

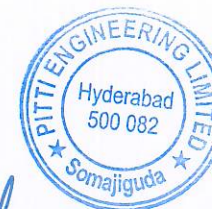
Pitti Engineering Limited Integrated Governance

General information about company	
Scrip code	513519
NSE Symbol	PITTIENG
MSEI Symbol	NOTLISTED
ISIN	INE450D01021
Name of the entity	PITTI ENGINEERING LIMITED
Date of start of financial year	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter Type	Yearly
Date of Quarter Ending	31-03-2025
Type of company	Equity
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	Yes
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	Yes
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	No
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	No
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	Yes
Whether Annexure I (Part F) of the SEBI Circular dated December 31, 2024 related to Disclosure Of Loans / Guarantees / Comfort Letters / Securities Etc. is Applicable to the entity?	No
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities
Is SCORE ID Available ?	Yes
SCORE Registration ID	p00140
Reason For No SCORE ID	
Type of Submission	Original



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					Annexure I																				
					I. Composition of Board of Directors																				
Whether the listed entity has a Regular Chairperson					Yes																				
Whether Chairperson is related to MD or CEO					Yes		Disqualification of Directors under section 164 of the Companies Act, 2013																		
Sr	Title (Mr / Ms)	Name of the Director	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	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 of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & reg. 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN	
1	Mr	Sharad Badrivishal Pitti	00078716	Executive Director	Chairperson related to Promoter		No	NA	NA	NA	Active	NA		17-09-1983	01-05-2022			1	0	0	0		NA	NA	
2	Mr	Akshay Sharad Pitti	00078760	Executive Director	Not Applicable	CEO-MD	No	NA	NA	NA	Active	NA		14-10-2004	15-05-2024			1	0	0	0		NA	NA	
3	Mr	Swaminathan Thiagarajan	02721001	Non-Executive - Independent Director	Not Applicable		No	NA	NA	NA	Active	NA		24-04-2015	24-04-2020		119.00	1	1	1	1		NA	NA	
4	Mr	Yogender Bahadur Sahgal	01622420	Non-Executive - Independent Director	Not Applicable		No	NA	NA	NA	Active	NA		09-11-2023	09-11-2023		16.22	1	1	2	0		NA	NA	
5	Mr	Vinod Kumar Nagururu	00121111	Non-Executive - Independent Director	Not Applicable		No	NA	NA	NA	Active	Yes	20-09-2024	14-08-2024	14-08-2024		7.18	1	1	2	0		NA	NA	
6	Mrs	Kemisha Soni	06805708	Non-Executive - Independent Director	Not Applicable		No	NA	NA	NA	Active	NA		14-08-2024	14-08-2024		7.18	3	3	6	4		NA	NA	
7	Mrs	Priti Paras Savla	00662996	Non-Executive - Independent Director	Not Applicable		No	NA	NA	NA	Active	NA		14-08-2024	14-08-2024		7.18	3	3	5	2		NA	NA	



Annexure 1
II. Composition of Committees

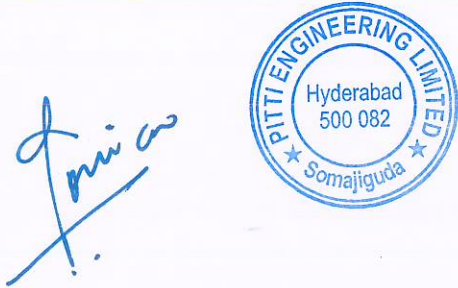
Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02721001	Swaminathan Thiagarajan	Non-Executive - Independent Director	Chairperson	24-04-2015		
2	00121111	Vinod Kumar Nagururu	Non-Executive - Independent Director	Member	21-09-2024		
3	00662996	Priti Paras Savla	Non-Executive - Independent Director	Member	21-09-2024		
4	01622420	Yogender Bahadur Sahgal	Non-Executive - Independent Director	Member	21-09-2024		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02721001	Swaminathan Thiagarajan	Non-Executive - Independent Director	Chairperson	21-09-2024		
2	00121111	Vinod Kumar Nagururu	Non-Executive - Independent Director	Member	21-09-2024		
3	06805708	Kemisha Soni	Non-Executive - Independent Director	Member	21-09-2024		
4	01622420	Yogender Bahadur Sahgal	Non-Executive - Independent Director	Member	13-02-2025		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06805708	Kemisha Soni	Non-Executive - Independent Director	Chairperson	21-09-2024		
2	01622420	Yogender Bahadur Sahgal	Non-Executive - Independent Director	Member	21-09-2024		
3	00121111	Vinod Kumar Nagururu	Non-Executive - Independent Director	Member	21-09-2024		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00662996	Priti Paras Savla	Non-Executive - Independent Director	Chairperson	21-09-2024		
2	00078760	Akshay Sharad Pitti	Executive Director	Member	23-05-2022		
3	99999999	Sandip Agarwala	COO-Motor & Generator Components Business	Member	23-05-2022		Sandip Agarwala is a member of the Risk Management Committee and holds the position as COO-Motor & Generator Components Business in the Company

