

<b>General information about company</b>	
Scrip code	522034
NSE Symbol	SHANTIGEAR
MSEI Symbol	NOTLISTED
ISIN	INE631A01022
Name of the entity	SHANTHI GEARS LIMITED
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Quarterly
Date of Report	30-06-2023
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

**Annexure I**

**Annexure I to be submitted by listed entity on quarterly basis**

**I. Composition of Board of Directors**

Disclosure of notes on composition of board of directors explanatory																									
Whether the listed entity has a Regular Chairperson																							Yes		
Whether Chairperson is related to MD or CEO																							No	Disqualification of Directors under section 164 of the Companies Act, 2013	
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	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 (Refer Regulation 17A(1) of Listing Regulations)	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)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	L RAMKUMAR	AAIPR9727K	00090089	Non-Executive - Independent Director	Not Applicable	Shareholder Director	09-04-1956	No				Active	NA		03-09-2012	25-07-2022		130	2	2	3	2		
2	Mr	J BALAMURUGAN	ACZPB9566B	00023309	Non-Executive - Independent Director	Not Applicable	Shareholder Director	31-03-1961	No				Active	NA		03-09-2012	23-07-2019		107	2	2	1	0		
3	Ms	SOUNDARA KUMAR	AAFPS4712N	01974515	Non-Executive - Independent Director	Not Applicable	Shareholder Director	15-08-1954	No				Active	NA		31-03-2015	21-07-2020		95	6	6	6	2		
4	Mr	S K SUNDARARAMAN	AGVPS9509H	00002691	Non-Executive - Independent Director	Not Applicable	Shareholder Director	15-04-1973	No				Active	NA		06-02-2018	02-08-2018		59	4	2	8	2		

## I. Composition of Board of Directors

### Disclosure of notes on composition of board of directors explanatory

#### Whether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	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 (Refer Regulation 17A(1) of Listing Regulations)	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)	Notes for not providing PAN	Notes for not providing DIN
5	Mr	KRISHNA SAMARAJ	AKQPK1314H	00048547	Non-Executive - Independent Director	Not Applicable	Shareholder Director	26-03-1955	No				Active	NA		25-03-2019	23-07-2019		47	2	1	3	0		
6	Mr	M A M ARUNACHALAM	AACPA9626N	00202958	Non-Executive - Non Independent Director	Chairperson related to Promoter		18-06-1967	No				Active	NA		10-02-2021	25-07-2022		28	4	0	5	1		
7	Mr	M KARUNAKARAN	AIOPK3087H	09004843	Executive Director	Not Applicable	CEO-MD	31-07-1971	No				Active	NA		10-02-2021	10-02-2021		28	1	0	1	0		
8	Mr	MUKESH AHUJA	AAUPA1487B	09364667	Non-Executive - Non Independent Director	Not Applicable		01-06-1972	No				Active	NA		22-10-2021	25-07-2022		20	2	0	0	0		

## I. Composition of Board of Directors

### Disclosure of notes on composition of board of directors explanatory

#### Whether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	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 (Refer Regulation 17A(1) of Listing Regulations)	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)	Notes for not providing PAN	Notes for not providing DIN
9	Mr	ARUN VENKATACHALAM	AGIPV4181B	09511997	Non-Executive - Non Independent Director	Not Applicable		11-11-1989	No				Active	NA		09-05-2023			1	1	0	0	0		

<b>Audit Committee Details</b>							
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	00090089	L RAMKUMAR	Non-Executive - Independent Director	Chairperson	26-07-2022		
2	01974515	SOUNDARA KUMAR	Non-Executive - Independent Director	Member	29-04-2015		
3	00002691	S K SUNDARARAMAN	Non-Executive - Independent Director	Member	03-08-2018		
4	00023309	J BALAMURUGAN	Non-Executive - Independent Director	Member	03-09-2012		

<b>Nomination and remuneration committee</b>							
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	01974515	SOUNDARA KUMAR	Non-Executive - Independent Director	Chairperson	26-07-2022		
2	00202958	M A M ARUNACHALAM	Non-Executive - Non Independent Director	Member	26-07-2022		
3	00023309	J BALAMURUGAN	Non-Executive - Independent Director	Member	03-09-2012		

<b>Stakeholders Relationship Committee</b>							
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	00002691	S K SUNDARARAMAN	Non-Executive - Independent Director	Chairperson	26-07-2022		
2	00048547	KRISHNA SAMARAJ	Non-Executive - Independent Director	Member	26-07-2022		
3	09004843	M KARUNAKARAN	Executive Director	Member	26-07-2022		

<b>Risk Management Committee</b>							
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	00048547	KRISHNA SAMARAJ	Non-Executive - Independent Director	Chairperson	26-07-2022		
2	00090089	L RAMKUMAR	Non-Executive - Independent Director	Member	26-07-2022		
3	09364667	MUKESH AHUJA	Non-Executive - Non Independent Director	Member	26-07-2022		
4	09004843	M KARUNAKARAN	Executive Director	Member	01-02-2019		

<b>Corporate Social Responsibility Committee</b>							
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	00023309	J BALAMURUGAN	Non-Executive - Independent Director	Chairperson	26-07-2022		
2	00002691	S K SUNDARARAMAN	Non-Executive - Independent Director	Member	03-08-2018		
3	00202958	M A M ARUNACHALAM	Non-Executive - Non Independent Director	Member	26-07-2022		
4	09004843	M KARUNAKARAN	Executive Director	Member	26-07-2022		

<b>Other Committee</b>						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

**Annexure 1****Annexure 1****III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	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	25-01-2023				Yes	8	8	5
2	16-03-2023		49		Yes	8	8	5
3		09-05-2023	53		Yes	9	8	5



**Annexure 1**

**IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory										
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)	Name of other committee	Reason for not providing date	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	25-01-2023				Yes	4	4	4	0
2	Audit Committee	09-05-2023	103			Yes	4	4	4	0
3	Nomination and remuneration committee	16-03-2023				Yes	3	3	2	0
4	Nomination and remuneration committee	09-05-2023	53			Yes	3	3	2	0
5	Corporate Social Responsibility Committee	25-01-2023				Yes	4	4	2	0
6	Corporate Social Responsibility Committee	09-05-2023	103			Yes	4	4	2	0

<b>Annexure 1</b>			
<b>V. Related Party Transactions</b>			
Sr	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	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

<b>Annexure 1</b>		
<b>VI. Affirmations</b>		
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