

Pitti Engineering Limited  
 Corporate Governance Report  
 Quarter Ending: September 2020

Title	Name of the Director & DIN	Category	Initial Date of Appointment	Date of Appointment in Current Term (Date of Re-appointment)	Date of cessation	Tenure of Director (in months)	Date of Birth	No of Directorship in listed entities including this listed entity	No of Independent Directors hip in listed entities including this listed entity	Number 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
Mr	Sharad B Pitti 00078716	Executive Director, Chairperson related to Promoter	17 Sep 1983	01 May 2017	-	-	11 Jul 1957	1	0	0	0
Mr	Akshay S Pitti 00078760	Executive Director	14 Oct 2004	14 Oct 2019	-	-	28 Oct 1985	1	0	0	0
Mr	Gummalla Vijaya Kumar 00780356	Non-Executive - Independent Director	22 Sep 2014	22 Sep 2019	-	72	23 Oct 1955	1	1	1	0
Mr	N R Ganti 00021592	Non-Executive - Independent Director	22 Sep 2014	22 Sep 2019	-	72	14 May 1949	1	1	2	0
Mr	M Gopalakrishna 00088454	Non-Executive - Independent Director	22 Sep 2014	22 Sep 2019	-	72	12 Jan 1939	5	5	9	2
Ms	Gayathri Ramachandran 02872723	Non-Executive - Independent Director	22 Sep 2014	22 Sep 2019	-	72	27 Sep 1948	4	4	7	2
Mr	S Thiagarajan 02721001	Non-Executive - Independent Director	24 Apr 2015	24 Apr 2020	-	65	30 Dec 1954	1	1	2	1



*For*

Composition of Committee

Audit Committee				
Name of Committee members	Category	Date of Appointment	Date of Cessation	Remarks
S Thiagarajan	Non-Executive - Independent Director, Chairperson	24 Apr 2015	-	
N R Ganti	Non-Executive - Independent Director, Member	26 May 2010	-	
Gummalla Vijaya Kumar	Non-Executive - Independent Director, Member	30 Mar 2015	-	

Nomination and remuneration committee				
Name of Committee members	Category	Date of Appointment	Date of Cessation	Remarks
M Gopalakrishna	Non-Executive - Independent Director, Chairperson	07 Nov 2019	-	
Gayathri Ramachandran	Non-Executive - Independent Director, Member	07 Nov 2019	-	
Gummalla Vijaya Kumar	Non-Executive - Independent Director, Member	13 Nov 2015	-	



*Sanjay*

Stakeholders Relationship Committee				
Name of Committee members	Category	Date of Appointment	Date of Cessation	Remarks
Gayathri Ramachandran	Non-Executive - Independent Director, Chairperson	12 Feb 2016	-	Ms.Gayathri Ramachandran is member of Stakeholders Relationship Committee since 12 Feb 2016 and was appointed as Chairman on 07 Nov 2019.
M Gopalakrishna	Non-Executive - Independent Director, Member	07 Nov 2019	-	
N R Ganti	Non-Executive - Independent Director, Member	16 Oct 2002	-	
S Thiagarajan	Non-Executive - Independent Director, Member	07 Nov 2019	-	

Corporate Social Responsibility Committee				
Name of Committee members	Category	Date of Appointment	Date of Cessation	Remarks
Sharad B Pitti	Executive Director, Chairperson	03 Nov 2014		-
Akshay S Pitti	Executive Director, Member	26 May 2014		-
Gummalla Vijaya Kumar	Non-Executive - Independent Director, Member	26 May 2014		-



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 meeting (in number of days)	Whether requirement of Quorum met (Yes/No)	Number of Directors present	No. of Independent Directors attending the meeting
25 Jun 2020	-	-	Yes	6	5
-	12 Aug 2020	47	Yes	7	5

Meeting of Committees

Name of Committee	Date(s) of meeting of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Maximum gap between any two consecutive meetings (in number of days)	Whether requirement of Quorum met (details)	Number of Directors present	No. of Independent Directors attending the meeting
Audit Committee	25 Jun 2020	-	-	Yes	3	3
	-	12 Aug 2020	47	Yes	3	3
Nomination and remuneration committee	24 Jun 2020	-	-	Yes	3	3
	-	4-Aug-2020	40	Yes	3	3



Related Party Transactions

Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance
Whether prior approval of audit committee obtained	Yes	-
Whether shareholder approval obtained for material RPT	Yes	-
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by audit committee	Yes	-

Affirmations

Subject	Compliance status (Yes/No)
The composition of board of directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of audit committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the nomination and remuneration committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the stakeholders relationship committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the risk management committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	NA
The committee members have been made aware of their powers, role and responsibilities as specified in of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The meetings of the board of directors and the above committees have been conducted in the manner as specified SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
This report and/or the report submitted in the previous quarter has been placed before board of directors	Yes

Place Hyderabad  
Date: 14 October 2020



*Mary Monica Braganza*  
Mary Monica Braganza  
Company Secretary & Compliance Officer

## Annexure III

III. Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
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	
Any other information to be provided				

Place Hyderabad  
Date: 14 October 2020



*Mary Mopica Braganza*  
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Company Secretary & Compliance Officer