

1. Name of Listed Entity: Wendt India Limited	ANNEXURE I
2. Quarter ending : 30th June 2019	

**I. Composition of Board of Directors**

Title (Mr./Ms)	Name of the Director	PAN * & DIN	Category (Chairperson /Executive/Non- Executive/in dependent/ Nominee) <sup>h</sup>	Date of Appointment in the current term # /cessation **	Tenure*	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity <sup>^</sup> (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)
Mr.	Shrinivas G Shirgurkar	00173944	Non-Executive - Independent Director; Chairman	24-07-14	5 years	1	2	1
Mr.	K S Shetty	01759936	Non-Executive- Independent Director	24-07-14	5 years	1	2	-
Mr.	M Lakshminarayan	00064750	Non-Executive - Independent Director	24-07-18	5 years	7	6	1
Mr.	K Srinivasan	00088424	Non-Executive Non-Independent Director	30-01-02	NA	2	3	1
Mr.	Rajesh Khanna	06923493	Executive Director, CEO	24-07-18	NA	1	1	-
Ms.	Hima Srinivas	07556717	Non-Executive - Independent Director	24-07-17	5 years	1	1	-

SPAN number of any director would not be displayed on the website of Stock Exchange  
<sup>h</sup>Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen  
\* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.  
<sup>^</sup>includes committee memberships & committee chairmanships in unlisted public companies; excludes committee memberships & committee chairmanships in private limited companies, foreign companies and Section 8 companies under the Companies Act, 2013

# Date of Initial Appointment  
Mr. K S Shetty-16.04.2009  
Mr. K Srinivasan-30.01.2002  
Mr. M Lakshminarayan - 20.03.2018  
Mr. Rajesh Khanna -24.07.2018  
Mr. Shrinivas G Shirgurkar - 17.04.2006  
Ms. Hima Srinivas - 24.04.2017

**II. Composition of Committees**

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non- Executive/independent/Nominee) <sup>h</sup>
1. Audit Committee	Shrinivas G Shirgurkar	Chairman- Non-Executive - Independent Director
	Hima Srinivas	Non-Executive - Independent Director
	K S Shetty	Non-Executive - Independent Director
	K Srinivasan	Non-Executive Non - Independent Director
	M Lakshminarayan	Non-Executive - Independent Director
2. Nomination & Remuneration Committee	K S Shetty	Chairman- Non-Executive - Independent Director
	K Srinivasan	Non-Executive Non - Independent Director
	M Lakshminarayan	Non-Executive - Independent Director
	Shrinivas G Shirgurkar	Non-Executive - Independent Director
3. Stakeholders Relationship Committee	K Srinivasan	Chairman-Non-Executive - Non-Independent Director
	K S Shetty	Non-Executive - Independent Director
	Rajesh Khanna	Executive Director, CEO
4. Corporate Social Responsibility Committee	K S Shetty	Chairman-Non-Executive - Independent Director
	Hima Srinivas	Non-Executive - Independent Director
	K Srinivasan	Non-Executive - Non-Independent Director
	Shrinivas G Shirgurkar	Non-Executive - Independent Director

<sup>h</sup>Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen

**III. Meeting of Board of Directors**

Date(s) of meeting of (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
15.03.2019	25.04.2019	40

**IV. Meeting of Committees**

<b>1. Audit Committee</b>			
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met(details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive (in number of days)*
25.04.2019	Yes (Four members were present)	15.03.2019	

<b>2. Corporate Social Responsibility Committee</b>			
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met(details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive (in number of days)*
25.04.2019	Yes (Three members were present)	15.03.2019	40

<b>3. Nomination &amp; Remuneration Committee</b>			
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met(details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive (in number of days)*
25.04.2019	Yes (Three members were present)	-	NA

<b>4. Stakeholders Relationship Committee</b>			
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met(details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive (in number of days)*
-	-	15.03.2019	NA

\* This information has to be mandatorily be given for audit committee, for rest of the committees, giving this information is optional.

**V. Related Party Transactions**

Subject	Compliance status (Yes/No/NA) <small>(refer note below)</small>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

**Note**

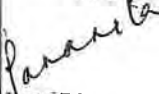
1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/NA. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N/A" may be indicated.

2. If status is "No" details of non-compliance may be given here.

**VI. Affirmations**

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
  - Audit Committee
  - Nomination & remuneration committee
  - Stakeholders relationship committee
  - Risk management committee (applicable to the top 100 listed entities)
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- 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.
- This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:  
The Corporate Governance Report for the quarter ended 31st March 2019 was placed before the Board at its meeting held on 25th April 2019. This report will be placed at the meeting scheduled to be held on 22nd July 2019.

**Name & Designation**

  
**Janani T A**  
**Company Secretary / Compliance Officer / Managing Director / CEO**  
**Date: 12.07.2019**

**Note:**

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.