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00078716	Sharad Badrivishal Pitti	Executive Director	Chairperson	03-11-2014		
2	00078760	Akshay Sharad Pitti	Executive Director	Member	26-05-2014		
3	01622420	Yogender Bahadur Sahgal	Non-Executive - Independent Director	Member	21-09-2024		



Annexure 1

III. Meeting of Board of Directors

Sr. No.	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (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 Director)	No. of Independent Directors attending the meeting*
1	24-10-2024		Yes	7	6	4
2	13-11-2024	19	Yes	7	6	4
3	13-02-2025	91	Yes	7	5	4
4	13-03-2025	27	Yes	7	5	4



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Annexure 1

IV. Meeting of Committees

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met (Yes/No)	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)
1	Audit Committee	24-10-2024		Yes	4	3	3	0
2	Audit Committee	13-11-2024	19	Yes	4	3	3	0
3	Audit Committee	06-01-2025	53	Yes	4	3	3	0
4	Audit Committee	13-02-2025	37	Yes	4	3	3	0
5	Nomination and remuneration committee	13-02-2025		Yes	3	2	2	0
6	Nomination and remuneration committee	13-03-2025	27	Yes	4	3	3	0
7	Stakeholders Relationship Committee	13-02-2025		Yes	3	2	2	0
8	Risk Management Committee	13-02-2025		Yes	3	1	1	1
9	Corporate Social Responsibility Committee	21-01-2025		Yes	3	2	1	0



Annexure 1

V. Affirmations

Sr	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 the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in 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 in 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
9	Any comments/observations/advice of Board of Directors may be mentioned here:	

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Mary Monica Braganza
2	Designation	Company Secretary and Compliance Officer

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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
Other details of cyber security incidence or breaches or loss of data event		NA
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		NA
Sr.	Date of the event	Brief details of the event
		NA

