

Annexure I  
I. Composition of Board of Directors

| Disclosure of notes on composition of board of directors explanatory |               |                           |          | Mr. Madhukar Vinayak Kotwal (DIN: 00001744) vide communication dated 14 November 2024, has tendered his resignation as an Independent Director of the Company, with effect from close of business hours on 14 November 2024. |  |                                |                              |                             |                |   |                                    |                             |                        |                   |
|--|---------------|---------------------------|----------|--|--|--------------------------------|------------------------------|-----------------------------|----------------|---|------------------------------------|-----------------------------|------------------------|-------------------|
| Whether the listed entity has a Regular Chairperson                  |               |                           |          | Yes  |  |                                |                              |                             |                |   |                                    |                             |                        |                   |
| Whether Chairperson is related to MD or CEO                          |               |                           |          | Yes  |  |                                |                              |                             |                |   |                                    |                             |                        |                   |
| 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 |
|  |               |                           |          |  | Whether the director is disqualified?                                      | Start Date of disqualification | End Date of disqualification | Details of disqualification | Current status |   |                                    |                             |                        |                   |
| 1  | Mr            | Rishi C. Sanghvi          | 08220906 | Executive Director,Chairperson,MD  | No   | -                              | -                            | -                           | Active         | NA  | -                                  | 07-12-2018                  | 19-07-2024             | -                 |
| 2  | Mr            | Madhukar Vinayak Kotwal   | 00001744 | Non-Executive - Independent Director   | No   | -                              | -                            | -                           | Active         | Yes   | 25-09-2020                         | 01-04-2016                  | -                      | 14-11-2024        |
| 3  | Mrs           | Maithili Rishi Sanghvi    | 08334635 | Non-Executive - Non Independent Director   | No   | -                              | -                            | -                           | Active         | NA  | -                                  | 23-05-2019                  | 18-08-2022             | -                 |
| 4  | Mrs           | Madhu Dubhashi            | 00036846 | Non-Executive - Independent Director   | No   | -                              | -                            | -                           | Active         | Yes   | 19-07-2024                         | 08-08-2019                  | 19-07-2024             | -                 |
| 5  | Mr            | Indraneel Govind Chitale  | 07720280 | Non-Executive - Independent Director   | No   | -                              | -                            | -                           | Active         | NA  | -                                  | 25-12-2023                  | 29-01-2024             | -                 |
| 6  | Mr            | Tushar Vinayak Mehendale  | 01846705 | Non-Executive - Independent Director   | No   | -                              | -                            | -                           | Active         | NA  | -                                  | 16-05-2024                  | 19-07-2024             | -                 |
| 7  | Mr            | Deepak Ambadas Thombre    | 02421599 | Non-Executive - Independent Director   | No   | -                              | -                            | -                           | Active         | NA  | -                                  | 05-12-2024                  | -                      | -                 |
| 8  | Mr            | Mr. Amitabha Mukhopadhyay | 01806781 | Non-Executive - Independent Director   | No   | -                              | -                            | -                           | Active         | NA  | -                                  | 05-12-2024                  | -                      | -                 |

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## Annexure 1

## II. Composition of Committees

|   |  |
|---|--|
| <b>Disclosure of notes on composition of committees explanatory</b> | Mr. M.V. Kotwal on 14.11.2024 tendered his resignation as an Independent Director of the Co. Consequently, he shall also cease to be a Member of the Audit Committee, Stakeholders Relationship Committee, Risk Management Committee & from the Chairmanship of Nomination & Remuneration Committee. The Board appointed Mr. Tushar Mehendale as member of Audit Committee on 14.11.2024. On 05.12.2024, the Board also appointed (a) Mr. Tushar Mehendale as Chairperson of Nomination & Remuneration Committee & member of Risk Management Committee and (b) Mr. Indraneel Chitale as member of Risk Management Committee. |
|---|--|

**Audit Committee Details**

| Whether the Audit Committee has a Regular Chairperson |            |                           |                                      | YES                     |                     |                   | Remarks |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Sr  | DIN Number | Name of Committee members | Category 1 of directors              | Category 2 of directors | Date Of Appointment | Date of Cessation |         |
| 1   | 00036846   | Madhu Dubhashi            | Non-Executive - Independent Director | Chairperson             | 12-11-2019          | -                 | -       |
| 2   | 00001744   | Madhukar Vinayak Kotwal   | Non-Executive - Independent Director | Member                  | 30-09-2018          | 14-11-2024        | -       |
| 3   | 07720280   | Indraneel Govind Chitale  | Non-Executive - Independent Director | Member                  | 01-04-2024          | -                 | -       |
| 4   | 01846705   | Tushar Vinayak Mehendale  | Non-Executive - Independent Director | Member                  | 14-11-2024          | -                 | -       |

**Nomination and remuneration committee**

| Whether the Nomination and remuneration committee has a Regular Chairperson |            |                           |                                      | YES                     |                     |                   | Remarks  |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|--|
| Sr  | DIN Number | Name of Committee members | Category 1 of directors              | Category 2 of directors | Date Of Appointment | Date of Cessation |  |
| 1   | 00001744   | Madhukar Vinayak Kotwal   | Non-Executive - Independent Director | Chairperson             | 01-04-2024          | 14-11-2024        | -  |
| 2   | 00036846   | Madhu Dubhashi            | Non-Executive - Independent Director | Member                  | 01-04-2024          | -                 | -  |
| 3   | 01846705   | Tushar Vinayak Mehendale  | Non-Executive - Independent Director | Member                  | 07-08-2024          | -                 | On 05.12.2024, the Board appointed Mr. Tushar Mehendale as Chairperson of Nomination & Remuneration Committee. |

|   |          |                          |                                      |        |            |   |   |
|---|----------|--------------------------|--------------------------------------|--------|------------|---|---|
| 4 | 07720280 | Indraneel Govind Chitale | Non-Executive - Independent Director | Member | 05-12-2024 | - | - |
|---|----------|--------------------------|--------------------------------------|--------|------------|---|---|

