

General information about company	
Scrip code	517214
NSE Symbol	DIGISPICE
MSEI Symbol	NOTLISTED
ISIN	INE927C01020
Name of the entity	DiGISPICE Technologies Limited
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Half Yearly
Date of Report	30-09-2022
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory | Textual Information(1)

Whether the listed entity has a Regular Chairperson								Yes																		
Whether Chairperson related to Promoter								Yes	Disqualification of Directors under section 164 of the Companies Act, 2013																	
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer 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)	Notes for not providing PAN	Notes for not providing DIN	
1	Mr	Dilip Modi		00029062	Non-Executive - Non Independent Director	Chairperson related to Promoter		12-03-1974	No				Active	NA		21-08-2006	15-12-2020			1	0	0	0			
2	Mr	Subramanian Murali		00041261	Non-Executive - Non Independent Director	Not Applicable		30-07-1959	No				Active	NA		07-05-2015	30-09-2021			1	0	3	1			
3	Mr	Suman Ghose Hazra		00012223	Non-Executive - Independent Director	Not Applicable		05-05-1953	No				Active	NA		07-05-2015	07-05-2020	29-09-2022	89	0	0	0	0			
4	Mrs	Rashmi Aggarwal		07181938	Non-Executive - Independent Director	Not Applicable		16-10-1974	No				Active	NA		02-11-2018	02-11-2018			47	2	2	7	3		

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer 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)	Notes for not providing PAN	Notes for not providing DIN
5	Mr	Mayank Jain		00251609	Non-Executive - Independent Director	Not Applicable		12-04-1973	No				Active	NA		01-10-2019	01-10-2019		36	1	1	0	0		
6	Mr	Rohit Ahuja		00065417	Executive Director	Not Applicable		16-09-1975	No				Active	NA		05-05-2020	29-09-2022			1	0	0	0		

Text Block	
Textual Information(1)	<p>Dr. Rashmi Aggarwal is holding post of Chairperson of Audit Committee of 2 Pvt Ltd cos. which are subsidiaries of public ltd. co., therefore same is included in number of membership/chairperson of the Committees.</p> <p>No. of positions including this listed entity held by Mr. Suman Ghose Hazra till 29.09.22 were as follows</p> <p>Directorship in listed entities 1</p> <p>Independent Directorship in listed entities 1</p> <p>Memberships in Audit/Stakeholder Committee 3</p> <p>Chairperson in Audit/Stakeholder Committee 2</p>

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00012223	Suman Ghose Hazra	Non-Executive - Independent Director	Chairperson	07-05-2015	29-09-2022	Textual Information(1)
2	00041261	Subramanian Murali	Non-Executive - Non Independent Director	Member	07-05-2015		
3	07181938	Rashmi Aggarwal	Non-Executive - Independent Director	Member	16-08-2019		

Sr Text Block

Textual Information(1)

Appointed as Chairperson of the Committee w.e.f. 13.08.2015.

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07181938	Rashmi Aggarwal	Non-Executive - Independent Director	Chairperson	16-08-2019		
2	00012223	Suman Ghose Hazra	Non-Executive - Independent Director	Member	07-05-2015	29-09-2022	
3	00041261	Subramanian Murali	Non-Executive - Non Independent Director	Member	07-05-2015		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00041261	Subramanian Murali	Non-Executive - Non Independent Director	Chairperson	07-05-2015		Textual Information(1)
2	00012223	Suman Ghose Hazra	Non-Executive - Independent Director	Member	30-11-2015	29-09-2022	
3	07181938	Rashmi Aggarwal	Non-Executive - Independent Director	Member	05-02-2019		

Sr Text Block

Textual Information(1)

Appointed as Chairperson of the Committee w.e.f. 30.11.2015

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00065417	Rohit Ahuja	Executive Director	Chairperson	09-06-2021		
2	00251609	Mayank Jain	Non-Executive - Independent Director	Member	09-06-2021		
3	07181938	Rashmi Aggarwal	Non-Executive - Independent Director	Member	09-06-2021		
4	99999999	Ruchi Mehta	Member	Member	15-04-2022		Textual Information(1)
5	99999999	Vinit Kishore	Member	Member	09-06-2021		Textual Information(2)

Sr Text Block

Textual Information(1)	Since Member is not a Board of Directors, the dummy DIN has been included in the F Column.
Textual Information(2)	Since Member is not a Board of Directors, the dummy DIN has been included in the F Column.

