

INTELLECT DESIGN ARENA LIMITED
CIN : L72900TN2011PLC080183

CORPORATE GOVERNANCE REPORT

1. Name of the listed entity
INTELLECT DESIGN ARENA LIMITED
2. Quarter ending
31-Dec-23

I. Composition of Board of Directors

Title (Mr./Ms)	Name of the Director	PAN	DIN	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)	Initial date of appointment	Date of Re-Appointment	Date of Cessation	Tenure*	Date of Birth	No of Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	No. of Independent Directorship in listed entities including this listed entities (Refer Regulation 17A(1))	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)
Mr.	Arun Jain	AAHP16020E	00580919	Chairperson	30-08-2014	21-08-2020*	NA		30-12-1959	1	0	0	0
Mr.	Anil Kumar Verma	AMDPV2949N	01957168	Executive	30-09-2014	01-02-2021**	NA		05-07-1955	1	0	2	0
Mr.	Arun Shekhar Aran	AAJPA1921B	00015335	Independent	03-05-2016	21-08-2019***	NA	92 months	30-04-1959	1	1	1	1
Ms.	Viaya Sampath	AHEP56523K	00641110	Independent	25-10-2018	28-07-2023****	NA	62 months	26-05-1953	7	7	6	0
Mr.	Andrew Ralph England	AECPE1388M	08211307	Non-Executive	25-10-2018	25-10-2018	NA		06-07-1957	1	0	0	0
Mr.	Abhay Gupte	AC2PA1660M	00389288	Independent	15-06-2020	15-06-2020	NA	42.5 months	04-05-1961	1	1	1	1
Mr.	Amrisha Pandey	ADJP16749B	07068438	Independent	05-05-2022	05-05-2022	NA	20	05-07-1956	1	1	1	0

* Date of re-appointment is 21-08-2020

** Date of re-appointment is 01-02-2021

*** Date of re-appointment is 21-08-2019

**** Date of re-appointment is 28-07-2023



Intellect Design Arena Limited

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II. Composition of Committees				
Name of Committee	Whether Regular Chairperson appointed	Name of committee members	Category	Date of appointment
1. Audit Committee				
	Yes	Mr. Arun Shekhar Aran	Independent - Chairperson	09-08-2016
		Mr. Anil Kumar Verma	Executive - Member	15-10-2014
		Ms. Vijaya Sampath	Independent - Member	02-05-2019
		Mr. Abhay Anant Gupte	Independent - Member	21-08-2020
		Mr. Ambrish Pandey Jain	Independent - Member	28-10-2022
2. Nomination, Remuneration & Compensation Committee				
	Yes	Mr. Abhay Anant Gupte	Independent - Chairperson	21-08-2020
		Mr. Arun Shekhar Aran	Independent - Member	03-02-2017
		Mr. Arun Jain	Executive - Member	15-10-2014
		Ms. Vijaya Sampath	Independent - Member	02-05-2019
		Ambrish Pandey Jain	Independent - Member	28-10-2022
3. Risk Management Committee				
	Yes	Mr. Andrew Ralph England	Non-Executive Director - Chairperson	02-05-2019
		Mr. Arun Jain	Executive - Member	15-10-2014
		Mr. Arun Shekhar Aran	Independent - Member	30-01-2018
		Ms. Vasudha Subramaniam	Chief Financial Officer - Member	27-10-2023
		Mr. Milind Ravidranath Kari	Chief Risk Officer - Member	24-07-2019
4. Stakeholders relationship committee				
	Yes	Mr. Abhay Anant Gupte	Independent - Chairperson	21-08-2020
		Mr. Anil Kumar Verma	Executive - Member	15-10-2014
		Mr. Arun Shekhar Aran	Independent - Member	30-10-2020
5. Corporate Social Responsibilities committee				
	Yes	Mr. Anil Kumar Verma	Chairperson / Executive	15-10-2014
		Mr. Arun Jain	Executive	15-10-2014
		Mr. Abhay Anant Gupte	Independent	21-08-2020

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*	No. of Directors Present	No. of Independent Directors Present	Maximum gap between any two consecutive (in no. of days)*
11-May-23	27-Jul-23	Yes	7	4	76*
	27-Oct-23	yes	7	4	91*

* Maximum Gap from May 11, 2023 to July 27, 2023 and from July 27, 2023 to Oct 27, 2023



IV. Meeting of Committees

Date(s) of meeting of the committee in the relevant quarter	Whether quorum was met	No. of Directors Present	No. of Independent Directors Present	Date of meeting of the Committee in the previous quarter	Maximum gap between any two consecutive (in no of days)
a) Audit Committee					
26-Oct-23	Yes	5	4	10-05-2023	76*
				26-07-2023	91**
b) Risk Management Committee					
-	-	-	1	14-07-2023	-
c) Nomination and Remuneration & Compensation Committee					
13-Oct-23	Yes	5	4	27-Jul-23	77***
e) Corporate Social Responsibility Committee					
-	-	-	-	26-07-2023	-

This information has to be mandatorily be given for audit committee, for rest of the Committees giving this information is optional

*Maximum gap between two Committee meetings i.e from 10th May, 2023 to 26th July, 2023

**Maximum gap between two Committee meetings i.e from 26th July, 2023 to 26th October, 2023

***Maximum gap between two Committee meetings i.e from to 27th July, 2023 to 13th October, 2023

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

Note

- In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed entity has no related party transactions, the Words "N.A." may be indicated.
- If status is "NO" details of non-Compliance may be given here.

Signature:



Name

V V Naresh

Designation

Company Secretary & Compliance Officer



Date: 11.01.2024

Note: Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial Year, this information may not be given by Listed entity and instead a statement "Same as previous quarter" may be given.

Disclosure of loans / guarantees / comfort letters / securities etc.

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:

Entity	Aggregate of amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NA	NA
Promoter Group or any other entity controlled by them	NA	NA
Directors (including relatives) or any other entity controlled by them	NA	NA
KMPs or any other entity controlled by them	NA	NA

(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 of 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	NA	NA	NA
Promoter Group or any other entity controlled by them	NA	NA	NA
Directors (including relatives) or any other entity controlled by them	NA	NA	NA
KMPs or any other entity controlled by them	NA	NA	NA
KMPs or any other entity controlled by them	NA	NA	NA

(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	Aggregate value of security provided during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them	NA	NA	NA
Promoter Group or any other entity controlled by them	NA	NA	NA
Directors (including relatives) or any other entity controlled by them	NA	NA	NA
KMPs or any other entity controlled by them	NA	NA	NA
KMPs or any other entity controlled by them	NA	NA	NA
KMPs or any other entity controlled by them	NA	NA	NA

Affirmations

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 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. Nil

