

	ay Kirl osk ar	47 45			201 2	202 3			N o v - 1 9 8 3													
Ms .	Ra ma Sanj ay Kirl osk ar	07 47 47 24	ED	M D	28- Jul- 201 7	03- Aug - 202 1			2 1 - S e p - 1 9 8 9	No				A c t i v e	NA		1	0	0	0	RM C	
Mr .	M S Unn ikris hna n	01 46 02 45	ID		05- Jun- 202 0	05- Jun- 202 0		3 9	2 7 - J u l- 1 9 6 0	No				A c t i v e	NA		2	2	1	0	AC, RC, NR C	
Mr .	Sho bind er Dug gal	00 03 95 80	ID		25- May - 202 1	25- Ma y- 202 1		2 8	0 1 - M a r- 1	No				A c t i v e	NA		3	3	4	2	AC	

								9 5 8															
Mr .	Shri niva s De mpo	00 04 34 13	ID		25- May - 202 1	25- Ma y- 202 1		2 8	0 2 - F e b - 1 9 6 9	No				A c t i v e	NA		4	2	2	1	SC, NR C		
Ms .	Ra mni Nir ula	00 01 53 30	ID		25- May - 202 1	25- Ma y- 202 1		2 8	2 7 - M a y - 1 9 5 2	No				A c t i v e	NA		4	4	2	0	AC		
Mr .	Ami tava Mu kher jee	00 00 32 85	ID		29- Oct- 202 1	29- Oct- 202 1	03 - Jul - 20 23	2 0	1 7 - M a y - 1 9 5 3	No				A c t i v e	NA		0	0	0	0	AC, SC, NR C		

Mr .	Viv ek Pen dhar kar	02 79 10 43	ID		29- Oct- 202 1	29- Oct- 202 1		2 3	2 4 - A p r- 1 9 5 8	No				A c t i v e	NA		1	1	0	0		
Ms .	Rek ha Seth i	06 80 95 15	ID		29- Oct- 202 1	29- Oct- 202 1		2 3	0 4 - N o v - 1 9 6 3	No				A c t i v e	NA		5	5	3	0	NR C	
Mr .	Vin aya k Des hpa nde	00 03 68 27	ID		02- Aug - 202 3	02- Aug - 202 3		2	2 1 - J u l- 1 9 5 7	No				A c t i v e	NA		3	2	1	0		

Company Remarks	
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 Committee members</i>	<i>Category</i>	<i>Chairperson/Member</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>
1	Shobinder Duggal	ID	Chairperson	09-Feb-2022	
2	M S Unnikrishnan	ID	Member	03-Aug-2021	
3	Ramni Nirula	ID	Member	29-Oct-2021	
4	Amitava Mukherjee	ID	Member	10-Feb-2022	03-Jul-2023

Company Remarks	
Whether Regular chairperson appointed	Yes

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	Shrinivas Dempo	ID	Chairperson	09-Aug-2022	
2	Sanjay Chandrakant Kirloskar	C,ED	Member	27-Apr-2015	
3	Amitava Mukherjee	ID	Member	10-Feb-2022	03-Jul-2023
4	Alok Sanjay Kirloskar	NED	Member	01-Apr-2019	

Company Remarks	
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	M S Unnikrishnan	ID	Chairperson	25-May-2021	
2	Rama Sanjay Kirloskar	ED	Member	25-May-2021	
3	Chittaranjan Mate	Chief Financial Officer	Member	25-May-2021	

Company Remarks	
Whether Regular chairperson appointed	Yes

d. Nomination and Remuneration Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	Shrinivas Dempo	ID	Chairperson	10-Feb-2022	
2	M S Unnikrishnan	ID	Member	29-Sep-2020	
3	Sanjay Chandrakant Kirloskar	C,ED	Member	27-Apr-2015	
4	Rekha Sethi	ID	Member	27-Jul-2022	
5	Amitava Mukherjee	ID	Member	11-May-2023	03-Jul-2023

Company Remarks	
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
11-May-2023	Yes	10	10	7
01-Aug-2023	Yes	9	9	6
25-Aug-2023	Yes	10	10	7

Company Remarks	
Maximum gap between any two consecutive (in number of days)	81

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	10-May-2023	Yes	4	4	4	0
Audit Committee	31-Jul-2023	Yes	3	3	3	0
Audit Committee	24-Aug-2023	Yes	3	3	3	0
Nomination & Remuneration Committee	10-May-2023	Yes	4	4	3	0
Nomination & Remuneration Committee	01-Aug-2023	Yes	4	4	3	0
Stakeholders Relationship Committee	11-May-2023	Yes	4	4	2	0
Risk Management Committee	05-Jul-2023	Yes	2	2	1	0

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	81

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	
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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 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:

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Name : **Devang Trivedi**
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)	Yes	
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:

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Name : **Devang Trivedi**
Designation : **Company Secretary & Compliance Officer**

ANNEXURE IV

%symbol%	%companyName%	%quarterEnded%
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(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</i>			

<i>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 controlled by them</i>			

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

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Affirmations

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

Company Remarks in case of non-compliant status**Name:****Designation:** anx4Designation**Place:****Date:**