

## ANNEXURE I

### Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity     **- Hinduja Global Solutions Limited**
2. Quarter ending             **- 30-Sep-2021**

#### i. Composition of Board of Director

Title Mr./ Ms	Name of the Director	DIN	PAN	Category (Chairperson /Executive/Non- Executive/ Independent/ Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	Whether special resolution passed?	Date of passing special resolution	No. of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Membership in Committees of the Company	Remarks
Mr.	Yashodhan Madhusudhan Kale	00013782	AACP2414N	C & NED		21-Sep-2016	23-Sep-2021			04-Nov-1947	Yes	23-Sep-2021	1	0	1	0	AC,NRC	*
Mr.	Anil Harish	00001685	AAAPH8876M	ID		29-Sep-2015	29-Sep-2020		73	19-Mar-1954	NA		3	3	4	4	AC,NRC	
Ms.	Bhumika Batra	03502004	AKVPB1516H	ID		04-Sep-2019	04-Sep-2019		25	11-Aug-1981	NA		6	6	10	4	AC,SC,RC, NRC	
Mr.	Sudhanshu Kumar Tripathi	06431686	AAYPT9685J	NED		30-Sep-2019	30-Sep-2019			07-Jun-1959	NA		3	0	7	1	SC,RC,NRC	
Mr.	Ganesh Natarajan	00176393	ABIPN8439R	ID		30-Sep-2019	30-Sep-2019		24	18-Jan-1957	NA		3	3	6	1	AC,SC	
Mr.	Partha DeSarkar	00761144	ABUPS5813L	ED		04-Sep-2019	04-Sep-2019			17-May-1963	NA		1	0	1	0	SC,RC	

Company Remarks *	Mr. YM Kale, retired by rotation and was re-appointed as Non-Executive & Non-Independent Director at 26th AGM on 23.9.2021. As per Regulation 17(1A) of the SEBI LODR, Special Resolution was passed at 26th AGM on 23.9.2021, for continuation of Mr. YM Kale as a Non-Executive Non-Independent Director beyond November 4, 2022 (wherein he would be attaining the age of 75 years).
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

**ii. Composition of Committees**

**a. Audit Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Anil Harish	ID	Chairperson	05-Nov-2015	
2	Yashodhan Madhusudhan Kale	C & NED	Member	30-Sep-2019	
3	Bhumika Batra	ID	Member	30-Sep-2019	
4	Ganesh Natarajan	ID	Member	30-Sep-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**b. Stakeholders Relationship Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Bhumika Batra	ID	Chairperson	30-Sep-2019	
2	Partha DeSarkar	ED	Member	30-Sep-2019	
3	Sudhanshu Kumar Tripathi	NED	Member	30-Sep-2019	
4	Ganesh Natarajan	ID	Member	30-Sep-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**c. Risk Management Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Bhumika Batra	ID	Chairperson	18-Jun-2021	
2	Sudhanshu Kumar Tripathi	NED	Member	18-Jun-2021	
3	Partha DeSarkar	ED	Member	18-Jun-2021	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**d. Nomination and Remuneration Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Anil Harish	ID	Chairperson	05-Nov-2015	
2	Yashodhan Madhusudhan Kale	C & NED	Member	30-Sep-2019	
3	Bhumika Batra	ID	Member	30-Sep-2019	
4	Sudhanshu Kumar Tripathi	NED	Member	30-Sep-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**iii. Meeting of Board of Directors**

<b>Date(s) of Meeting (if any) in the previous quarter</b>	<b>Date(s) of Meeting (if any) in the relevant quarter</b>	<b>Whether requirement of Quorum met</b>	<b>Number of Directors present</b>	<b>Number of Independent Directors present</b>
22-May-2021	09-Aug-2021	Yes	3	2
18-Jun-2021	18-Aug-2021	Yes	3	3

Company Remarks	
Maximum gap between any two consecutive (in number of days)	51

**iv. Meeting of Committees**

<b>Name of the Committee</b>	<b>Date(s) of meeting during of the committee in the previous quarter</b>	<b>Date(s) of meeting of the committee in the relevant quarter</b>	<b>Whether requirement of Quorum met (Yes/No)</b>	<b>Number of Directors present</b>	<b>Number of independent directors present</b>
Audit Committee	10-Apr-2021		Yes	1	3
Audit Committee	29-May-2021		Yes	1	3
Stakeholders Relationship Committee	09-Jun-2021		Yes	2	2
Audit Committee	18-Jun-2021		Yes	1	3
Audit Committee		03-Jul-2021	Yes	1	3

Nomination & Remuneration Committee		05-Aug-2021	Yes	2	1
Audit Committee		09-Aug-2021	Yes	1	2
Audit Committee		09-Aug-2021	Yes	1	2
Audit Committee		27-Aug-2021	Yes	1	2

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	36

**v. Related Party Transactions**

<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>	<i>Remark</i>
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Not Applicable	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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**VI. Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
  - a. Audit Committee - **Yes**
  - b. Nomination & remuneration committee - **Yes**
  - c. Stakeholders relationship committee - **Yes**
  - d. Risk management committee (applicable to the top 100 listed entities) - **Yes**
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. - **Yes**
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.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**  
 b. Any comments/observations/advice of Board of Directors may be mentioned here:

**Name :** Narendra Singh  
**Designation :** Company Secretary & Compliance Officer

### ANNEXURE III

#### Affirmations

<b><i>Broad Heading</i></b>	<b><i>Regulation Number</i></b>	<b><i>Compliance Status</i></b>	<b><i>Company Remark</i></b>
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Note:

**Name** : **Narendra Singh**  
**Designation** : **Company Secretary & Compliance Officer**

## ANNEXURE IV

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

Aggregate amount advanced during six months				Balance outstanding at the end of six months			
<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>	<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>
19000	28950	0	0	16000	22950	0	0

**(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 amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
<i>Promoter or any other entity controlled by them</i>	0	0	0
<i>Promoter Group or any other entity controlled by them</i>	0	0	0
<i>Directors (including relatives) or any other entity controlled by them</i>	0	0	0
<i>KMPs or any other entity controlled by them</i>	0	0	0

**(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 (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
<i>Promoter or any other entity controlled by them</i>	0	0	0
<i>Promoter Group or any other entity controlled by them</i>	0	0	0
<i>Directors (including relatives) or any other entity controlled by them</i>	0	0	0
<i>KMPs or any other entity controlled by them</i>	0	0	0

**(D) If the Listed Entity would like to provide any other information the same may be indicated here**

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Affirmations	
<i>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</i>	
<b>Company Remarks in case of non-compliant status</b>	

<b>Name:</b> Srinivas Palakodeti <b>Designation:</b> Chief Financial Officer  <b>Place:</b> Bangalore <b>Date:</b> 21-Oct-2021
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