

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	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Quarterly
Date of Report	31-12-2023
Risk management committee	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 is related to MD or CEO							No	
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
1	Mr	Dilip Modi		00029062	Non-Executive - Non Independent Director	Chairperson related to Promoter		12-03-1974
2	Mr	Subramanian Murali		00041261	Non-Executive - Non Independent Director	Not Applicable		30-07-1959
3	Mrs	Rashmi Aggarwal		07181938	Non-Executive - Independent Director	Not Applicable		16-10-1974
4	Mr	Mayank Jain		00251609	Non-Executive - Independent Director	Not Applicable		12-04-1973
5	Mr	Rohit Ahuja		00065417	Executive Director	Not Applicable		16-09-1975
6	Mr	Mrutyunjay Mahapatra		03168761	Non-Executive - Independent Director	Not Applicable		03-05-1960

I. Composition of Board of Directors

Disqualification of Directors under section 164 of the Companies Act, 2013

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active

I. Composition of Board of Directors

Sr	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 [with reference to proviso to regulation 17A(1) & 17A(2)]	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	NA		21-08-2006	28-09-2023			1	0	0	0		
2	NA		07-05-2015	30-09-2021			1	0	2	1		
3	NA		02-11-2018	02-11-2023		62	1	1	4	1		
4	NA		01-10-2019	01-10-2019		51	1	1	0	0		
5	NA		05-05-2020	05-05-2023			1	0	1	0		
6	NA		22-12-2022	22-12-2022		12	3	3	6	3		

Text Block

Textual Information(1)

Mr. Mrutyunjay Mahapatra is a Director on the Board of Suraj Estate Developers Limited, whose shares have been listed on Stock Exchange during the quarter ended 31st December, 2023. The same is included in number of directorship.

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	03168761	Mrutyunjay Mahapatra	Non-Executive - Independent Director	Chairperson	16-01-2023		
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		

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	00041261	Subramanian Murali	Non-Executive - Non Independent Director	Member	07-05-2015		
3	00251609	Mayank Jain	Non-Executive - Independent Director	Member	21-10-2022		

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	07181938	Rashmi Aggarwal	Non-Executive - Independent Director	Member	05-02-2019		
3	00065417	Rohit Ahuja	Executive Director	Member	21-10-2022		

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	Company Secretary	Member	15-04-2022		Textual Information(1)
5	99999999	Vinit Kishore	Chief Financial Officer	Member	09-06-2021		Textual Information(2)

Sr Text Block

Textual Information(1)

Since Ms. Ruchi Mehta is not a Board Member, dummy DIN has been incorporated.

Textual Information(2)

Since Mr. Vinit Kishore is not a Board Member, dummy DIN has been incorporated.

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility 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	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	00251609	Mayank Jain	Non-Executive - Independent Director	Member	21-10-2022		

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								
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)	No. of Independent Directors attending the meeting*
1	27-07-2023				Yes	6	6	3
2		07-11-2023	102	The Meeting held on 7th November, 2023 was adjourned for few hours as per decision of the Board. Post adjournment 5 out of 6 Directors were present and all 3 Independent Directors were present.	Yes	6	6	3

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory										
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 in the Committee as on date of the meeting	Number of Directors Present (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	18-07-2023				Yes	3	3	2	0
2	Audit Committee	27-07-2023	8			Yes	3	3	2	0
3	Audit Committee	11-10-2023	75			Yes	3	3	2	0
4	Audit Committee	06-11-2023	25			Yes	3	3	2	0
5	Nomination and remuneration committee	27-07-2023				Yes	3	3	2	0
6	Nomination and remuneration committee	04-12-2023	129			Yes	3	3	2	0

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 in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Stakeholders Relationship Committee	22-12-2023	17			Yes	3	2	1	0
8	Corporate Social Responsibility Committee	27-07-2023				Yes	3	3	1	0
9	Risk Management Committee	14-09-2023	48			Yes	3	3	2	2

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	

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	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
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)

This information shall be placed before the Board in the next meeting.

Details of Cyber security incidence	
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Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No
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Signatory Details

Name of signatory	Ruchi Mehta
Designation of person	Company Secretary and Compliance Officer
Place	Noida
Date	19-01-2024