

**1. Name of Listed Entity: Wendt (India) Limited**

**2. Quarter ending : 31<sup>st</sup> December 2020**

**I. Composition of Board of Directors**

Title (Mr./Ms)	Name of the Director	PAN <sup>§</sup> & DIN	Category (Chairperson /Executive/Non- Executive/in dependent/ Nominee) <sup>&amp;</sup>	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure*	Date of Birth	No of Directorship in listed entities including this listed entity (In Reference to Regulation 17A(1) of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (In Reference to proviso to Regulation 17A(1) of Listing Regulations)	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)
Mr.	Shrinivas G Shirgurkar	00173944	Non-Executive - Independent Director; Chairman	17-04-2006	24-07-2019	-	77	08-04-1948	1	1	2	1
Mr.	K S Shetty	01759936	Non-Executive- Independent Director	16-04-2009	24-07-2019	-	77	18-03-1948	1	1	2	0
Mr.	M Lakshminarayan	00064750	Non-Executive - Independent Director	20-03-2018	24-07-2018	-	30	07-09-1946	7	6	7	2
Mr.	N Ananthasheshan	02402921	Non-Executive Non-Independent Director	23-11-2019	24-07-20	-	NA	14-12-62	2	0	3	1
Mr.	Rajesh Khanna**	06923493	Non-Executive Non-Independent Director	24-07-2018	01-11-20	-	NA	29-10-1960	1	0	1	0
Ms.	Hima Srinivas	07556717	Non-Executive - Independent Director	24-04-2017	24-07-2017	-	42	24-09-1956	1	1	1	0

Whether Regular Chairperson appointed - Yes  
Whether Chairperson is related to Managing Director or CEO - No

<sup>§</sup>PAN number of any director would not be displayed on the website of Stock Exchange

<sup>&</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

\*\* Mr. Rajesh Khanna retired from the service at the closing hours of 31<sup>st</sup> October 2020 as an Executive Director & CEO of the Company and was re-designated by the Board as a Non-executive Non-Independent Director with effect from 1<sup>st</sup> November 2020 at its Board Meeting held on 22<sup>nd</sup> October 2020.

<b>II. Composition of Committees</b>					
Name of Committee	Whether Regular Chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non- Executive/independent/Nominee) <sup>8</sup>	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Shrinivas G Shirgurkar Hima Srinivas K S Shetty M Lakshminarayan N Ananthaseshan	Chairman- Non-Executive - Independent Director Non-Executive - Independent Director Non-Executive - Independent Director Non-Executive - Independent Director Non-Executive Non-Independent Director	17-04-2006 24-04-2017 16-04-2009 20-03-2018 23-11-2019	
2. Nomination & Remuneration Committee	Yes	K S Shetty N Ananthaseshan M Lakshminarayan Shrinivas G Shirgurkar	Chairman- Non-Executive - Independent Director Non-Executive Non - Independent Director Non-Executive - Independent Director Non-Executive - Independent Director	19-04-2014 23-11-2019 25-04-2018 19-04-2014	
3. Stakeholders Relationship Committee	Yes	N Ananthaseshan K S Shetty Rajesh Khanna	Chairman-Non-Executive - Non-Independent Director Non-Executive - Independent Director Non-Executive Non-Independent Director	23-11-2019 24-01-2011 23-01-2019	
4. Corporate Social Responsibility Committee	Yes	K S Shetty Hima Srinivas N Ananthaseshan Shrinivas G Shirgurkar	Chairman-Non-Executive - Independent Director Non-Executive - Independent Director Non-Executive - Non-Independent Director Non-Executive - Independent Director	20-03-2014 25-04-2018 23-11-2019 20-03-2014	
*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					
<b>III. Meeting of Board of Directors</b>					
Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the relevant quarter	Whether requirement of Quorum met*	Number of Directors present*	Number of Independent Directors present*	Maximum gap between any two consecutive meetings (in number of days)
24.07.2020	22.10.2020	Yes	5	3	89
*to be filled in only for the current quarter meetings					
<b>IV. Meeting of Committees</b>					
<b>1. Audit Committee</b>					
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met(details)*	Number of Directors present*	Number of Independent Directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)*
22.10.2020	Yes (Four members were present)	4	3	24.07.2020	89
<b>2. Corporate Social Responsibility Committee</b>					
NA	NA	NA	NA	NA	NA
<b>3. Nomination &amp; Remuneration Committee</b>					
22.10.2020	Yes (Three members were present)	3	2	24.07.2020	89
<b>4. Stakeholders Relationship Committee</b>					
NA	NA	NA	NA	NA	NA
* This information has to be mandatorily be given for audit committee, for rest of the committees, giving this information is optional. **to be filled in only for the current quarter meetings					

<b>V. Related Party Transactions</b>	
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/N.A.. 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**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.

2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015

a. Audit Committee

b. Nomination & remuneration committee

c. Stakeholders relationship committee

d. Risk management committee (applicable to the top 500 listed entities) - N.A.

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.

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.

5. 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 30<sup>th</sup> September 2020 was placed before the Board at its meeting held on 22<sup>nd</sup> October 2020. This report will be placed at the Board meeting to be held on 22<sup>nd</sup> January 2021.

**Name & Designation**

**Janani T A**

**Company Secretary / Compliance Officer / ~~Managing Director~~ / ~~CEO~~ / ~~CFO~~**

**Date: 13.01.2021**

Note:

Information at Table I and II above need to be necessarily given in 1<sup>st</sup> 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.