#### Stakeholders Relationship Committee

| Whether the Stakeholders Relationship Committee has a Regular Chairperson |            |                           |                                      | YES                     |                     |                   | Remarks |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Sr  | DIN Number | Name of Committee members | Category 1 of directors              | Category 2 of directors | Date Of Appointment | Date of Cessation |         |
| 1   | 07720280   | Indraneel Govind Chitale  | Non-Executive - Independent Director | Chairperson             | 01-04-2024          | -                 | -       |
| 2   | 00001744   | Madhukar Vinayak Kotwal   | Non-Executive - Independent Director | Member                  | 30-09-2018          | 14-11-2024        | -       |
| 3   | 00036846   | Madhu Dubhashi            | Non-Executive - Independent Director | Member                  | 01-04-2024          | -                 | -       |
| 4   | 08220906   | Rishi C. Sanghvi          | Executive Director                   | Member                  | 23-05-2019          | -                 | -       |

#### Risk Management Committee

| Whether the Risk Management Committee has a Regular Chairperson |            |                           |                                      | YES                     |                     |                   | Remarks |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Sr  | DIN Number | Name of Committee members | Category 1 of directors              | Category 2 of directors | Date Of Appointment | Date of Cessation |         |
| 1   | 08220906   | Rishi C. Sanghvi          | Executive Director                   | Chairperson             | 01-04-2024          | -                 | -       |
| 2   | 00001744   | Madhukar Vinayak Kotwal   | Non-Executive - Independent Director | Member                  | 30-09-2018          | 14-11-2024        | -       |
| 3   | 07720280   | Indraneel Govind Chitale  | Non-Executive - Independent Director | Member                  | 07-08-2024          | -                 | -       |
| 4   | 01846705   | Tushar Vinayak Mehendale  | Non-Executive - Independent Director | Member                  | 05-12-2024          | -                 | -       |

#### Corporate Social Responsibility Committee

| Whether the Corporate Social Responsibility Committee has a Regular Chairperson |            |                           |                         | YES                     |                     |                   | Remarks |
|---|------------|---------------------------|-------------------------|-------------------------|---------------------|-------------------|---------|
| Sr  | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date Of Appointment | Date of Cessation |         |

|   |          |                          |  |             |            |   |   |
|---|----------|--------------------------|--|-------------|------------|---|---|
| 1 | 08334635 | Maitihli Rishi Sanghvi   | Non-Executive - Non Independent Director | Chairperson | 23-05-2019 | - | - |
| 2 | 01846705 | Tushar Vinayak Mehendale | Non-Executive - Independent Director     | Member      | 07-08-2024 | - | - |
| 3 | 08220906 | Rishi C. Sanghvi         | Executive Director                       | Member      | 01-04-2024 | - | - |

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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  | 07-08-2024  | -  | -                            | Yes  | 6.00  | 6  | 4   |
| 2  | 11-10-2024  | 64   | -                            | Yes  | 6.00  | 5  | 3   |
| 3  | 14-11-2024  | 33   | -                            | Yes  | 6.00  | 5  | 3   |

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## 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 Previous quarter and Current quarter in chronological order) | Maximum gap between any two consecutive meetings (in number of days) | Name of other committee | Reason for not providing date | Whether requirement of Quorum met (details) | Total Number of Directors in the Committee as on date of the meeting | Number of Directors Present (All directors including Independent director) | No. of Independent Directors attending the meeting* | No. of members attending the meeting (other than Board of Directors) |
|----|-------------------------------------|--|--|-------------------------|-------------------------------|---|--|--|---|--|
| 1  | Audit Committee                     | 07 Aug 2024  | -  | -                       | -                             | Yes   | 3  | 3  | 3   | 0  |
| 2  | Audit Committee                     | 11 Oct 2024  | 64   | -                       | -                             | Yes   | 3  | 3  | 3   | 0  |
| 3  | Audit Committee                     | 14 Nov 2024  | 33   | -                       | -                             | Yes   | 3  | 2  | 2   | 0  |
| 4  | Stakeholders Relationship Committee | 07 Aug 2024  | -  | -                       | -                             | Yes   | 4  | 4  | 3   | 0  |
| 5  | Stakeholders Relationship Committee | 14 Nov 2024  | 98   | -                       | -                             | Yes   | 4  | 3  | 2   | 0  |
| 6  | Risk Management Committee           | 16 May 2024  | -  | -                       | -                             | Yes   | 3  | 3  | 2   | 0  |
| 7  | Risk Management Committee           | 14 Nov 2024  | 181  | -                       | -                             | Yes   | 3  | 3  | 2   | 0  |

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Annexure 1

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

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Annexure 1

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   | -  |



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Annexure I

VI. Affirmations

| Sr | Subject  | Compliance status<br>(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 audit committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015<br><b>a. Audit committee</b>  | Yes                           |
| 3  | The composition of the nomination and remuneration committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015<br><b>b. Nomination and remuneration committee</b>                      | Yes                           |
| 4  | The composition of the stakeholders relationship committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015<br><b>c. Stakeholders relationship committee</b>                          | Yes                           |
| 5  | The composition of the risk management committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015<br><b>d. Risk management committee (applicable to the top 1000 listed entities)</b> | Yes                           |
| 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                        |
|----|-------------------|--|
| 1. | Name of signatory | Rajesh P. Likhite                        |
| 2. | Designation       | Company Secretary and Compliance Officer |