

DiGiSPICE TECHNOLOGIES LIMITED

CORPORATE GOVERNANCE REPORT FOR THE QUARTER ENDED 30.06.2022

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	Quarterly
Date of Report	30-06-2022
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities

Composition of Board of Directors

Title	Name of the Director	Category	Initial Date of Appointment	Date of Appointment in Current Term (Date of Re-appointment)	Date of cessation	Tenure of Director (in months)	No of Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr	Dilip Modi	Non-Executive - Non Independent Director, Chairperson related to Promoter	21 Aug 2006	15 Dec 2020	-	-	1	0	0
Mr	Subramanian Murali	Non-Executive - Non Independent Director	07 May 2015	30 Sep 2021	-	-	1	3	1
Mr	Suman Ghose Hazra	Non-Executive - Independent Director	07 May 2015	07 May 2020	-	83	1	3	2
Mrs	Rashmi Aggarwal	Non-Executive - Independent Director	02 Nov 2018	02 Nov 2018	-	41	2	6	2
Mr	Mayank Jain	Non-Executive - Independent Director	01 Oct 2019	01 Oct 2019	-	30	1	0	0
Mr	Rohit Ahuja	Executive Director	05 May 2020	05 May 2020	-	-	1	0	0

Composition of Committee

Audit Committee			
Name of Committee members	Category	Date Of Appointment	Date of Cessation
Suman Ghose Hazra	Non-Executive - Independent Director, Chairperson	07-05-2015	-
Subramanian Murali	Non-Executive - Non Independent Director Member	07-05-2015	-
Rashmi Aggarwal	Non-Executive - Independent Director Member	16-08-2019	-
Nomination and remuneration committee			
Name of Committee members	Category	Date Of Appointment	Date of Cessation
Rashmi Aggarwal	Non-Executive - Independent Director Chairperson	16-08-2019	-
Suman Ghose Hazra	Non-Executive - Independent Director Member	07-05-2015	-
Subramanian Murali	Non-Executive - Non Independent Director - Member	07-05-2015	-
Stakeholders Relationship Committee			
Name of Committee members	Category	Date Of Appointment	Date of Cessation
Subramanian Murali	Non-Executive - Non Independent Director – Chairperson	07-05-2015	-
Suman Ghose Hazra	Non-Executive - Independent Director Member	30-11-2015	-
Rashmi Aggarwal	Non-Executive - Independent Director, Member,	05-02-2019	-
Risk Management Committee			
Name of Committee members	Category	Date Of Appointment	Date of Cessation
Rohit Ahuja	Executive Director, Chairperson	09-06-2021	-
Mayank Jain	Non-Executive-Independent Director, Member	09-06-2021	-
Rashmi Aggarwal	Non-Executive-Independent Director, Member	09-06-2021	-
Ruchi Mehta	Member, Member	15-04-2022	-

Vinit Kishore	Member, Member	09-06-2021	-
Megh Raj Bothra	Member, Member	09-06-2021	14-04-2022
Corporate Social Responsibility Committee			
Name of Committee members	Category	Date Of Appointment	Date of Cessation
Dilip Modi	Non-Executive - Non Independent Director, Chairperson,	08-05-2014	-
Subramanian Murali	Non-Executive - Non Independent Director, Member,	07-05-2015	-
Suman Ghose Hazra	Non-Executive - Independent Director, Member,	16-08-2019	-

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 meeting (in number of days)
04 Feb 2022	-	0
24 Mar 2022	-	47
-	16 Apr 2022	22
-	25 May 2022	38
-	26 May 2022	0

Meeting of Committees

Name of 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	-	Yes,	12 Nov 2021	0
Audit Committee	04 Feb 2022	Yes,	-	83
Audit Committee	24 Mar 2022	Yes,	-	47
Nomination and remuneration committee	-	Yes,	05 Oct 2021	0
Nomination and remuneration committee	-	Yes,	18 Nov 2021	0
Nomination and remuneration committee	-	Yes,	27 Dec 2021	0
Nomination and remuneration committee	28 Jan 2022	Yes,	-	0
Nomination and remuneration committee	11 Mar 2022	Yes,	-	0
Nomination and remuneration committee	22 Mar 2022	Yes,	-	0
Risk Management Committee	02 Feb 2022	Yes,	-	0

Related Party Transactions

Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance
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

Subject	Compliance status (Yes/No)
The composition of board of directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of audit committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the nomination and remuneration committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the stakeholders relationship committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the risk management committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The committee members have been made aware of their powers, role and responsibilities as specified in of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The meetings of the board of directors and the above committees have been conducted in the manner as specified SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
5.This report and/or the report submitted in the previous quarter has been placed before board of directors	Yes

Signatory Details

Name of signatory	Ruchi Mehta
Designation of person	Company Secretary and Compliance Officer