

																	on 17A (1)]		e h e l d i n l i s t e d e n t i e s i n c l u d i n g t h i s l i s t e d e n t i t y			
Mr.	Ne hal Nal een Vor a	02 76 90 54	ED	CE O- MD	24- Sep - 201 9	24- Sep - 201 9			1 1 - A u g - 1 9 7 3	No				A c t i v e	NA		1	0	1	0	SC	
Mr.	Bal kris hna	06 49	ID,C & NED		30- Jul-	30- Jul-		5 0.	2 2 -	No				A c t i v e	No		1	1	2	1	AC, NRC	

	Vinaya k Ch aub al	78 32			201 9	202 2		0 1	D e c - 1 9 5 4												
Mr.	Bim al N Pat el	03 00 66 05	ID		27- Sep - 201 9	27- Sep - 202 2		4 8. 0 4	2 9 - J u n - 1 9 7 0	No				A c t i v e	No		1	1	1	1	SC, RC, NRC
Mr s.	Raj esh ree Raj nik ant Sab nav is	06 73 18 53	ID		29- Nov - 202 2	29- Nov - 202 2		1 0. 0 2	0 5 - J u n - 1 9 7 0	No				A c t i v e	No		1	1	2	1	AC, RC, NRC
Mr.	Um esh Bell ur	08 62 61 65	ID		30- Nov - 201 9	29- Nov - 202 2		4 6. 0 1	2 2 - S e p - 1 9	No				A c t i v e	No		1	1	0	0	RM C,N RC

b. Stakeholders Relationship Committee

<i>Sr. No.</i>	<i>Name of Committee members</i>	<i>Category</i>	<i>Chairperson/Member</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>
1	Bimal N Patel	ID	Chairperson	07-Oct-2019	
2	Masil Jeya Mohan	NED	Member	23-May-2023	
3	Nehal Naleen Vora	ED	Member	07-Oct-2019	
4	Kamala Kantharaj	NED	Member	26-Sep-2023	

Company Remarks	Shri Masil Jeya Mohan retired by rotation and was reappointed as a Non-Independent Director at the Annual General Meeting held on September 01, 2023. Pursuant to SEBI (Depositories and Participants) Regulations 2018, any reappointment requires prior approval from SEBI. We have duly submitted an application to SEBI in this matter. While we await SEBI's approval for his reappointment as a Non-Independent Director, Shri Masil Jeya Mohan will participate in Board/Committee meetings as an invitee.
Whether Regular chairperson appointed	Yes

c. Risk Management Committee

<i>Sr. No.</i>	<i>Name of Committee members</i>	<i>Category</i>	<i>Chairperson/Member</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>
1	Sidhartha Pradhan	ID	Chairperson	02-Jan-2020	
2	Rajeshree Rajnikant Sabnavis	ID	Member	17-Dec-2022	
3	Umesh Bellur	ID	Member	02-Jan-2020	
4	Bimal N Patel	ID	Member	20-Mar-2023	
5	Viraj Londhe	Independent External Person	Member	26-Mar-2019	
6	Siddhartha Roy	Independent External Person	Member	13-Oct-2022	

Company Remarks	Independent Person appointed in the Committee who are not a Member of the Governing Board
Whether Regular chairperson appointed	Yes

d. Nomination and Remuneration Committee

<i>Sr. No.</i>	<i>Name of Committee members</i>	<i>Category</i>	<i>Chairperson/Member</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>
1	Mahalingam G	ID	Chairperson	20-Mar-2023	
2	Rajeshree Rajnikant Sabnavis	ID	Member	17-Dec-2022	
3	Umesh Bellur	ID	Member	31-Oct-2022	
4	Balkrishna Vinayak Chaubal	ID,C & NED	Member	24-Aug-2019	
5	Bimal N Patel	ID	Member	07-Oct-2019	

