

I. Composition of Board of Directors

Sr	Title (Mr / Ms)	Name of the Director	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	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)
1	Mr	Rashesh Shah	00008322	Executive Director	Chairperson	CEO-MD	30-09-1963	NA		21-11-1995	01-04-2017			1	0	0	0
2	Mr	Venkatchalam Ramaswamy	00008509	Executive Director			12-08-1966	NA		20-02-1996	01-04-2017			1	0	2	0
3	Mr	Himanshu Kaji	00009438	Executive Director			24-08-1965	NA		01-11-2011	01-11-2019			1	0	1	0
4	Mr	Rujan Panjwani	00237366	Executive Director			07-04-1963	NA		24-06-2013	24-06-2016			1	0	1	0
5	Ms	Vidya Shah	00274831	Non-Executive - Non Independent Director			18-06-1966	NA		01-08-2014	01-08-2014			1	0	1	0
6	Mr	P. N. Venkatachalam	00499442	Non-Executive - Independent Director			22-03-1944	Yes	26-07-2018	09-08-2007	02-08-2017		60	2	2	7	4
7	Mr	Berjis Desai	00153675	Non-Executive - Independent Director			02-08-1956	NA		18-11-2009	02-08-2017		60	6	6	9	4
8	Mr	Navtej S. Nandra	02282617	Non-Executive - Independent Director			14-10-1966	NA		22-05-2009	02-08-2017		60	1	1	2	0
9	Mr	Kunnasagaran Chinniah	01590108	Non-Executive - Independent Director			10-05-1957	NA		01-10-2013	02-08-2017		60	2	1	7	1
10	Mr	Biswamohan Mahapatra	06990345	Non-Executive - Independent Director			03-08-1954	NA		26-03-2015	26-07-2018		60	2	2	3	0
11	Mr	Ashok Kini	00812946	Non-Executive - Independent Director			12-12-1945	NA		01-04-2019	01-04-2019		36	3	3	4	1
12	Ms	Ashima Goyal	00233635	Non-Executive - Independent Director			13-08-1955	NA		01-04-2019	01-04-2019		36	2	2	2	1
13	Ms	Anita M. George	00441131	Non-Executive - Non Independent Director			16-06-1960	NA		01-04-2019	01-04-2019			1	0	1	0

## II. Composition of Committees

### Audit Committee

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
1	00499442	P. N. Venkatachalam	Non-Executive - Independent Director	Chairperson	11-10-2007	
2	06990345	Biswamohan Mahapatra	Non-Executive - Independent Director	Member	17-05-2017	
3	01590108	Kunnasagaran Chinniah	Non-Executive - Independent Director	Member	03-05-2018	
4	00153675	Berjis Desai	Non-Executive - Independent Director	Member	15-07-2010	

### 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
1	00153675	Berjis Desai	Non-Executive - Independent Director	Chairperson	21-05-2010	
2	01590108	Kunnasagaran Chinniah	Non-Executive - Independent Director	Member	30-10-2013	
3	02282617	Navtej S. Nandra	Non-Executive - Independent Director	Member	26-07-2013	

<b>Stakeholders Relationship Committee</b>						
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
1	00153675	Berjis Desai	Non-Executive - Independent Director	Chairperson	22-01-2010	
2	01590108	Kunnasagaran Chinniah	Non-Executive - Independent Director	Member	30-10-2013	
3	00008509	Venkatchalam Ramaswamy	Executive Director	Member	12-07-2007	

<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
1	00499442	P. N. Venkatachalam	Non-Executive - Independent Director	Chairperson	26-07-2013	
2	06990345	Biswamohan Mahapatra	Non-Executive - Independent Director	Member	17-05-2017	
3	01590108	Kunnasagaran Chinniah	Non-Executive - Independent Director	Member	30-10-2013	
4	02282617	Navtej S. Nandra	Non-Executive - Independent Director	Member	26-07-2013	
5	00009438	Himanshu Kaji	Executive Director	Member	09-11-2016	

### 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
1	00008509	Venkatchalam Ramaswamy	Executive Director	Chairperson	17-05-2014	
2	00499442	P. N. Venkatachalam	Non-Executive - Independent Director	Member	17-05-2014	
3	00009438	Himanshu Kaji	Executive Director	Member	17-05-2014	
4	00237366	Rujan Panjwani	Executive Director	Member	17-05-2014	

III. Meeting of Board of Directors					
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)	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	14-08-2019		Yes	11	6
2	12-11-2019	89	Yes	13	7

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)	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	Audit Committee	14-08-2019		Yes	3	3
2	Audit Committee	12-11-2019	89	Yes	4	4

**V. Related Party Transactions**

<b>Sr</b>	<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b>	<b>If status is "No" details of non-compliance may be given here.</b>
1	Whether prior approval of audit committee obtained	Yes	
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	

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 <b>a. Audit Committee</b>	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>b. Nomination &amp; remuneration committee</b>	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>c. Stakeholders relationship committee</b>	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>d. Risk management committee (applicable to the top 500 listed entities)</b>	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