

Pitti Engineering Limited
 Corporate Governance Report
 Quarter Ending: 31st December 2023

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	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, MD	No	Active	NA	-	17-Sep-1983	01-May-2022	-	-	1	0	0	0
Mr.	Akshay Sharad Pitti 00078760	Executive Director	No	Active	NA	-	14-Oct-2004	14-Oct-2019	-	-	1	0	0	0
Mr.	Vijaya Kumar Gummalla 00780356	Independent Director	No	Active	NA	-	22-Sep-2014	22-Sep-2019	-	108	1	1	1	0
Mr.	Ganti Nagabhushan Rao 00021592	Independent Director	No	Active	Yes	19-Sep-2019	22-Sep-2014	22-Sep-2019	-	108	1	1	2	0
Mr.	Gopala Krishna Muddusetty 00088454	Independent Director	No	Active	Yes	19-Sep-2019	22-Sep-2014	22-Sep-2019	-	108	5	5	9	2
Ms.	Comal Ramachandran Gayathri 02872723	Independent Director	No	Active	Yes	19-Sep-2019	22-Sep-2014	22-Sep-2019	-	108	1	1	1	1
Mr.	Swaminathan Thiagarajan 02721001	Independent Director	No	Active	NA	-	24-Apr-2015	24-Apr-2020	-	101	1	1	2	1
Mr.	Yogender Bahadur Sahgal 01622420	Independent Director	No	Active	NA	-	09-Nov-2023	09-Nov-2023	-	1.23	1	1	0	0

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	-	-
2	00021592	Ganti Nagabhushan Rao	Non-Executive - Independent Director, Member	26 May 2010	-	-
3	00780356	Vijaya Kumar Gummalla	Non-Executive - Independent Director, Member	30 Mar 2015	-	-

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	00088454	Gopala Krishna Muddusetty	Non-Executive - Independent Director, Chairperson	07 Nov 2019	-	-
2	02872723	Comal Ramachandran Gayathri	Non-Executive - Independent Director, Member	07 Nov 2019	-	-
3	00780356	Vijaya Kumar Gummalla	Non-Executive - Independent Director, Member	13 Nov 2015	-	-

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	-	-
3	00780356	Vijaya Kumar Gummalla	Non-Executive - Independent Director, Member	26 May 2014	-	-

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	02872723	Comal Ramachandran Gayathri	Non-Executive - Independent Director, Chairperson	12 Feb 2016	-	Ms. Comal Ramachandran Gayathri is member of Stakeholders Relationship Committee since 12 Feb 2016 and was appointed as Chairman on 07 Nov 2019.
2	00088454	Gopala Krishna Muddusetty	Non-Executive - Independent Director, Member	07 Nov 2019	-	
3	00021592	Ganti Nagabhushan Rao	Non-Executive - Independent Director, Member	16 Oct 2002	-	
4	02721001	Swaminathan Thiagarajan	Non-Executive - Independent Director, Member	07 Nov 2019	-	

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	00780356	Vijaya Kumar Gummalla	Non-Executive - Independent Director, Chairperson	23 May 2022	-	-
2	00078760	Akshay Sharad Pitti	Executive Director, Member	23 May 2022	-	-
3	99999999	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

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
14-Aug-2023	-	-	Yes	7	6	5
-	09-Nov-2023	86	Yes	8	8	6

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	14-Aug-2023	-	-	Yes	3	3	3	-
	-	09-Nov-2023	86	Yes	3	3	3	-
Nomination and Remuneration Committee	-	09-Nov-2023	-	Yes	3	3	3	-
Stakeholders Relationship Committee	-	26-Dec-2023	-	Yes	4	4	4	-

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	-

Affirmations

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: 11th January 2024


Mary Moniça Braganza
Company Secretary & Compliance Officer