

**Corporate Governance Report**

Annexure A

1. Name of Listed Entity - **Trigyn Technologies Limited**

2. Quarter ending : **September 30, 2023**

**I. Composition of Board of Directors**

Title (Mr./ Ms.)	Name of the Director	DIN	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)	Initial Date of Appointment	Date of Re-appointment	Date of cessation	Tenure (in months)	Date of Birth	Number of Directorship in listed entities including this listed entity [Refer Regulation 17A(1)]	Number of Independent Directorship in listed entities including this listed entity [Refer proviso to Regulation 17A(1)]	Number of memberships in Audit/ Stakeholders Relationship Committee(s) including this listed entity [Refer Regulation 26(1)]	Number of post of Chairperson in Audit / Stakeholders Relationship Committee held in listed entities including this listed entity [Refer
Mr	Ramachandran Ganapathi	00103623	Chairperson - Non-Executive - Non Independent Director	27-10-2006	29-09-2022	-	203	28-06-1955	3	2	5	1
Ms	Bhavana Rao	02326788	Executive Director	23-05-2014	28-09-2021	-	64	15-09-1983	1	0	2	0
Mr	Dr. Raja Mohan Rao Potluri	00157346	Non-Executive - Non Independent Director	29-04-2008	28-09-2020	-	63	15-07-1951	1	0	1	0
Mr	Venkata Cherukuri Varaprasad	00556469	Non-Executive - Independent Director	29-09-2006	26-09-2019	-	108	17-06-1953	1	1	1	0
Mr	Bhiva Rao Rajdhar Patil	03279483	Non-Executive - Independent Director	01-10-2010	26-09-2019	-	108	13-03-1941	1	1	2	0
Mr	Vivek Virendra Khare	02877606	Non-Executive - Independent Director	06-10-2009	26-09-2019	-	108	01-09-1953	1	1	2	1
Mr	Atiqur Rahman Ansari	00200187	Non-Executive - Independent Director	14-08-2013	26-09-2019	-	108	01-07-1952	1	1	2	1
Mr	Kodumudi Sambamurthi Sripathi	02388109	Non-Executive - Independent Director	21-10-2016	28-09-2021		83	09-10-1951	2	2	3	1
Ms	Lakshmi Potluri	07382768	Non-Executive - Independent Director	11-08-2021	28-09-2021	-	25	05-11-1976	1	1	0	0

## II. Composition of Committees

Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Vivek Virendra Khare	Non-Executive - Independent Director - Chairman	06-10-2009	-
		Bhavana Rao	Executive Director	09-02-2011	-
		Dr. Raja Mohan Rao Potluri	Non-Executive - Non Independent Director	04-08-2017	-
		Bhiva Rao Rajdhar Patil	Non-Executive - Independent Director	01-10-2010	-
		Atiqur Rahman Ansari	Non-Executive - Independent Director	14-08-2013	-
		Kodumudi Sambamurthi Sripathi	Non-Executive - Independent Director	04-08-2017	-
2. Nomination and Remuneration Committee Meeting	Yes	Atiqur Rahman Ansari	Non-Executive - Independent Director - Chairman	03-02-2016	-
		Bhiva Rao Rajdhar Patil	Non-Executive - Independent Director	01-10-2010	-
		Vivek Virendra Khare	Non-Executive - Independent Director	06-10-2009	-
		Dr. Raja Mohan Rao Potluri	Non-Executive - Non Independent Director	04-08-2017	-
3. Stakeholders' Relationship Committee	Yes	Atiqur Rahman Ansari	Non-Executive - Independent Director - Chairman	14-08-2013	-
		Ramachandran Ganapathi	Non-Executive - Non Independent Director	27-10-2006	-
		Bhavana Rao	Executive Director	09-02-2011	-
		Venkata Cherukuri Varaprasad	Non-Executive - Independent Director	26-09-2006	-
		Vivek Virendra Khare	Non-Executive - Independent Director	06-10-2009	-
		Bhiva Rao Rajdhar Patil	Non-Executive - Independent Director	01-10-2010	-
4. Risk Management Committee	No	Bhavana Rao	Executive Director	07-08-2015	-
		Bhiva Rao Rajdhar Patil	Non-Executive - Independent Director	07-08-2015	-
		Atiqur Rahman Ansari	Non-Executive - Independent Director	07-08-2015	-
5. Corporate Social Responsibility Committee	Yes	Bhavana Rao	Executive Director - Chairman	23-05-2014	-
		Dr. Raja Mohan Rao Potluri	Non-Executive - Non Independent Director	23-05-2014	-
		Atiqur Rahman Ansari	Non-Executive - Independent Director	23-05-2014	-

