

Corporate Governance : Quarter ending : September 2024

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Quarter Ending :September 2024

Annexure I I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory	NA
Whether the listed entity has a Regular Chairperson	Yes
Whether Chairperson is related to MD or CEO	No

Sr	Title (Mr/Ms)	Name of the Director	DIN	Category	Disqualification of Directors under section 164 of the Companies Act, 2013					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 Directors in listed entities including this listed entity (Refer Regulation 17 A of Listing Regulations)	No of Independent Directors in listed entities including this listed entity (Refer Regulation 17 A(1) of Listing)	Number of memberships in Audit / Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of List	No of post of Chair person in Audit / Stakeholder Committee held in listed entities including this listed entity (Re	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
					Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status													

																Regulations	ing Regulations)	for Regulation 26(1) of Listing Regulations)				
1	Mr	Sanja Sahni	08364951	Non-Executive - Independent Director	No	-	-	-	Active	NA	-	01-09-2020	01-09-2020	-	4900	3	3	5	2	-	-	-
2	Mr	Kausal Kashyap	07683753	Non-Executive - Non Independent Director	No	-	-	-	Active	NA	-	01-09-2020	18-09-2020	-	4900	2	1	3	1	-	-	-
3	Ms	Richa Kalaria	07632571	Non-Executive - Independent	No	-	-	-	Active	NA	-	06-10-2016	06-10-2019	-	9500	2	2	2	2	-	-	-

				nt Direc tor																		
4	M rs	Ni dh i De ve sh wa r	09 50 54 80	Execu tive Direc tor,C hairp erson	No	-	-	-	A ct ive	NA	-	14- 02- 20 22	29- 11- 20 23	-	3 1. 0 0	1	0	2	0	-	-	-
5	M s	Pri ya nk a Sis od ia	10 47 92 52	Non- Execu tive - Indep ende nt Direc tor	No	-	-	-	A ct ive	NA	-	24- 01- 20 24	24- 01- 20 24	30 - 08 - 20 24	7. 0 0	0	0	0	0	Ot he rs	-	-
6	M s	Ru chi Ch or dia	09 72 55 09	Non- Execu tive - Indep ende nt Direc tor	No	-	-	-	A ct ive	NA	-	12- 08- 20 23	12- 08- 20 23	-	1 3. 0 0	3	3	2	1	-	-	-
7	M s	Ho ne y Ag ar wa l	10 40 13 35	Non- Execu tive - Indep ende nt Direc tor	No	-	-	-	A ct ive	NA	-	30- 08- 20 24	30- 08- 20 24	-	1. 0 0	2	2	0	0	-	-	-

- [Composition of Committee](#)

- [Meeting of Board of Directors](#)
- [Meeting of Committees](#)
- [Related Party Transactions](#)
- [Cyber Security Incidence](#)
- [Affirmations](#)

Annexure II
Website Affirmations

Sr. No.	Item	Compliance status	Details of non-compliance	Web address
	Disclosure of notes on website in terms of Listing Regulations explanatory	-		

- [Annual Affirmation](#)
- [Affirmation](#)

Annexure III

III. Affirmations				
Sr	Particulars	Regulation Number	Compliance status(Yes/No/NA)	If status is "No" details of non-compliance may be given here
1	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	-
2	Presence of chairperson of audit committee at the annual general meeting	18(1)(d)	Yes	-
3	Presence of chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	-
4	Whether corporate governance report disclosed in annual report	34(3) read with para C of Schedule V	Yes	-
6	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	-

8	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	-
9	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	-
Any other information to be provided			-	

1	Name of signatory	Somali Trivedi
2	Designation	Company Secretary and Compliance Officer

Annexure IV
Additional Half Yearly Disclosure

I. Disclosure of Loans/ guarantees/comfort letters /securities etc.

Applicability of disclosure	Applicable
Reason for Non Applicability	Applicable

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

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	-	-
Promoter Group or any other entity controlled by them	-	-
Directors (including relatives) or any other entity controlled by them	-	-
KMPs or any other entity controlled by them	-	-

(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:

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

(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:

