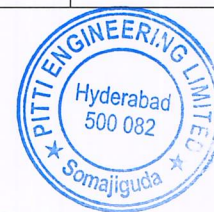


Pitti Engineering Limited  
 Corporate Governance Report  
 Quarter Ending: 31<sup>st</sup> December 2024

Title	Name of the Director & DIN	Category	Whether the director is disqualified?	Current status	Whether special resolution passed? [refer reg. 17(1a) of listing regulations]	Date of passing special resolution	Initial date of appointment	Date of re-appointment	Date of cessation	Reason for Cessation	Tenure (months)	No. of directorship in listed entities including this listed entity	No. of independent directorship 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 Badrivishal Pitti 00078716	Chairperson Related To Promoters, Executive Director	No	Active	NA	-	17-Sep-1983	01-May-2022	-	-	-	1	0	0	0
Mr.	Akshay Sharad Pitti 00078760	Executive Director, CEO-MD	No	Active	NA	-	14-Oct-2004	15-May-2024	-	-	-	1	0	0	0
Mr.	Swaminathan Thiagarajan 02721001	Independent Director	No	Active	NA	-	24-Apr-2015	24-Apr-2020	-	-	116	1	1	1	1
Mr.	Yogender Bahadur Sahgal 01622420	Independent Director	No	Active	NA	-	09-Nov-2023	09-Nov-2023	-	-	13.22	1	1	2	0
Mr.	Vinod Kumar Nagururu 00121111	Independent Director	No	Active	Yes	20-Sep-2024	14-Aug-2024	14-Aug-2024	-	-	4.18	1	1	2	0
Mrs	Kemisha Soni 06805708	Independent Director	No	Active	NA	-	14-Aug-2024	14-Aug-2024	-	-	4.18	3	3	5	4
Mrs	Priti Paras Savla 00662996	Independent Director	No	Active	NA	-	14-Aug-2024	14-Aug-2024	-	-	4.18	3	3	5	2



*Sania*

**Composition of Committee**

**Audit Committee**

Whether the Audit committee has a regular Chairperson				Yes		
Sl. No.	DIN	Name of Committee members	Category	Date of Appointment	Date of Cessation	Remarks
1	02721001	Swaminathan Thiagarajan	Non-Executive - Independent Director, Chairperson	24 Apr 2015	-	-
4	00121111	Vinod Kumar Nagururu	Non-Executive - Independent Director, Member	21 Sep 2024	-	-
5	00662996	Priti Paras Savla	Non-Executive - Independent Director, Member	21 Sep 2024	-	-
6	01622420	Yogender Bahadur Sahgal	Non-Executive - Independent Director, Member	21 Sep 2024	-	-

**Nomination and remuneration committee**

Whether the Nomination and Remuneration Committee has a regular Chairperson				Yes		
Sl. No.	DIN	Name of Committee members	Category	Date of Appointment	Date of Cessation	Remarks
1	02721001	Swaminathan Thiagarajan	Non-Executive - Independent Director, Chairperson	21 Sep 2024	-	
2	00121111	Vinod Kumar Nagururu	Non-Executive - Independent Director, Member	21 Sep 2024	-	
3	06805708	Kemisha Soni	Non-Executive - Independent Director, Member	21 Sep 2024	-	



*[Handwritten signature]*

**Risk Management Committee**

Whether the Risk Management Committee has a regular Chairperson						Yes
Sl. No.	DIN	Name of Committee members	Category	Date of Appointment	Date of Cessation	Remarks
1	00662996	Priti Paras Savla	Non-Executive - Independent Director, Chairperson	21 Sep 2024	-	-
2	00078760	Akshay Sharad Pitti	Executive Director, Member	23 May 2022	-	-
3	99999999	Sandip Agarwala	COO-Motor & Generator Components Business	23 May 2022	-	Shri Sandip Agarwala is a member of the Risk Management Committee and holds the position as COO - Motor & Generator Components Business in the Company

**Stakeholders Relationship Committee**

Whether the Stakeholders Relationship Committee has a regular Chairperson					Yes	
Sl. No.	DIN	Name of Committee members	Category	Date of Appointment	Date of Cessation	Remarks
1	06805708	Kemisha Soni	Non-Executive - Independent Director, Chairperson	21 Sep 2024		
2	01622420	Yogender Bahadur Sahgal	Non-Executive - Independent Director, Member	21 Sep 2024		
3	00121111	Vinod Kumar Nagururu	Non-Executive - Independent Director, Member	21 Sep 2024		

**Corporate Social Responsibility Committee**

Whether the Corporate Social Responsibility Committee has a regular Chairperson					Yes	
Sl. No.	DIN	Name of Committee members	Category	Date of Appointment	Date of Cessation	Remarks
1	00078716	Sharad Badrivishal Pitti	Executive Director, Chairperson	03 Nov 2014	-	-
2	00078760	Akshay Sharad Pitti	Executive Director, Member	26 May 2014	-	-
4	01622420	Yogender Bahadur Sahgal	Non-Executive - Independent Director, Member	21 Sep 2024	-	



*P. Pitti*

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)	Total Number of Directors as on date of the meeting	Number of Directors present (All Directors including Independent Directors)	No. of Independent Directors attending the meeting
25-07-2024	-	-	Yes	8	8	6
14-08-2024	-	19	Yes	11	11	9
-	24-10-2024	70	Yes	7	6	4
-	13-11-2024	19	Yes	7	6	4

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)	Total number of Directors in the committee as on date of the meeting	Number of Directors present (All Directors including Independent Director)	No. of Independent Directors attending the meeting	No of members attending the meeting (other than Board of Directors)
Audit Committee	25-Jul-2024	-	-	Yes	3	3	3	-
	14-Aug-2024	-	-	Yes	3	3	3	-
	-	24-10-2024	70	Yes	4	3	3	-
	-	13-11-2024	19	Yes	4	3	3	-

Related Party Transactions

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



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**Annexure - I**

Sl. No.	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 audit committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
3	The composition of the nomination and remuneration committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
4	The composition of the stakeholders relationship committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
5	The composition of the risk management committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before board of directors	Yes

**Details of Cyber security incidence**

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
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Place Hyderabad  
Date: 17<sup>th</sup> January 2025



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