

General information about company	
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	Half Yearly
Date of Report	30-09-2023
Risk management committee	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
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
1	Mr	L RAMKUMAR	AAIPR9727K	00090089	Non-Executive - Independent Director	Not Applicable	Shareholder Director	09-04-1956
2	Mr	J BALAMURUGAN	ACZPB9566B	00023309	Non-Executive - Independent Director	Not Applicable	Shareholder Director	31-03-1961
3	Ms	SOUNDARA KUMAR	AAXPS4712N	01974515	Non-Executive - Independent Director	Not Applicable	Shareholder Director	15-08-1954
4	Mr	S K SUNDARARAMAN	AGVPS9509H	00002691	Non-Executive - Independent Director	Not Applicable	Shareholder Director	15-04-1973
5	Mr	KRISHNA SAMARAJ	AKQPK1314H	00048547	Non-Executive - Independent Director	Not Applicable	Shareholder Director	26-03-1955
6	Mr	MAM ARUNACHALAM	AACPA9626N	00202958	Non-Executive - Non Independent Director	Chairperson related to Promoter		18-06-1967
7	Mr	M KARUNAKARAN	AIOPK3087H	09004843	Executive Director	Not Applicable	CEO-MD	31-07-1971
8	Mr	MUKESH AHUJA	AAUPA1487B	09364667	Non-Executive - Non Independent Director	Not Applicable		01-06-1972
9	Mr	ARUN VENKATACHALAM	AGIPV4181B	09511997	Non-Executive - Non Independent Director	Not Applicable		11-11-1989

I. Composition of Board of Directors					
Disqualification of Directors under section 164 of the Companies Act, 2013					
Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active
8	No				Active
9	No				Active

I. Composition of Board of Directors												
Sr	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) & 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)	Notes for not providing PAN	Notes for not providing DIN
1	Yes	25-07-2022	03-09-2012	25-07-2022		133	2	2	3	2		
2	Yes	23-07-2019	03-09-2012	23-07-2019		110	2	2	1	0		
3	Yes	21-07-2020	31-03-2015	21-07-2020		98	6	6	6	2		
4	Yes	26-07-2023	06-02-2018	26-07-2023		62	4	2	8	2		
5	Yes	23-07-2019	25-03-2019	23-07-2019		50	2	1	3	0		
6	NA		10-02-2021	26-07-2023		31	4	0	5	1		
7	NA		10-02-2021	10-02-2021		31	1	0	1	0		
8	NA		22-10-2021	26-07-2023		23	2	0	0	0		
9	NA		09-05-2023	26-07-2023		4	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		

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	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	09-05-2023				Yes	9	8	5
2		26-07-2023	77		Yes	9	8	4

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	09-05-2023				Yes	4	4	4	0
2	Audit Committee	26-07-2023	77			Yes	4	2	2	0
3	Nomination and remuneration committee	09-05-2023				Yes	3	3	2	0
4	Nomination and remuneration committee	26-07-2023	77			Yes	3	2	1	0
5	Risk Management Committee	26-07-2023				Yes	4	3	1	0

Annexure 1			
V. Related Party Transactions			
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	

### Annexure 1

VI. 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

### 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	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
7	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
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