III. Meeting of Board of Directors

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 (Yes / No)	Number of Directors present	Number of independent directors present	Maximum gap between any two consecutive meetings (in number of days)
30-May-23	11-Aug-23	Yes	9	6	72

IV. Meetings of Committees

Name of the Committee	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)
Audit Committee	11-Aug-23	Yes	6	4	30-May-23	72
Stakeholders Relationship Committee	11-Aug-23	Yes	6	4	30-May-23	72
Nomination and Remuneration Committee	11-Aug-23	Yes	4	3		

**V. Related Party Transactions**

Subject	Compliance Status (Yes / No / NA)
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
Affirmations	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 b. Nomination and Remuneration Committee c. Stakeholders' Relationship Committee d. Risk Management Committee (applicable to the top 1000 listed companies)- NA	Yes
3. The above 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

The report submitted for the previous quarter ended June 30, 2023 had been placed before Board of Directors. No comments / observations / advice were received from the Board of Directors.

This report will be placed before Board of Directors at its next meeting. Any comments / observations / advice of Board of Directors will be mentioned.

**Name:** Mukesh Tank  
**Designation:** Company Secretary  
**Date:** October 19, 2023

**Corporate Governance Report**

Name of Listed Entity: **Trigyn Technologies Limited**  
 Half Year ended – **September 30, 2023**

**Annexure B**

<b>Affirmations</b>			
<b>Broad Heading</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)</b>	<b>If status is "No" details of non-compliance may be given here.</b>
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 Stakeholders' Relationship Committee at the Annual General Meeting	20(3)	Yes	
Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	-

**Name:** Mukesh Tank  
**Designation:** Company Secretary  
**Date:** October 19, 2023

**Additional Half Yearly Disclosure**

<b>I. Disclosure of Loans/ gaurantees/ comfort letters/ securities etc. refer note below</b>			
<b>(A) Any loan or any other form of debt advances by the listed entity to directly or indirectly to</b>			
<b>Entity</b>	<b>Aggregate amount advanced during six months</b>	<b>Balance outstanding at the end of six months</b>	
Promoter or any other entity controlled by them	0.00	0.00	
Promoter group or any other entity controlled by them	0.00	7000000.00	
Directors (including relatives) or any other entity controlled by them	0.00	0.00	
KMP's or any other entity controlled by them	0.00	0.00	
<b>(B) Any gaurantee/ 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</b>			
<b>Entity</b>	<b>Type (gaurantee, comfort letter etc.)</b>	<b>Aggregate amount of issuance during six months</b>	<b>Balance outstanding at the end of six months (taking into account any invocation)</b>
Promoter or any other entity controlled by them	0.00	0.00	0.00
Promoter group or any other entity controlled by them	0.00	0.00	0.00
Directors (including relatives) or any other entity controlled by them	0.00	0.00	0.00
KMP's or any other entity controlled by them	0.00	0.00	0.00
<b>(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</b>			
<b>Entity</b>	<b>Type of security (cash, shares etc.)</b>	<b>Aggregate value of security provided during six months</b>	<b>Balance outstanding at the end of six months</b>
Promoter or any other entity controlled by them	0.00	0.00	0.00
Promoter group or any other entity controlled by them	0.00	0.00	0.00
Directors (including relatives) or any other entity controlled by them	0.00	0.00	0.00
KMP's or any other entity controlled by them	0.00	0.00	0.00
<b>II. Affirmations</b>			
<b>Affirmations</b>		<b>Compliance Status</b>	
All loans (or other forms of debt), gaurantee, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debts) given directly or indirectly by the listed entity		Yes	
Name	Dilip Hanumara		
Designation	CEO		
Place	Mumbai		
Date	19-10-2023		

**Details of Cyber security incidence**

<b>Subject</b>	<b>(Yes / No / NA)</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