

## Corporate Governance : Quarter ending : December 2024

<b>Annexure I</b>							
<b>Annexure I to be submitted by listed entity on quarterly basis</b>							
<b>I. Composition of Board of Directors</b>							
Disclosure of notes on composition of board of directors explanatory							Textual Information(1)
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 1 of directors			
1	Mr	ROBIN AIDAN FARLEY	08217522	Non-Executive - Non Independent Director			
2	Mr	AMIT CHOWDHURI	00080854	Non-Executive - Independent Director			
3	Mr	ANJAN GHOSH	00655014	Non-Executive - Non Independent Director			
4	Mr	RAJKAMAL BHUYAN	00946477	Non-Executive - Non Independent Director			
5	Mr	AMIT KIRAN DEB	02107792	Non-Executive - Independent Director			
6	Mrs	MOU MUKHERJEE	03333993	Non-Executive - Independent Director			
7	Mr	HIMANGSHU SEKHAR DAS	00397751	Non-Executive - Independent Director			
8	Mrs	SIMEEN HOSSAIN	08893052	Non-Executive - Independent Director			
9	Mr	PARTHAPRATIM SENGUPTA	08273324	Non-Executive - Independent Director			
10	Mr	DIPANKAR MUKHERJEE	07450198	Non-Executive - Independent Director			
11	Mr	SOMNATH CHATTERJEE	00172364	Executive Director			
12	Mr	DHRUBA JYOTI DOWERAH	07432518	Executive Director			

I. Composition of Board of Directors					
Disqualification of Directors under section 164 of the Companies Act, 2013					
Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active
8	No				Active
9	No				Active
10	No				Active
11	No				Active
12	No				Active

I. Composition of Board of Directors													
Sr	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 [with reference to proviso to regulation 17A(1) & 17A(2)]	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)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		13-11-2018	14-09-2023			2	0	0	0		Textual Information(2)	
2	Yes	23-08-2024	01-04-2020	01-10-2024		57	1	1	2	1			
3	Yes	14-09-2023	25-02-2012	23-08-2024			2	1	4	2			
4	NA		27-09-2010	23-08-2024			2	1	1	1			
5	Yes	14-09-2023	01-04-2020	01-10-2023		57	5	5	5	3			
6	NA		01-04-2020			57	3	3	3	2			
7	NA		01-04-2020			57	1	1	0	0			
8	NA		13-11-2020	01-04-2024		49.17	1	1	0	0		Textual Information(3)	
9	NA		25-05-2024		01-11-2024	6.06	1	0	0	0	Others		
10	NA		25-05-2024			7.06	2	2	3	0			
11	NA		28-06-2007	01-04-2023			2	0	3	0			
12	NA		12-08-2023				2	0	0	0			

<b>Text Block</b>	
Textual Information(1)	Note:- Mr. Parthapratim Sengupta (DIN: 08273324), Independent Director of the Company has resigned from his office with effect from 1st November 2024 to pursue new career opportunity with Bandhan Bank Limited .
Textual Information(2)	NOTE:- MR. ROBIN AIDAN FARLEY (DIN: 08217522) DIRECTOR OF THE COMPANY IS A FOREIGN NATIONAL AND HE HAD NO TAXABLE INCOME IN INDIA AS PER INDIAN INCOME TAX ACT' 1961. SO HE HAS NOT APPLIED FOR PAN TILL DATE.
Textual Information(3)	NOTE:- MS. SIMEEN HOSSAIN (DIN: 08893052) DIRECTOR OF THE COMPANY IS A FOREIGN NATIONAL AND SHE HAD NO TAXABLE INCOME IN INDIA AS PER INDIAN INCOME TAX ACT' 1961. SO SHE HAS NOT APPLIED FOR PAN TILL DATE.

<b>Annexure 1 Text Block</b>	
Textual Information(1)	Note: Mr. Dipankar Mukherjee (DIN-07450198), Non-Executive Independent Director has been appointed as member of the Audit Committee and Nomination and Remuneration Committee of the Company with effect from 9th November 2024.

<b>Audit Committee Details</b>							
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	03333993	MOU MUKHERJEE	Non-Executive - Independent Director	Chairperson	15-06-2020		
2	00080854	AMIT CHOWDHURI	Non-Executive - Independent Director	Member	15-06-2020		
3	00655014	ANJAN GHOSH	Non-Executive - Non Independent Director	Member	29-05-2013		
4	07450198	DIPANKAR MUKHERJEE	Non-Executive - Independent Director	Member	09-11-2024		

<b>Nomination and remuneration committee</b>							
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	00080854	AMIT CHOWDHURI	Non-Executive - Independent Director	Chairperson	28-05-2011		
2	00946477	RAJKAMAL BHUYAN	Non-Executive - Non Independent Director	Member	15-06-2020		
3	00655014	ANJAN GHOSH	Non-Executive - Non Independent Director	Member	13-11-2021		
4	03333993	MOU MUKHERJEE	Non-Executive - Independent Director	Member	13-11-2021		
5	02107792	AMIT KIRAN DEB	Non-Executive - Independent Director	Member	13-11-2021		
6	00397751	HIMANGSHU SEKHAR DAS	Non-Executive - Independent Director	Member	01-04-2024		
7	07450198	DIPANKAR MUKHERJEE	Non-Executive - Independent Director	Member	09-11-2024		

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	00080854	AMIT CHOWDHURI	Non-Executive - Independent Director	Chairperson	28-05-2011		
2	00655014	ANJAN GHOSH	Non-Executive - Non Independent Director	Member	13-08-2016		
3	00172364	SOMNATH CHATTERJEE	Executive Director	Member	31-07-2007		

Annexure 1								
Annexure 1								
III. Meeting of Board of Directors								
Disclosure of notes on meeting of board of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	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	10-08-2024				Yes	12	11	6
2		09-11-2024	90		Yes	11	10	5

Annexure 1										
IV. Meeting of Committees										
Disclosure of notes on meeting of committees explanatory										
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)	Name of other committee	Reason for not providing date	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)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	10-08-2024				Yes	3	3	2	0
2	Audit Committee	09-11-2024	90			Yes	3	3	2	0
3	Nomination and remuneration committee	09-11-2024				Yes	6	6	4	0

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	Yes	

<b>Annexure 1</b>		
<b>VI. Affirmations</b>		
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 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees 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 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

<b>Annexure 1</b>		
Sr	Subject	Compliance status
1	Name of signatory	D. Chowdhury
2	Designation	Company Secretary and Compliance Officer

<b>Details of Cyber security incidence</b>		
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
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

<b>Signatory Details</b>	
Name of signatory	D. Chowdhury
Designation of person	Company Secretary and Compliance Officer
Place	Kolkata
Date	17-01-2025