

Corporate Governance Report

Annexure A

1. Name of Listed Entity - **Trigyn Technologies Limited**
2. Quarter ending : **September 30, 2021**

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
Mr	Ramachandran Ganapathi	00103623	Chairperson - Non-Executive - Non Independent Director	27-10-2006	24-09-2019	-	-	28-06-1955	3	2	5	1
Ms	Bhavana Rao	02326788	Executive Director	23-05-2014	17-05-2021	-	-	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	-	-	15-07-1951	1	0	1	0
Mr	Venkata Cherukuri Varaprasad	00556469	Non-Executive - Independent Director	29-09-2006	26-09-2019	-	84	17-06-1953	1	1	1	0
Mr	Bhiva Rao Rajdhar Patil	03279483	Non-Executive - Independent Director	01-10-2010	26-09-2019	-	84	13-03-1941	1	1	2	0
Mr	Vivek Virendra Khare	02877606	Non-Executive - Independent Director	06-10-2009	26-09-2019	-	84	01-09-1953	1	1	2	1
Mr	Atiqur Rahman Ansari	00200187	Non-Executive - Independent Director	14-08-2013	26-09-2019	-	84	01-07-1952	1	1	2	1
Mr	Pradeep Kumar Panja	03614568	Non-Executive - Independent Director	01-11-2016		01-07-2021	56	02-10-1955	3	3	4	1
Mr	Kodumudi Sambamurthi Sripathi	02388109	Non-Executive - Independent Director	21-10-2016		-	59	09-10-1951	2	2	3	1
Mr	Dilip Hanumara	08620342	CEO & Executive Director	01-12-2019		-	22	01-08-1977	1	0	1	0
Ms	Lakshmi Potluri	07382768	Non-Executive - Independent Director	11-08-2021		-	1	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	-
		Pradeep Kumar Panja	Non-Executive - Independent Director	04-08-2017	01-07-2021
2. Nomination and Remuneration Committee Meeting	Yes	Bhiva Rao Rajdhar Patil	Non-Executive - Independent Director	01-10-2010	-
		Atiqur Rahman Ansari	Non-Executive - Independent Director - Chairman	03-02-2016	-
		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	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	-
		Atiqur Rahman Ansari	Non-Executive - Independent Director -	14-08-2013	-
		Dilip Hanumara	CEO & Executive Director	13-02-2020	-
4. Risk Management Committee	Yes	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 Responisibility Committee	Yes	Dr. Raja Mohan Rao Potluri	Non-Executive - Non Independent Director	23-05-2014	-
		Bhavana Rao	Executive Director - Chairman	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)
May 12, 2021	August 11, 2021	Yes	10	6	90

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	August 11, 2021	Yes	5	3	May 12, 2021	91
Stakeholders Relationship Committee	August 11, 2021	Yes	6	3	May 12, 2021	91
Nomination and remuneration committee	August 11, 2021	Yes	3	2	May 12, 2021	91

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	NA
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 500 listed companies)	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, 2021 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 18, 2021

Corporate Governance Report

Name of Listed Entity: **Trigyn Technologies Limited**

Half Year ended – **September 30, 2021**

Annexure B

Affirmations			
Broad Heading	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
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)	No	Mr. A.R. Ansari is the Chairman of the Nomination and remuneration committee. He tried to connect and attend the meeting but due to poor network connection at his place he was not able to join. However, he was ready to take any questions from the shareholders on phone call during the meeting.
Presence of Chairperson of the Stakeholders' Relationship Committee at the Annual General Meeting	20(3)	No	Mr. A.R. Ansari is the Chairman of the Nomination and remuneration committee. He tried to connect and attend the meeting but due to poor network connection at his place he was not able to join. However, he was ready to take any questions from the shareholders on phone call during the meeting.
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 18, 2021

Additional Half Yearly Disclosure

I. Disclosure of Loans/ gaurantees/ comfort letters/ securities etc. refer note below			
(A) Any loan or any other form of debt advances by the listed entity to directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0.00	0.00	
Promoter group or any other entity controlled by them	15500000.00	15500000.00	
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) 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			
Entity	Type (gaurantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
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
(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
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
II. Affirmations			
Affirmations		Compliance Status	
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	18-10-2021		