01-Aug-2022	

Company Remarks	
Whether Permanent chairperson appointed	Yes



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d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Shikha Sanjaya Sharma	ID	Chairperson	01-Sep-2019	
2	Bharat Tilakraj Puri	ID	Member	01-Aug-2019	
3	Chandrasekaran Natarajan	C & NED	Member	06-Jul-2017	

Company Remarks	
Whether Permanent chairperson appointed	Yes

e. Corporate Social Responsibility Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Siraj Azmat Chaudhry	ID	Chairperson	01-Aug-2019	
2	Shikha Sanjaya Sharma	ID	Member	06-Nov-2020	
3	K.P. Krishnan	ID	Member	22-Oct-2021	

Company Remarks	
Whether Permanent chairperson appointed	Yes

iii. 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 (in number of days)	Whether requirement of Quorum met	Total Directors as on Date of Meeting	Number of Directors present	Number of Independent Directors present
02-Feb-2023			Yes	9	9	5
29-Mar-2023		54	Yes	9	8	4
	25-Apr-2023	26	Yes	9	9	5

Company Remarks	
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iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Maximum gap between any two Consecutive(in number of days)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors	Number of Directors Present	No. of Independent Directors attending the Meeting	No. of Members attending the meeting
Audit Committee	02-Feb-2023			Yes	4	4	4	0
Audit Committee	13-Mar-2023		38	Yes	4	4	4	0
Audit Committee		24-Apr-2023	41	Yes	5	5	5	0
Nomination & Remuneration Committee	06-Mar-2022			Yes	3	3	2	0
Nomination & Remuneration Committee		25-Apr-2023	49	Yes	3	3	2	0
Stakeholders Relationship Committee	02-Feb-2023			Yes	3	3	1	0
Stakeholders Relationship Committee		24-Apr-2023	80	Yes	3	3	1	0
Corporate Social Responsibility Committee	13-Mar-2023			Yes	3	3	3	0
Corporate Social Responsibility Committee		24-Apr-2023	41	Yes	3	3	3	0

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	41

v. Related Party Transactions

Subject	Compliance status (Yes/No/NA)	Remark
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		



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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