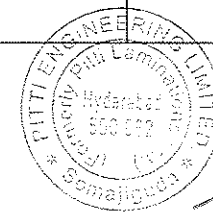


Pitti Engineering Limited  
Corporate Governance Report  
Quarter Ending: 31<sup>st</sup> December 2021

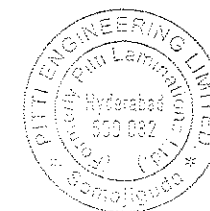
| Title | Name of the Director & DIN        | Category  | Initial Date of Appointment | Date of Appointment in Current Term (Date of Re-appointment) | Date of cessation | Tenure of Director (in months) | No of Directorship in listed entities including this listed entity | No of Independent Directors 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<br>00078716        | Executive Director, Chairperson related to Promoter | 17 Sep 1983                 | 01 May 2017  | -                 | -                              | 1  | 0   | 0   | 0  |
| Mr    | Akshay S Pitti<br>00078760        | Executive Director                                  | 14 Oct 2004                 | 14 Oct 2019  | -                 | -                              | 1  | 0   | 0   | 0  |
| Mr    | Gummalla Vijaya Kumar<br>00780356 | Non-Executive - Independent Director                | 22 Sep 2014                 | 22 Sep 2019  | -                 | 87                             | 1  | 1   | 1   | 0  |
| Mr    | N R Ganti<br>00021592             | Non-Executive - Independent Director                | 22 Sep 2014                 | 22 Sep 2019  | -                 | 87                             | 1  | 1   | 2   | 0  |
| Mr    | M Gopalakrishna<br>00088454       | Non-Executive - Independent Director                | 22 Sep 2014                 | 22 Sep 2019  | -                 | 87                             | 5  | 5   | 9   | 2  |
| Ms    | Gayathri Ramachandran<br>02872723 | Non-Executive - Independent Director                | 22 Sep 2014                 | 22 Sep 2019  | -                 | 87                             | 1  | 1   | 1   | 1  |
| Mr    | S Thiagarajan<br>02721001         | Non-Executive - Independent Director                | 24 Apr 2015                 | 24 Apr 2020  | -                 | 80                             | 1  | 1   | 2   | 1  |



**Composition of Committee**

| <b>Audit Committee</b>           |   |                            |                          |                |
|----------------------------------|---|----------------------------|--------------------------|----------------|
| <b>Name of Committee members</b> | <b>Category</b>                                   | <b>Date of Appointment</b> | <b>Date of Cessation</b> | <b>Remarks</b> |
| 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                | -                        |                |

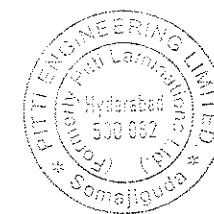
| <b>Nomination and remuneration committee</b> |   |                            |                          |                |
|--|---|----------------------------|--------------------------|----------------|
| <b>Name of Committee members</b>             | <b>Category</b>                                   | <b>Date of Appointment</b> | <b>Date of Cessation</b> | <b>Remarks</b> |
| 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                | -                        |                |



*Signature*

| 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         |                   | -       |



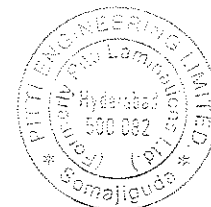
*For*

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 (All Directors including Independent Directors) | No. of Independent Directors attending the meeting |
|---|---|---|--|---|--|
| 05 Aug 2021   | -   |   | Yes  |   |  |
| -   | 08 Nov 2021   | 94  | 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 (All Directors including Independent Director) | No. of Independent Directors attending the meeting |
|---|---|---|--|---|--|--|
| Audit Committee                           | 05 Aug 2021   | -   | -  | Yes   | 3  | 3  |
|   | -   | 08 Nov 2021   | 94   | Yes   | 3  | 3  |
| Stakeholders Relationship Committee       | -   | 08 Nov 2021   |  | Yes   | 4  | 4  |
| Corporate Social Responsibility Committee | -   | 08 Nov 2021   |  | Yes   | 3  | 1  |



*For*

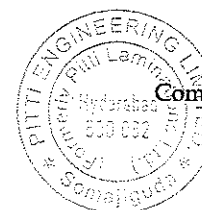
## Related Party Transactions

| Subject  | Compliance status<br>(Yes/No/NA) | If status is "No"<br>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<br>(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: 12<sup>th</sup> January 2022



Mary Monica Braganza  
Company Secretary & Compliance Officer