

**INTELLECT /SEC/2021-22**

**October 11, 2021**

**National Stock Exchange of India Ltd.,  
Exchange Plaza, 5th Floor, Plot No. /1, G Block,  
BandraKurla Complex,  
Bandra (E), Mumbai – 400051**

**INTELLECT**

**BSE Ltd.  
1" Floor, New Trade Ring, Rotunda Building, PJ Towers,  
Dalal Street, Fort,  
Mumbai - 400 001.**

**538835**

**Dear Sirs,**

**Sub-Corporate Governance report for the quarter ended September 30, 2021**

Kindly find the enclosed copy of Corporate Governance report for the quarter ended September 30, 2021 in accordance with Regulation 27 of SEBI(Listing Obligations and Disclosure Requirements), 2015.

Thanking you,

**Yours Truly**

**For Intellect Design Arena Ltd**



**V V Naresh**

**Company Secretary and Compliance officer**

**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  
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1.Name of Listed entity  
2.Quarter endingINTELLECT DESIGN ARENA LIMITED  
30-Sep-21

## 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 entity(Refer Regulation 17A(1))	Number of Memberships in Audit/Stakeholder Committee(s) including this listed entity(Refer Regulation 24(1) of Listing Regulations)	No of post of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity(Refer Regulation 24(1) of Listing Regulations)
Mr.	Arun Jain	AAMPW000E	580919	Chairperson	30-08-2014	21/08/2019*	NA		30-12-1959	1	-	0	0
Mr.	Anil Kumar Verma	AMDPV2569N	1957168	Executive	30-09-2014	21-08-2021**	NA		07-05-1955	1	-	2	0
Mr.	Arun Shekhar Aran	AAAPA1921B	11335	Independent	03-05-2016	21/08/2019**	NA	96 months	30-04-1959	1	1	2	1
Ms.	Vijaya Sampath	AHEP5652M	09641119	Independent	21-10-2018	-	NA	60 months	26-05-1953	7	7	4	1
Mr.	Andrew Ralph England	AECPE1388M	08211307	Non-Executive	21-10-2018	-	NA		06-07-1957	1	-	0	0
Mr.	Abhay Gupte	ACZPA1640M	389288	Independent	15-06-2020		NA	60 months	04-05-1961	1	1	2	1

\* Date of re-appointment is August 21, 2020

\*\*Date of re-appointment is 21/08/2021

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

## II.Composition of Committees

Name of Committee	Whether Regular Chairperson appointed	Name of committee members	Category (Chairperson / Executive/ Non-Executive/ Independent/ Nominee)	Date of appointment	Date of cessation
1.Audit Committee	Yes	Arun Shekhar Aran Anil Kumar Verma Abhay Anant Gupte	Independent/ Chairperson Executive Independent	09-08-2016 15-10-2014 02/05/2019	
2.Nomination, Remuneration & Compensation Committee	Yes	Abhay Anant Gupte Mr. Arun Shekhar Aran Vijaya Sampath	Independent / Chairperson Independent Independent	21-08-2020 03/02/2017 15/10/2014	
3.Risk Management Committee	Yes	Mr. Andrew Ralph England Mr. Arun Shekhar Aran Mr. Venkateswarlu Saranu Mr. Milind Ravdiranath Kari	Chairperson / Non-Executive Director Executive Independent Member	02/05/2019 15/10/2014 30/01/2018 21/06/2018	
4.Stakeholders relationship committee	Yes	Abhay Anant Gupte Anil Kumar Verma Mr. Arun Shekhar Aran	Independent/Chairperson Member-Executive Member-Independent	21-08-2020 15/10/2014 30-10-2020	

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

## 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)*
10-May-21	28-Jul-21	Yes	5	2	78

\* Maximum Gap from May 10, 2021 to July 28, 2021

## 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	Yes	3	2	10-May-21	78
b) Stakeholders' Relationship Committee	-	-	-	10-May-21	-
c) Nomination and Remuneration & Compensation Committee	-	-	-	10-May-21	-

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

\*\*Maximum gap between two Committee meetings i.e from May 10, 2021 to July 28, 2021

## 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

## VI.Affirmations

- The composition of Board of directors is in terms of SEBI(Listing obligations and disclosure requirements)Regulations,2015
- The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements)Regulations,2015
  - Audit Committee
  - Nomination/Remuneration Committee
  - Stakeholders relationship committee
  - Risk management committee (applicable to the top 500 listed entities)
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI(Listing obligations and disclosure requirements)Regulations 2015.
- 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

Signature:



Name

V V Nares

Designation

Company Secretary &amp; Compliance Officer

Date :

11-Oct-21

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

Affirmations	Reg No.	Compliance status
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on Website	Reg 46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	Reg 18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general Meeting	Reg 19(3)	Yes
Presence of Chairperson of the Stakeholder Relationship committee at the annual general Meeting	Reg 20(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	yes

Signature:




Name

V V Naresh

Designation

Company Secretary & Compliance Officer

Date :

11-Oct-21