

Pitti Engineering Limited
 Corporate Governance Report
 Quarter Ending: 30th September 2022

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 00078716	Executive Director, Chairperson related to Promoter	17 Sep 1983	01 May 2022	-	-	1	0	0	0
Mr	Akshay S Pitti 00078760	Executive Director	14 Oct 2004	14 Oct 2019	-	-	1	0	0	0
Mr	Gummalla Vijaya Kumar 00780356	Non-Executive - Independent Director	22 Sep 2014	22 Sep 2019	-	96	1	1	1	0
Mr	N R Ganti 00021592	Non-Executive - Independent Director	22 Sep 2014	22 Sep 2019	-	96	1	1	2	0
Mr	M Gopalakrishna 00088454	Non-Executive - Independent Director	22 Sep 2014	22 Sep 2019	-	96	5	5	9	2
Ms	Gayathri Ramachandran 02872723	Non-Executive - Independent Director	22 Sep 2014	22 Sep 2019	-	96	1	1	1	1
Mr	S Thiagarajan 02721001	Non-Executive - Independent Director	24 Apr 2015	24 Apr 2020	-	89	1	1	2	1
Mr	D V Aditya 02847635	Non-Executive - Independent Director	10 Aug 2022	10 Aug 2022	-	2	1	1	0	0

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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	-	

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		-

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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	-	

Risk Management Committee

Name of Committee members	Category	Date of Appointment	Date of Cessation	Remarks
Gummalla Vijaya Kumar	Non-Executive - Independent Director, Chairperson	23 May 2022		-
Akshay S Pitti	Executive Director, Member	23 May 2022		-
Sandip Agarwala	President - Operations & Marketing, Member	23 May 2022		Shri Sandip Agarwala is a member of the Risk Management Committee and holds the position as President-Operations and Marketing in the Company

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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
11 Apr 2022	-		Yes	7	6	5
23 May 2022	-	41	Yes	7	7	5
-	10 Aug 2022	78	Yes	8	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)	Total number of Directors as on date of the meeting	Number of Directors (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	11 Apr 2022	-	-	Yes	3	3	3	-
	23 May 2022	-	41	Yes	3	3	3	-
		10 Aug 2022	78	Yes	3	3	3	-
Nomination and Remuneration Committee	11 Apr 2022	-		Yes	3	3	3	-
		10 Aug 2022	120	Yes	3	3	3	-
Risk Management Committee		27 Sep 2022	-	Yes	2	2	1	1

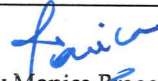
For

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	Yes
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


 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				

Name of signatory	MARY MONICA BRAGANZA
Designation of person	Company Secretary and Compliance Officer
Place	Hyderabad
Date	20 th October 2022



Annexure 4
Additional Half Yearly Disclosure

Applicability of disclosure	Not Applicable
Reason for Non Applicability	The company has not provided any 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 Company to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them.

I. Disclosure of Loans/ guarantees/ comfort letters / securities etc.

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
-Not applicable-		

(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)
-Not applicable-			

(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
-Not applicable-			

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 - Not applicable.

