

**Corporate Governance Report**

1. Name of Listed Entity - **Trigyn Technologies Limited**
2. Quarter ending : **December 31, 2018**

**I. Composition of Board of Directors**

<b>Title (Mr./ Ms.)</b>	<b>Name of the Director</b>	<b>DIN</b>	<b>Category (Chairperson / Executive / Non-Executive / Independent / Nominee)</b>	<b>Date of Appointment in the current term</b>	<b>Date of cessation</b>	<b>Tenure (in months)</b>	<b>Date of Birth</b>	<b>Number of Directorship in listed entities including this listed entity [Refer Regulation 25(1)]</b>	<b>Number of memberships in Audit/ Stakeholders Relationship Committee(s) including this listed entity [Refer Regulation 26(1)]</b>	<b>Number of post of Chairperson in Audit / Stakeholders Relationship Committee held in listed entities including this listed entity [Refer Regulation 26(1)]</b>
Mr	Ramachandran Ganapathi	00103623	Chairperson -Executive Director	27-10-2006	-	-	28-06-1955	4	9	0
Ms	Bhavana Rao	02326788	Executive Director	17-05-2018	-	-	15-09-1983	1	2	0
Mr	Dr. Raja Mohan Rao Potluri	00157346	Non-Executive - Non Independent Director	06-06-2018	-	-	15-07-1951	1	1	0
Mr	Venkata Cherukuri Varaprasad	00556469	Non-Executive - Independent Director	26-09-2014	-	45	17-06-1953	1	1	0
Mr	Bhiva Rao Rajdhar Patil	03279483	Non-Executive - Independent Director	26-09-2014	-	45	13-03-1941	1	2	1
Mr	Vivek Virendra Khare	02877606	Non-Executive - Independent Director	26-09-2014	-	45	01-09-1953	1	2	1
Mr	Subramaniam Mohan Narayanan	01510020	Non-Executive - Independent Director	26-09-2014	-	45	21-05-1958	1	1	0
Mr	Atiqur Rahman Ansari	00200187	Non-Executive - Independent Director	26-09-2014	-	45	01-07-1952	1	2	0
Mr	Pradeep Kumar Panja	03614568	Non-Executive - Independent Director	01-11-2016	-	19	02-10-1955	1	1	0
Mr	Kodumudi Sambamurthi Sripathi	02388109	Non-Executive - Independent Director	21-10-2016	-	20	09-10-1951	1	1	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	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	Non-Executive - Independent Director	04-08-2017	-
2. Nomination and Remuneration Committee Meeting	Yes	Pradeep Kumar Panja	Non-Executive - Independent Director	04-08-2017	-
		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	Non-Executive - Independent Director	14-08-2013	-
3. Stakeholders' Relationship Committee	Yes	Dr. Raja Mohan Rao Potluri	Non-Executive - Non Independent Director	04-08-2017	-
		Ramachandran Ganapathi	Executive Director	27-10-2006	-
		Bhavana Rao	Executive Director	09-02-2011	-
		Venkata Cherukuri Varapasad	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	Yes	Atiqur Rahman Ansari	Non-Executive - Independent Director - Chairman	14-08-2013	-
		Bhavana Rao	Executive Director	07-08-2015	-
		Bhiva Rao Rajdhar Patil	Non-Executive - Independent Director	07-08-2015	-
5. Corporate Social Responsibility Committee	Yes	Atiqur Rahman Ansari	Non-Executive - Independent Director	07-08-2015	-
		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	Maximum gap between any two consecutive meetings (in number of days)
August 8, 2018	November 5, 2018	86

**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)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
Audit Committee	November 5, 2018	Yes	August 8, 2018	86
Stakeholders Relationship Committee	November 5, 2018	Yes	August 8, 2018	86

**V. Related Party Transactions**

Subject	Compliance Status (Yes / No / NA)
Whether prior approval of audit committee obtained	NA
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 100 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 and half year ended September 30, 2018 has 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:** January 8, 2019