

Intellect/SEC/2022-23

January 12, 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 December 31st, 2022.

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 LIMITED

2.Quarter ending 31-Dec-22

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 Committees (s) Including this listed entity(Ref Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity(Ref 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
Mr.	Anil Kumar Verma	AMDPV2949N	01957168	Executive	30-09-2014	01/02/2021**	NA		05-07-1955	1	-	2	0
Mr.	Arun Shekhar Aran	AAJPA1921B	00015335	Independent	03-05-2016	21/08/2019***	NA	80 months	30-04-1959	1	1	2	1
Ms.	Vijaya Sampath	AHEPS6523K	00641110	Independent	25-10-2018	-	NA	50 months	26-05-1953	6	6	6	0
Mr.	Andrew Ralph England	AECPE1388M	08211307	Non- Executive	25-10-2018	-	NA		06-07-1957	1	-	0	0
Mr.	Abhay Gupte	ACZPA1660M	00389288	Independent	15-06-2020	-	NA	31.5	04-05-1961	1	1	2	1
Mr.	Ambrish Pandey	ADJIP6749B	07068438	Independent	05-05-2022	-	NA	08 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

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 Karl	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

8.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



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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)*
28-Jul-22	28-10-2022	Yes	7	4	91*
	29-Dec-22	yes	7	4	61**

* Maximum Gap from Jul 28 to Oct 28 and from oct

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					
28-Oct-22	Yes	4	3	28-07-2022*	91
29-Dec-22	yes	5	4	28-10-2022**	61
b) Stakeholders' Relationship Committee					
c) Nomination and Remuneration & Compensation Committee					
29-Dec-22	Yes	5	4	08-08-2022***	142

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 28th July, 2022 to 28th Oct,2022

**Maximum gap between two Committee meetings
i.e from 28th oct, 2022 to 29 Dec, 2022

***Maximum gap between two Committee meetings
i.e from to 08th Aug, 2022 to 29th Dec, 2022

V.Related Party Transactions

Subject	Compliance status(Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for	NA
Whether details of RPT entered into pursuant to	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

V V Naresh

Designation

Company Secretary & Compliance Officer

Date :



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
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



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