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00029062	Dilip Modi	Non-Executive - Non Independent Director	Chairperson	08-05-2014		
2	00041261	Subramanian Murali	Non-Executive - Non Independent Director	Member	07-05-2015		
3	00012223	Suman Ghose Hazra	Non-Executive - Independent Director	Member	16-08-2019	29-09-2022	

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1**Annexure 1****III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory							Textual Information(1)	No. of Independent Directors attending the meeting*
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	
1	16-04-2022				Yes	6	6	3
2	25-05-2022		38		Yes	6	6	3
3	26-05-2022		0		Yes	6	4	2
4		10-08-2022	75		Yes	6	6	3

Text Block	
Textual Information(1)	<p>Note for point nos. 2 & 3</p> <p>The Board Meeting started on 25th May, 2022 and continued till 01.30 hours of 26th May, 2022 then stand adjourned till 11.00 hours of 26th May, 2022.</p> <p>The adjourned Board Meeting commenced at 11.00 hours and concluded at 11.40 hours on 26th May, 2022.</p>

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory							Textual Information(1)			
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors (All directors including Independent director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	25-05-2022				Yes	3	3	2	0
2	Audit Committee	09-08-2022	75			Yes	3	3	2	0
3	Nomination and remuneration committee	06-05-2022				Yes	3	3	2	0
4	Nomination and remuneration committee	16-06-2022	40			Yes	3	3	2	0
5	Nomination and remuneration committee	01-08-2022	45			Yes	3	3	2	0
6	Risk Management Committee	06-06-2022				Yes	3	3	2	2

Annexure 1

IV. Meeting of Committees

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors (All directors including Independent director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Risk Management Committee	20-09-2022	105			Yes	3	3	2	2
8	Stakeholders Relationship Committee	12-04-2022				Yes	3	3	2	0
9	Corporate Social Responsibility Committee	24-05-2022	41			Yes	3	3	1	0

Text Block

Textual Information(1)	No meeting of Stakeholders Relationship Committee and Corporate Social esponsibility Committee was held during the quarter ended 30.09.2022. Maximum gap between any tow consecutive meeting, appearing in the row of Corporate Social Responsibility Committee is calculated by system automatically in XBRL utility.
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Annexure 1

V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes of material transaction with related party			Textual Information(1)

Text Block

Textual Information(1)

There was no material transaction with related parties during the period under review.

Annexure 1

VI. Affirmations		
Sr	Subject	Compliance status (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	No
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	No
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	No
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Ruchi Mehta
2	Designation	Company Secretary and Compliance Officer

Text Block	
Textual Information(1)	<ol style="list-style-type: none"><li data-bbox="860 209 1626 236">1. This report will be placed before the Board in its next meeting.<li data-bbox="860 288 1626 371">2. Mr. Suman Ghose Hazra has resigned w.e.f. end of day of 29.09.22 on account of personal reasons. Accordingly, he ceased to be Chairman / Member of Audit Committee, Nomination and Remuneration Committee ; and Stakeholders Relationship Committee. Constitution of the said Committees was in terms of the Listing Regulations during the quarter, till 29.09.2022

Annexure III**III. Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	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	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

Annexure III

1	Name of signatory	Ruchi Mehta
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Textual Information(1)		
I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below			
(A)Any loan or any other form of debt advanced by the listed entity 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	0	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
(B) Any guarantee / 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 (guarantee, 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	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(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	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(D) Additional Information			Textual Information(2)
II. Affirmations			
Affirmations	Compliance Status	Company Remarks	
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to	Yes	Textual Information(3)	

promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.			
Name	VINIT KISHORE		
Designation	CFO		
Place	Noida		
Date	20-10-2022		

Signatory Details

Name of signatory	Ruchi Mehta
Designation of person	Company Secretary and Compliance Officer
Place	Noida
Date	20-10-2022