

1. Name of Listed Entity: Wendt (India) Limited

2. Quarter ending : 30th September 2022

I. Composition of Board of Directors

Title (Mr./Ms)	Name of the Director	DIN	Category (Chairperson /Executive/Non-Executive/in dependent/ Nominee) *	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure* (In months)	Date of Birth	No of Directorship in listed entities including this listed entity (In Reference to Regulation 17A(1) of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (In Reference to proviso to Regulation 17A(1) of Listing Regulations)	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.	Shrinivas G Shirgurkar	00173944	Non-Executive - Independent Director; Chairman	17-04-2006	24-07-2019	-	98	08-04-1948	1	1	3	1
Mr.	M Lakshminarayan	00064750	Non-Executive - Independent Director	20-03-2018	30-12-2021	-	51	07-09-1946	6	6	7	2
Mr.	N Ananthasheshan	02402921	Non-Executive Non-Independent Director	23-11-2019	24-07-2020	-	NA	14-12-1962	2	0	3	1
Mr.	Rajesh Khanna	06923493	Non-Executive Non-Independent Director	24-07-2018	23-07-2021	22-07-2022	NA	29-10-1960	-	-	-	-
Mr.	Bhagya Chandra Rao	00211127	Non-Executive - Independent Director	22-01-2021	-	-	20	6/3/1956	3	3	5	1
Ms.	Hima Srinivas	07556717	Non-Executive - Independent Director	24-04-2017	24-04-2022	-	65	24-09-1956	1	1	1	0
Mr.	Muthiah Venkatachalam	07045802	Non-Executive Non-Independent Director	02-08-2022	-	-	2	05-10-1987	1	0	1	0

Whether Regular Chairperson appointed - Yes

Whether Chairperson is related to Managing Director or CEO - No

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.

^includes committee memberships & committee chairmanships in unlisted public companies; excludes committee memberships & committee chairmanships in private limited companies, foreign companies and Section 8 companies under the Companies Act, 2013

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	Shrinivas G Shirgurkar	Chairman- Non-Executive - Independent Director	17-04-2016	
		Hima Srinivas	Non-Executive - Independent Director	24-04-2017	
		M Lakshminarayan	Non-Executive - Independent Director	20-03-2018	
		N Ananthasheshan	Non-Executive-Non-Independent Director	23-11-2019	
		Bhagya Chandra Rao	Non-Executive - Independent Director	22-01-2021	
2. Nomination & Remuneration Committee	Yes	M Lakshminarayan	Chairman- Non-Executive - Independent Director	25-04-2018	
		N Ananthasheshan	Non-Executive Non - Independent Director	23-11-2019	
		Shrinivas G Shirgurkar	Non-Executive - Independent Director	19-04-2014	
		Bhagya Chandra Rao	Non-Executive - Independent Director	22-01-2021	
3. Stakeholders Relationship Committee	Yes	N Ananthasheshan	Chairman-Non-Executive - Non-Independent Director	23-11-2019	
		Rajesh Khanna	Non-Executive-Non-Independent Director	23-01-2019	22-07-2022
		Muthiah Venkatachalam	Non-Executive-Non-Independent Director	02-08-2022	
		Bhagya Chandra Rao	Non-Executive - Independent Director	22-01-2021	
4. Corporate Social Responsibility Committee	Yes	Hima Srinivas	Chairman-Non-Executive - Independent Director	25-04-2018	
		N Ananthasheshan	Non-Executive - Non-Independent Director	23-11-2019	
		Shrinivas G Shirgurkar	Non-Executive - Independent Director	20-03-2019	
		Bhagya Chandra Rao	Non-Executive - Independent Director	22-01-2021	
5. Risk Management Committee	Yes	Bhagya Chandra Rao	Chairman-Non-Executive - Independent Director	23-07-2021	
		M Lakshminarayan	Non-Executive - Independent Director	23-07-2021	
		N Ananthasheshan	Non-Executive-Non-Independent Director	23-07-2021	
* - 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*	Number of Directors present*	Number of Independent Directors present*	Maximum gap between any two consecutive meetings (in number of days)
22-04-2022	22-07-2022	Yes	6	4	90
	02-08-2022	Yes	6	4	10
*to be filled in only for the current quarter meetings					
IV. Meeting of Committees					
1. Audit Committee					
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met(details)*	Number of Directors present*	Number of Independent Directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)*
22-07-2022	Yes (All Five members were present)	5	4	22-04-2022	90
2. Corporate Social Responsibility Committee					
-		-	-	22-04-2022	NA
3. Nomination & Remuneration Committee					
22-07-2022	Yes (All Four members were present)	4	3	22-04-2022	90
4. Stakeholders Relationship Committee					
22-07-2022	Yes (All three members were present)	3	1	22-04-2022	90
5. Risk Management Committee					
22-07-2022	Yes (All three members were present)	3	2	-	-
* This information has to be mandatorily be given for audit committee, for rest of the committees, giving this information is optional.					
**to be filled in only for the current quarter meetings					

V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA) <small>refer note below</small>
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
<p>Note</p> <p>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.</p> <p>2. If status is "No" details of non-compliance may be given here.</p>	
VI. Affirmations	
<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015</p> <ol style="list-style-type: none"> <li>Audit Committee</li> <li>Nomination &amp; remuneration committee</li> <li>Stakeholders relationship committee</li> <li>Risk management committee</li> </ol> <p>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.</p> <p>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.</p> <p>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: The Corporate Governance Report for the quarter ended 30th June 2022 was placed before the Board at its meeting held on 22nd July 2022. This report will be placed at the Board meeting to be held on 19th October 2022.</p>	
Name & Designation	
<p>Sd/- Arjun Raj P Company Secretary / Compliance Officer / <del>Managing Director</del> / CEO / CFO</p>	
<p>Date: 12th October 2022</p> <p>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.</p>	

## Annexure 1

VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
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 <b>a. Audit Committee</b>	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>b. Nomination &amp; remuneration committee</b>	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>c. Stakeholders relationship committee</b>	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>d. Risk management committee (applicable to the top 1000 listed entities)</b>	Yes
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

**Annexure II**

<b>III. Affirmations</b>				
<b>Sr</b>	<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)</b>	<b>If status is "No" details of non-compliance may be given here.</b>
1	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	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

**ADDITIONAL HALF YEARLY DISCLOSURE****Applicability of disclosure  
(Yes/No)**

Yes

**Reason for Non Applicability**

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**I. Disclosure of Loans/ guarantees/comfort letters /securities etc. (refer note below)****(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:**

<b>Entity</b>	<b>Aggregate amount advanced during six months</b>	<b>Balance outstanding at the end of six months</b>
Promoter or any other entity controlled by them	-	-
Promoter Group or any other entity controlled by them	-	-
Directors (including relatives) or any other entity controlled by them	-	-
KMPs or any other entity controlled by them	-	-

**(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)
Promoter or any other entity controlled by them	-	-	-
Promoter Group or any other entity controlled by them	-	-	-
Directors (including relatives) or any other entity controlled by them	-	-	-
KMPs or any other entity controlled by them	-	-	-

**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
Promoter or any other entity controlled by them	-	-	-
Promoter Group or any other entity controlled by them	-	-	-

Directors (including relatives) or any other entity controlled by them	-	-	-
KMPs or any other entity controlled by them	-	-	-

<b>II. Affirmations:</b>
<b>Note:</b>
<b>Name &amp; Designation</b> <b>Sd/-</b> <b>Mukesh Kumar Hamirwasia</b> <b>Chief Financial officer</b> <b>Date: 12th October 2022</b>