

Intellect/SEC/2018-19

January 07, 2019

1. **The National Stock Exchange of India Ltd.,**
Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra Kurla
Complex,
Bandra (E), Mumbai – 400 051.

Scrip Code :
INTELLECT

2. **The BSE Ltd.**
1st Floor, New Trade Ring, Rotunda Building, PJ Towers,
Dalal Street, Fort, Mumbai – 400 001.

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 31, 2018.

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: +91-44-3987 4000 | Fax: +91-44-3987 4123
Corporate Headquarters: SIPCOT IT Park Siruseri, Chennai - 600 130, India. | Ph: +91-44-3341 8000
www.intellectdesign.com

INTELLECT DESIGN ARENA LIMITED
CIN : L72900TN2011PLC080183

CORPORATE GOVERNANCE REPORT

1.Name of Listed entity INTELLECT DESIGN ARENA LIMITED
2.Quarter ending 31st December, 2018

I.Composition of Board of Directors

Title(Mr./Ms)	Name of the Director	PAN	DIN	Category (Chairperson / Executive / Non-Executive/ Independent/ Nominee)	Date of Appointment In the current term/ cessation	Tenure*	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of Memberships in Audit/Stakeholder Committee(s) including this listed entity(RefRegulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/Stakeholder Committee held in this listed entity(Ref Regulation 26(1)of Listing regulations)
Mr.	Arun Jain	AAHPJ6020E	00580919	Chairperson	21/08/2017**		1	0	0
Mr.	Anil Kumar Verma	AMDPU2949N	01957168	Executive	01/02/2018***		1	2	0
Ms.	Aruna Krishnamurthy Rao	AAANPR4548K	05986715	Independent	21/08/2017**	3 years	1	2	0
Mr.	Arun Shekhar Aran	AAJFA1921B	00015335	Independent	21/07/2016	3 years	1	0	1
Mr.	V.Balaraman	AAAPB329D	00267829	Independent	21/08/2017**	2 years	2	4	1
Ms.	Vijaya Sampath	AHFP6523K	00641110	Independent	25/10/2018	9 months****	6	2	2
Mr.	Andrew Ralph England	Not Applicable	08211307	Non- Executive	25/10/2018	9 months****	1	0	0

*SPAN number of any director would not be displayed on the website of Stock Exchange

&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

**To be filled only for Independent Director.Tenure would mean total period from which Independent director is serving on Board of Directors of the listed entity in continuity without any cooling off period.

*** Appointed for the second term at the Annual General Meeting held on 21st August, 2017.

**** Appointed for the second term at the Annual General Meeting held on 23rd August, 2018.

***** Till the ensuing Annual General Meeting.

II.Composition of Committees

Name of Committee	Name of committee members	Category (Chairperson / Executive/ Non-Executive/ Independent/ Nominee)
1.Audit Committee	Arun Shekhar Aran	Independent/ Chairperson
	Aruna Krishnamurthy Rao	Independent
	V.Balaraman	Independent
	Anil Kumar Verma	Executive
2.Nomination, Remuneration & Compensation Committee	V Balaraman	Independent / Chairperson
	Aruna Krishnamurthy Rao	Independent
	Mr. Arun Shekhar Aran	Independent
	Arun Jain	Executive
3.Risk Management Committee	Not applicable	
4.Stakeholders relationship committee	V Balaraman	Independent / Chairperson
	Aruna Krishnamurthy Rao	Independent
	Anil Kumar Verma	Executive

&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	Maximum gap between any two consecutive(in number of days)
25th July, 2018 06th September, 2018	25th October, 2018	*48

* Maximum Gap from 06th September, 2018 till 25th October, 2018

IV.Meeting of Committees

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
a) Audit Committee			
	25th October, 2018	Yes	25th July, 2018 91**
b) Stakeholders' Relationship Committee			
	25th October, 2018	Yes	25th July, 2018 91**
c) Nomination and Remuneration & Compensation Committee			
	14th October, 2018 25th October, 2018	Yes Yes	25th July, 2018 80***

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

** Maximum Gap from 25th July, 2018 till 25th October, 2018

*** Maximum Gap from 25th July, 2018 till 14th October, 2018



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V. Related Party Transactions

Subject	Compliance status(Yes/No/NA)
Whether prior approval of audit committee obtained	NA
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.

VI. Affirmations

1.The composition of Board of directors is in terms of SEBI(Listing obligations and disclosure requirements)Regulations,2015 2.The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements)Regulations 2015.
 2.The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements)Regulations,2015
 a.Audit Committee
 b.Nomination&Remuneration Committee
 c.Stakeholders relationship committee
 d.Risk management committee(applicable to the top 100 listed entities)
 3.The committee members have been made aware of their powers,role and responsibilities as specified in SEBI(Listing obligations and disclosure requirements)Regulations 2015.
 4.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
 5.This report and/or the report submitted in the previous quarter has been placed before Board of Directors.Any Comments/Observations/Advice of Board of directors may be mentioned here:

Signature:



Name

V V Nares

Designation

Company Secretary & Compliance Officer

Date :

7-Jan-19

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.