Praveen



Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

Annexure II

I. Disclosure on website in terms of LODR Regulation

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
	As per regulation 46(2) of the LODR:			
1.1	Details of business	Yes		www.pitti.in
1.2	Memorandum of Association and Articles of Association	Yes		www.pitti.in
1.3	Brief profile of board of directors including directorship and full-time positions in body corporates	Yes		www.pitti.in
2	Terms and conditions of appointment of independent directors	Yes		www.pitti.in
3	Composition of various committees of board of directors	Yes		www.pitti.in
4	Code of conduct of board of directors and senior management personnel	Yes		www.pitti.in
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.pitti.in
6	Criteria of making payments to non-executive directors	Yes		www.pitti.in
7	Policy on dealing with related party transactions	Yes		www.pitti.in
8	Policy for determining 'material' subsidiaries	Yes		www.pitti.in
9	Details of familiarization programmes imparted to independent directors	Yes		www.pitti.in
10	Email address for grievance redressal and other relevant details	Yes		www.pitti.in
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.pitti.in
12	Financial results	Yes		www.pitti.in
13	Shareholding pattern	Yes		www.pitti.in
14	Details of agreements entered into with the media companies and/or their associates	NA		
15.1	(I) Schedule of analyst or institutional investor meet (II) Presentations prepared by the listed entity for analysts or institutional investors meet, post earnings or quarterly calls prior to beginning of such events.	Yes		www.pitti.in
15.2	Audio recordings, video recordings, if any, and transcripts of post earnings or quarterly calls, by whatever name called, conducted physically or through digital means	Yes		www.pitti.in
16	New name and the old name of the listed entity	Yes		www.pitti.in
17	Advertisements as per regulation 47 (1)	Yes		www.pitti.in
18	Credit rating or revision in credit rating obtained	Yes		www.pitti.in
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		www.pitti.in
20	Secretarial Compliance Report	Yes		www.pitti.in
21	Materiality Policy as per Regulation 30 (4)	Yes		www.pitti.in
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes		www.pitti.in
23	Disclosures under regulation 30(8)	Yes		www.pitti.in
24	Statements of deviation(s) or variations(s) as specified in regulation 32	NA		
25	Dividend Distribution policy as per Regulation 43A(1)	Yes		www.pitti.in
26.1	Annual return as provided under section 92 of the Companies Act, 2013	Yes		www.pitti.in
26.2	Employee Benefit scheme documents framed in terms of SEBI (SBE) Regulations, 2021	Yes		www.pitti.in
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes		www.pitti.in
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes		www.pitti.in
29	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]			



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Annexure II
II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b)	Yes	
2	Board composition	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes	
18	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
21	Role of Nomination and Remuneration Committee	19(4)	Yes	
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
24	Role of Stakeholders Relationship Committee	20(4)	Yes	
25	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
26	Meeting of Risk Management Committee	21(3A)	Yes	
27	Quorum of Risk Management Committee meeting	21(3B)	Yes	
28	Gap between the meetings of the Risk Management Committee	21(3C)	Yes	
29	Vigil Mechanism	22	Yes	
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes	
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
32	Approval for material related party transactions	23(4)	Yes	
33	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
36	Alternate Director to Independent Director	25(1)	NA	
37	Maximum Tenure	25(2)	Yes	
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes	
39	Meeting of independent directors	25(3) & (4)	Yes	
40	Familiarization of independent directors	25(7)	Yes	
41	Declaration from Independent Director	25(8) & (9)	Yes	
42	Directors and Officers insurance	25(10)	Yes	
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	NA	
44	Memberships in Committees	26(1)	Yes	
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
46	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
47	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	NA	
48	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2), 26A(3)	NA	
Any other information to be provided				

Annexure II		
1	Name of signatory	Mary Monica Braganza
2	Designation	Company Secretary and Compliance Officer



Annexure II	
III. Affirmations	

Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
Any other information to be provided		

Annexure II		
1	Name of signatory	Mary Monica Braganza
2	Designation	Company Secretary and Compliance Officer

Handwritten signature



Signatory Details	
Name of signatory	Mary Monica Braganza
Designation of person	Company Secretary and Compliance Officer
Place	Hyderabad
Date	18-04-2025

Mary Monica Braganza



Investor Grievance Details	
No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	1
No. of investor complaints disposed off during the Quarter	1
No. of investor complaints those remaining unresolved at the end of the Quarter	0

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Disclosure of Updates to Ongoing Tax Litigations or Disputes

Disclosure of Updates to Ongoing Tax Litigations or Disputes

The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

Sr. No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
1	The Office of the Assistant Commissioner of Income Tax Circle 16(2), Hyderabad	29-12-2019	An appeal was filed before the Commissioner of Income Tax (Appeals) on January 21, 2020, challenging the order dated December 29, 2019 issued under section 143(3) by the Assessing Officer (AO) to the Company for the Assessment Year 2017-18. The order was passed to include certain unsecured loans received from few parties as income of the Company. The disputed demand amount is Rs. 923.08 lakhs and the same has been disclosed in the Company's Standalone and Consolidated Financial Statements since FY2019-20. There has been no change in the status of litigation.	There is no change in the status of the litigation. Appeal is currently pending.

