

Intellect/SEC/2023-24

July 17, 2023

1. **National Stock Exchange of India Limited,**
Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra Kurla
Complex, Bandra (E), Mumbai – 400 051.
2. **BSE Limited,**
1st Floor, New Trade Ring, Rotunda Building, PJ Towers,
Dalal Street, Fort, Mumbai – 400 001.

Scrip Symbol :
INTELLECT

Scrip Code :
538835

Dear Sirs,

Sub: Corporate Governance Report under Regulation 27(2)(a) of Listing Regulations, 2015

In compliance with Regulation 27(2)(a) of the Listing Regulations, 2015, we enclose herewith the Corporate Governance Report for the quarter ended June 30, 2023.

Kindly take the above information on record and confirm compliance.

Thanking You,
for **Intellect Design Arena Limited**



V V Naresh
Company Secretary and Compliance Officer



Encl: As Above

Intellect Design Arena Limited

Registered Office: 244 Anna Salai, Chennai - 600 006, India | Ph: +91-44-6615 5100 | Fax: +91-44-6615 5123
Corporate Headquarters: SIPCOT IT Park Siruseri, Chennai - 600 130, India | Ph: +91-44-6700 8000 | Fax: +91-44-6700 8874
E-mail: contact@intellectdesign.com | www.intellectdesign.com

INTELLECT DESIGN ARENA LIMITED
CIN : L72900TN2011PLC080183
CORPORATE GOVERNANCE REPORT

1. Name of listed entity INTELLECT DESIGN ARENA
2. Quarter ending 30-Jun-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	AAHPJ6020E	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	AAIPA1921B	00015335	Independent	03-05-2016	21/08/2019***	NA	36 months	30-04-1959	1	1	2	1
Ms.	Vijaya Sampath	AHEPS6523K	00641110	Independent	25-10-2018	25-10-2018	NA	56 months	26-05-1959	6	6	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 Gupta	ACZPA1650M	00389288	Independent	15-05-2020	15-05-2020	NA	36.5 months	04-05-1961	1	1	2	1
Mr.	Ambrish Pandey	ADJPI6749B	07068438	Independent	05-05-2022	05-05-2022	NA	14 months	05-07-1956	1	1	1	0

* Date of re-appointment is August 21, 2020

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

*** Date of re-appointment of Arun Shekhar Aran for second term of appointment was on 21/08/2019



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

&Category of Directors means executive/non-executive/independent/nominee. If a director fits into more than one category,write all categories separating them with hyphen

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)*
03-Feb-23	14-April-23	Yes	7	4	69*
	11-May-23	yes	7	4	26**

* Maximum Gap from Feb 03 to April 14 and from April 14 to May 11



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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					
14-April-2023*	Yes	5	4	02-Feb-23	70
10-May-2023**					25
b) Risk Management Committee					
-	-	-	-	09-Mar-23	-
c) Nomination and Remuneration & Compensation Committee					
11-May-23	Yes	5	4	22-March-2023***	49
d)Stakeholders Relationship Company					
10-May-23	yes	3	2	-	-

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 02nd Feb, 2023 to 14th April, 2023

**Maximum gap between two Committee meetings i.e from 14th April, 2023 to 10th May, 2023

***Maximum gap between two Committee meetings i.e from to 22nd March, 2023 to 11nd May, 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	Yes

Note

1. 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.

2.If status is "NO" details of non-Compliance may be given here.

Signature:

Name

Designation

Date :

V V Naresh
Company Secretary &
Compliance Officer



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.

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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

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