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

(D) Additional Information

Affirmations	Compliance Status
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.	Yes Remarks:
Name	Somali Trivedi
Designation	CFO
Place	Delhi

Date	18 Oct 2024
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Signatory Details:

Name of signatory	Somali Trivedi
Designation of person	Company Secretary and Compliance Officer
Place	--
Date	

Annexure 1

II. Composition of Committees

Disclosure of notes on composition of committees explanatory	-
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Audit Committee Details

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	07632571	Richa Kalra	Non-Executive - Independent Director	Chairperson	06-10-2016	-	-
2	08364951	Sanjay Sahni	Non-Executive - Independent Director	Member	14-08-2021	-	-
3	09505480	Nidhi Deveshwar	Executive Director	Member	29-11-2022	-	-

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	07632571	Richa Kalra	Non-Executive - Independent Director	Chairperson	06-10-2016	-	-
2	08364951	Sanjay Sahni	Non-Executive - Independent Director	Member	14-08-2021	-	-
3	09505480	Nidhi Deveshwar	Executive Director	Member	29-11-2022	-	-

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	07632571	Richa Kalra	Non-Executive - Independent Director	Chairperson	06-10-2016	-	-
2	07683753	Kaushal Kashyap	Non-Executive - Non Independent Director	Member	15-01-2022	-	-
3	09505480	Nidhi Deveshwar	Executive Director	Member	29-11-2022	-	-

Annexure 1

III. Meeting Of Board Of Directors

Disclosure of notes on meeting of board of directors explanatory					-		
Sr	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)	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	22-04-2024	-	-	Yes	6.00	6	4
2	04-05-2024	11	-	Yes	6.00	4	2
3	28-05-2024	23	-	Yes	6.00	6	4
4	08-08-2024	71	-	Yes	6.00	6	4
5	21-08-2024	12	-	Yes	6.00	6	4
6	30-08-2024	8	-	Yes	6.00	6	4

Annexure 1

IV. Meeting Of Committees

Disclosure of notes on meeting of committees explanatory						-				
Sr	Name of Committee	EnterDate(s) of meeting (Enter dates of	Maximum gap between any two	Name of other committee	Reason for not	Whether requirement of	Total Number of Directors in	Number of Directors Present (All	No. of Independent Directors	No. of members attending

		Previous quarter and Current quarter in chronological order	consecutive meetings (in number of days)		providing date	Quorum met (details)	the Committee as on date of the meeting	directors including Independent director)	attending the meeting*	the meeting (other than Board of Directors)
1	Audit Committee	28 May 2024	-	-	-	Yes	3	3	2	0
2	Audit Committee	08 Aug 2024	71	-	-	Yes	3	3	2	0
3	Stakeholders Relationship Committee	28 May 2024	-	-	-	Yes	3	3	1	0
4	Stakeholders Relationship Committee	08 Aug 2024	71	-	-	Yes	3	3	1	0
5	Nomination and remuneration committee	21 Aug 2024	12	-	-	Yes	3	3	2	0
6	Nomination and remuneration committee	30 Aug 2024	8	-	-	Yes	3	3	2	0

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	NA	-
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	NA	-
Disclosure of notes on related party transactions			-
Disclosure of notes of material transaction with related party			-

Cyber Security Incidence

Details of Cyber security incidence			
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter			No
Other details of cyber security incidence or breaches or loss of data event			-
Number of cyber security incidence or breaches or loss of data event occurred during the quarter			0
Date of the event	-	Brief details of the event	-

VI. Affirmations

Sr	Subject	Compliance status (Yes/No)
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1	The composition of board of directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of audit committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 a. Audit committee	Yes
3	The composition of the nomination and remuneration committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 b. Nomination and remuneration committee	Yes
4	The composition of the stakeholders relationship committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 c. Stakeholders relationship committee	Yes
5	The composition of the risk management committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 d. Risk management committee (applicable to the top 1000 listed entities)	NA
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before board of directors	Yes
9.	Any comments/observations/advice of Board of Directors may be mentioned here:	-

Annexure I

Sr	Subject	Compliance status
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1.	Name of signatory	Somali Trivedi
2.	Designation	Company Secretary and Compliance Officer