

Corporate Governance Report

1. Name of Listed Entity - **Trigyn Technologies Limited**
2. Quarter ending : **September 30, 2019**

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 Regulation 26(1)]
Mr	Ramachandran Ganapathi	00103623	Chairperson - Executive Director	27-10-2006	24-09-2019	-	-	28-06-1955	3	2	6	1
Ms	Bhavana Rao	02326788	Executive Director	23-05-2014	17-05-2018	-	-	15-09-1983	1	0	2	0
Mr	Dr. Raja Mohan Rao Potluri	00157346	Non-Executive - Non Independent Director	29-04-2008	06-06-2018	-	-	15-07-1951	1	0	1	0
Mr	Venkata Chelukuri Varaprasad	00556469	Non-Executive - Independent Director	29-09-2006	26-09-2019	-	60	17-06-1953	1	1	1	0
Mr	Bhiva Rao Rajdhar Patil	03279483	Non-Executive - Independent Director	01-10-2010	26-09-2019	-	60	13-03-1941	1	1	2	0
Mr	Vivek Virendra Khare	02877606	Non-Executive - Independent Director	06-10-2009	26-09-2019	-	60	01-09-1953	1	1	2	1
Mr	Subramaniam Mohan Narayanan	01510020	Non-Executive - Independent Director	14-08-2013	26-09-2019	-	60	21-05-1958	1	1	1	0
Mr	Atiqr Rahman Ansari	00200187	Non-Executive - Independent Director	14-08-2013	26-09-2019	-	60	01-07-1952	1	1	2	1
Mr	Pradeep Kumar Panja Kodumudi	03614568	Non-Executive - Independent Director	01-11-2016	01-11-2016	-	35	02-10-1955	4	4	4	1
Mr	Sambamurthi Sripathi	02388109	Non-Executive - Independent Director	21-10-2016	21-10-2016	-	35	09-10-1951	2	2	2	0

Whether Regular chairperson appointed	Yes
Whether Chairperson is related to managing director or CEO	No

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	Ramachandran Ganapathi	Executive Director	27-10-2006	-
		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	-
		Subramaniam Mohan Narayanan	Non-Executive - Independent Director	04-08-2017	-
		Kodumudi Sambamurthi Sripathi Pradeep Kumar Panja	Non-Executive - Independent Director Non-Executive - Independent Director	04-08-2017 04-08-2017	- -
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	-
		Subramaniam Mohan Narayanan Dr. Raja Mohan Rao Potluri	Non-Executive - Independent Director Non-Executive - Non Independent Director	14-08-2013 04-08-2017	- -
3. Stakeholders' Relationship Committee	Yes	Ramachandran Ganapathi	Executive 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 - Chairman	14-08-2013	-
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 Responsibility 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 10, 2019	August 12, 2019	Yes	7	3	93

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 12, 2019	Yes	6	4	May 10, 2019	93
Stakeholders Relationship Committee	August 12, 2019	Yes	3	2	May 10, 2019	93

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, 2019 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 7, 2019

Corporate Governance Report

Name of Listed Entity: **Trigyn Technologies Limited**
Half Year ended – **September 30, 2019**

Annexure B

Affirmations		
Broad Heading	Regulation Number	Compliance status (Yes/No/NA)
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
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 7, 2019