Company Remarks	Prof. Umesh Bellur was inducted as Chairperson w.e.f. October 31, 2022 due to resignation of Smt. Preeti Saran. Further, Prof. Umesh Bellur was re-designated as member on March 20, 2023 due to Reconstitution of Committee.
Whether Regular chairperson appointed	Yes

e. Corporate Social Responsibility Committee

<i>Sr. No.</i>	<i>Name of Committee members</i>	<i>Category</i>	<i>Chairperson/Member</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>
1	Rajeshree Rajnikant Sabnavis	ID,C & NED	Chairperson	17-Dec-2022	
2	Sidhartha Pradhan	ID	Member	31-Oct-2022	
3	Masil Jeya Mohan	NED	Member	02-Jan-2020	
4	Umesh Bellur	ID	Member	20-Mar-2023	
5	Nehal Naleen Vora	ED	Member	02-Jan-2020	

Company Remarks	Shri Masil Jeya Mohan retired by rotation and was reappointed as a Non-Independent Director at the Annual General Meeting held on September 01, 2023. Pursuant to SEBI (Depositories and Participants) Regulations 2018, any reappointment requires prior approval from SEBI. We have duly submitted an application to SEBI in this matter. While we await SEBI's approval for his reappointment as a Non-Independent Director, Shri Masil Jeya Mohan will participate in Board/Committee meetings as an invitee.
Whether Regular chairperson appointed	Yes

iii. Meeting of Board of Directors

Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	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
29-Apr-2023	Yes	9		
19-May-2023	Yes	8		
15-Jun-2023	Yes	8		
24-Jun-2023	Yes	8		
20-Jul-2023	Yes	8	3	2
05-Aug-2023	Yes	8	8	6
18-Aug-2023	Yes	8	8	6

Company Remarks	Five Directors of which four were Public Interest Directors, recused themselves from the Board Meeting held on 20th July 2023 as they were part of the CDSL Member Committee, wherein the Committee approved to terminate one Depository Participant.
Maximum gap between any two consecutive (in number of days)	25

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors present (All directors including Independent Director)	Number of Independent directors attending the meeting	Number of Members attending the Meeting (Other than Board of Directors)
Audit Committee	27-Apr-2023	Yes	6	6	4	0
Audit Committee	28-Apr-2023	Yes	6	6	4	0

Audit Committee	20-Jul-2023	Yes	5	4	3	0
Audit Committee	04-Aug-2023	Yes	5	5	4	0
Nomination & Remuneration Committee	28-Apr-2023	Yes	5	5	5	0
Nomination & Remuneration Committee	31-Jul-2023	Yes	5	5	5	0
Risk Management Committee	29-Jun-2023	Yes	4	4	4	2

Company Remarks	As per SEBI (Depositories and Participants) Regulations 2018, the Risk Management Committee shall comprise only of the public interest directors and independent external persons. Therefore, composition of Risk Management Committee consist of 6 Members out of which 4 are public interest directors and 2 are independent external persons.
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	82

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	
--	--

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 1000 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 : **Nilay Shah**
Designation : **Company Secretary & Compliance Officer**

ANNEXURE III**Affirmations**

Broad Heading	Regulation Number	Compliance Status	Company Remark
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)	Not Applicable	
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	

Note:

Name : Nilay Shah
Designation : Company Secretary & Compliance Officer

ANNEXURE IV – Not Applicable

Reasons for Non – Applicability - There are no loans, guarantees, comfort letters or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the CDSL to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them.

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

Aggregate amount advanced during six months				Balance outstanding at the end of six months			
<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>

(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)
<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>			

(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
<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</i>			

controlled by them			
--------------------	--	--	--

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

--

Affirmations	
<i>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</i>	
Company Remarks in case of non-compliant status	

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
Date of the event	Brief details of the event	

<p>Name: Nilay Shah Designation: Company Secretary and Compliance Officer Place: Mumbai Date: 19-10-2023</p>

