

**Corporate Governance Report – Quarter ended on 30<sup>th</sup> June, 2022**

**1. Composition Of Board of Director**

Title (Mr./Ms)	Name of the Director	DIN	Category (Chairperson /Executive /Non-Executive/ Independent/ Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	Whether special resolution passed?	Date of passing special resolution	No. of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	No 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	Membership in Committees of the Company	Remarks
Mr.	HARI NARAYAN NAIR	00471889	C & NED		01-Oct-2015	27-Sep-2016			01-Jan-1960	NA		1	0	0	1	SC	Non-Resident - so PAN not available.
Mr.	Jignesh Raval	01591000	ED	MD	23-Jun-2007	22-Jan-2008			06-Feb-1970	NA		1	0	2	0	AC,SC	
Mr.	BERND BADUREK	09143201	NED		27-May-2021				14-Dec-1974	No		1	0	0	0	NRC	Non Resident/Foreign Director - so PAN not available
Mr.	Madan Godse	06987767	ID		29-Nov-2017	20-Jul-2018		60	06-Aug-1959	NA		2	2	3	0	AC,NRC	
Ms.	MADHAVI PANDRANGI	08841155	ID		02-Sep-2020	30-Sep-2020		60	15-Oct-1974	NA		1	1	0	1	AC	
Mr.	DARA KALYANIWALA	03311200	ID		02-Sep-2020	30-Sep-2020		60	09-Apr-1956	NA		1	1	1	0	SC,NRC	

Company Remarks	Mr. Hari Nair, Mr. Bernd Badurek are Foreign/Non Resident Directors so PAN are not available
Whether Regular chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

**ii. Composition of Committees**

**a. Audit Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Jignesh Raval	ED	Member	29-Nov-2017	
2	Madan Godse	ID	Member	29-Nov-2017	
3	MADHAVI PANDRANGI	ID	Chairperson	02-Sep-2017	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**b. Stakeholders Relationship Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	DARA KALYANIWALA	ID	Member	02-Sep-2020	
2	Jignesh Raval	ED	Member	29-Nov-2017	
3	HARI NARAYAN NAIR	C & NED	Chairperson	29-Nov-2017	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**c. Risk Management Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
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Company Remarks	
Whether Permanent chairperson appointed	

**d. Nomination and Remuneration Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	BERND BADUREK	NED	Member	12-Nov-2021	
2	DARA KALYANIWALA	ID	Chairperson	02-Sep-2020	
3	Madan Godse	ID	Member	27-Nov-2017	

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	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
11-Feb-2022	27-May-2022	Yes	6	3
30-Mar-2022	27-May-2022	Yes	6	3

Company Remarks	
Maximum gap between any two consecutive (in number of days)	57

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	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	11-Feb-2022	27-May-2022	Yes	3	2
Audit Committee	30-Mar-2022	27-May-2022	Yes	3	2

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	57

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	Not Applicable	

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) - **Not applicable**
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:

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**Name** : **Ms. Anuja Joshi**  
**Designation** : **Company Secretary & Compliance Officer**