

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

2. Quarter ending : 30th September 2024

I. Composition of Board of Directors

Title (Mr./Ms)	Name of the Director	DIN	Category (Chairperson /Executive/Non-Executive/Independent/Non minee) &	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 Govindrao Shirgurkar	00173944	Non-Executive - Independent Director; Chairman	24-07-2014	24-07-2019	23-07-2024	120.00	08-04-1948	0	0	0	0
Mr.	Bhagya Chandra Rao	00211127	Non-Executive - Independent Director; Chairman	22-01-2021	23-07-2021	-	44.1	03-06-1956	4	4	6	3
Ms.	Hima Srinivas Cherla	07556717	Non-Executive - Independent Director	24-04-2017	24-04-2022	-	89.08	24-09-1956	1	1	1	0
Mr.	Murugappa Venkatachalam Muthiah	07045802	Non-Executive Non-Independent Director	02-08-2022	29-09-2022	-	NA	05-10-1987	1	0	1	0
Mr.	Lakshminarayanan Ramkumar	00090089	Non-Executive - Independent Director	24-07-2024	24-07-2024	-	2.07	09-04-1956	3	4	5	3
Mr.	Sridharan Rangarajan	01814413	Non-Executive Non-Independent Director	19-10-2023	15-12-2023	-	NA	16-03-1966	4	0	6	1
Mr.	Ninad Mukund Gadgil	08707884	Executive Director & CEO	06-05-2024	-	-	NA	13-02-1971	1	0	0	0
	Whether Regular Chairperson appointed - Yes											
	Whether Chairperson is related to Managing Director or CEO - No											
	\$PAN number of any director would not be displayed on the website of Stock Exchange											

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 Govindrao Shirgurkar	Chairman- Non-Executive - Independent Director	17-04-2016	23-07-2024
		Ramkumar Lakshminarayanan	Chairman- Non-Executive - Independent Director	24-07-2024	
		Hima Srinivas Cherla	Non-Executive - Independent Director	24-04-2017	
		Bhagya Chandra Rao	Non-Executive - Independent Director	22-01-2021	
		Sridharan Rangarajan	Non-Executive-Non-Independent Director	19-10-2023	
2. Nomination & Remuneration Committee	Yes	Ramkumar Lakshminarayanan	Chairman - Non-Executive - Independent Director	24-07-2024	
		Bhagya Chandra Rao	Chairman- Non-Executive - Independent Director	22-01-2021	
		Shrinivas Govindrao Shirgurkar	Non-Executive - Independent Director	19-04-2014	23-07-2024
		Sridharan Rangarajan	Non-Executive-Non-Independent Director	19-10-2023	
3. Stakeholders Relationship Committee	Yes	Sridharan Rangarajan	Chairman- Non-Executive-Non-Independent Director	19-10-2023	
		Murugappa Venkatachalam Muthiah	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 Cherla	Chairperson-Non-Executive - Independent Director	25-04-2018	
		Sridharan Rangarajan	Non-Executive-Non-Independent Director	19-10-2023	
		Shrinivas Govindrao Shirgurkar	Non-Executive - Independent Director	20-03-2019	23-07-2024
		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	
		Sridharan Rangarajan	Non-Executive-Non-Independent Director	01-12-2023	
		Ninad Mukund Gadgil	Executive Director & CEO	06-05-2024	
* - 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)
25-04-2024	22-07-2024	Yes	6	3	27
03-05-2024					
24-06-2024					
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)*
22-07-2024	Yes ( All the Four members were present)	4	3	25-04-2024	87
2. Corporate Social Responsibility Committee					
-	-	-	-	25-04-2024	
3. Nomination & Remuneration Committee					
22-07-2024	Yes ( All the Three members were present)	3	2	25-04-2024	27
21-08-2024	Yes ( All the Three members were present)	3	2	03-05-2024	29
				24-06-2024	
4. Stakeholders Relationship Committee					
22-07-2024	Yes (All the Three members were present)	3	1	25-04-2024	87
5. Risk Management Committee					
-	-	-	-	25-04-2024	

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

<b>V. Related Party Transactions</b>	
<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b> <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>	
<b>VI. Affirmations</b>	
<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> <p>a. Audit Committee</p> <p>b. Nomination &amp; remuneration committee</p> <p>c. Stakeholders relationship committee</p> <p>d. Risk management committee</p> <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:</p> <p>The Corporate Governance Report for the quarter ended 30th June 2024 was placed before the Board at its meeting held on 22nd July 2024. This report will be placed at the Board meeting to be held on 21st Oct 2024</p>	
<b>VI. Cyber Security Incidence</b>	
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No
Date of the event	-
Brief details of the event	-
<b>Name &amp; Designation</b>	
<p><b>Sd/-</b>  <b>Arjun Raj P</b>  <b>Company Secretary / Compliance Officer / <del>Managing Director</del> / <del>CEO</del> / <del>CFO</del></b></p>	
<b>Date: 14th Oct 2024</b>	
<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 I

## VI. Affirmations

Sr	Subject	Compliance
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

**ADDITIONAL HALF YEARLY DISCLOSURE**

<b>Applicability of disclosure (Yes/No)</b>	Yes
<b>Reason for Non Applicability</b>	-

**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:**

<b>Entity</b>	<b>Type (guarantee, comfort letter etc.)</b>	<b>Aggregate amount of issuance during six months</b>	<b>Balance outstanding at the end of six</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	-	-	-

**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:**

<b>Entity</b>	<b>Type of security (cash, shares etc.)</b>	<b>Aggregate value of security provided 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	-	-	-

**II. 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 - NA

**Note:**

1. These disclosures shall exclude any loan (or other form of debt), guarantee /comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;
  - a) by a government company to/for the Government or government company
  - b) by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.
  - c) by a banking company or an insurance company; and
  - d) by the listed entity to its employees or directors as a part of the service conditions.
2. If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table.

**Name & Designation**

**Sd/-**

**Mukesh Kumar Hamirwasia**  
**Chief Financial officer**

**Date: 14 October 2024**

**Annexure II****III. Affirmations**

<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	