

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	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter	Half Yearly
Date of Report	30-09-2024
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							Textual Information(1)
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	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	L RAMKUMAR	00090089	Non-Executive Independent Director	Not Applicable	Shareholder Director	09-04-1956
2	Mr	J BALAMURUGAN	00023309	Non-Executive Independent Director	Not Applicable	Shareholder Director	31-03-1961
3	Mrs	SOUNDARA KUMAR	01974515	Non-Executive Independent Director	Not Applicable	Shareholder Director	15-08-1954
4	Mr	S K SUNDARARAMAN	00002691	Non-Executive Independent Director	Not Applicable	Shareholder Director	15-04-1973
5	Mr	KRISHNA SAMARAJ	00048547	Non-Executive Independent Director	Not Applicable	Shareholder Director	26-03-1955
6	Mr	M A M ARUNACHALAM	00202958	Non-Executive - Non Independent Director	Chairperson related to Promoter	-	18-06-1967
7	Mr	M KARUNAKARAN	09004843	Executive Director	Not Applicable	CEO	31-07-1971
8	Mr	MUKESH AHUJA	09364667	Non-Executive - Non Independent Director	Not Applicable	-	01-06-1972
9	Mr	ARUN VENKATACHALAM	09511997	Non-Executive - Non Independent Director	Not Applicable	-	11-11-1989
10	Mr	A VENKATARAMANI	00277816	Non-Executive Independent Director	Not Applicable	Shareholder Director	19-03-1968

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
10	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)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	Yes	25-07-2022	03-09-2012	25-07-2022		145	2	2	3	2			
2	Yes	23-07-2019	03-09-2012	23-07-2019	29-07-2024	120	2	2	1	0	Tenure Completion		
3	Yes	21-07-2020	31-03-2015	21-07-2020		110	4	4	3	1			
4	Yes	26-07-2023	06-02-2018	26-07-2023		74	4	2	7	3			
5	Yes	23-07-2019	25-03-2019	23-07-2019	29-07-2024	60	2	1	2	0	Tenure Completion		
6	NA		10-02-2021	26-07-2023		43	4	0	4	1			
7	NA		10-02-2021	10-02-2024		43	1	0	1	0			
8	NA		22-10-2021	26-07-2023		35	2	0	0	0			
9	NA		09-05-2023			16	1	0	0	0			
10	Yes	29-07-2024	09-05-2024			4	1	3	2	2			

Text Block	
Textual Information(1)	Mr. M Karunakaran is CEO cum WTD

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	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	29-07-2024	Textual Information(1)
5	00277816	A VENKATARAMANI	Non-Executive Independent Director	Member	30-07-2024		Textual Information(2)

Sr Text Block	
Textual Information(1)	Ceased w.e.f 29th July, 2024
Textual Information(2)	Inducted w.e.f 30th July, 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	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	29-07-2024	Textual Information(1)
4	00277816	A VENKATARAMANI	Non-Executive Independent Director	Member	30-07-2024		Textual Information(2)

Sr Text Block	
Textual Information(1)	Ceased w.e.f from 29th July, 2024
Textual Information(2)	Inducted w.e.f from 30th July, 2024

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	00002691	S K SUNDARARAMAN	Non-Executive Independent Director	Chairperson	26-07-2022		
2	00048547	KRISHNA SAMARAJ	Non-Executive Independent Director	Member	26-07-2022	29-07-2024	Textual Information(1)
3	09004843	M KARUNAKARAN	Executive Director	Member	26-07-2022		
4	09511997	ARUN VENKATACHALAM	Non-Executive - Non Independent Director	Member	30-07-2024		Textual Information(2)

Sr Text Block	
Textual Information(1)	Ceased w.e.f 29th July, 2024
Textual Information(2)	Inducted w.e.f 30th July, 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	00048547	KRISHNA SAMARAJ	Non-Executive Independent Director	Chairperson	26-07-2022	29-07-2024	Textual Information(1)
2	00090089	L RAMKUMAR	Non-Executive Independent Director	Chairperson	26-07-2022		Textual Information(2)
3	09364667	MUKESH AHUJA	Non-Executive - Non Independent Director	Member	26-07-2022		
4	09004843	M KARUNAKARAN	Executive Director	Member	01-02-2019		
5	09511997	ARUN VENKATACHALAM	Non-Executive - Non Independent Director	Member	30-07-2024		Textual Information(3)

Sr Text Block	
Textual Information(1)	Ceased w.e.f 29th July, 2024
Textual Information(2)	Mr. L Ramkumar has been re-designated as the Chairperson w.e.f 30th July, 2024
Textual Information(3)	Inducted w.e.f 30th July, 2024

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	29-07-2024	Textual Information(1)
2	00002691	S K SUNDARARAMAN	Non-Executive Independent Director	Member	03-08-2018		Textual Information(2)
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		

Sr Text Block	
Textual Information(1)	Ceased w.e.f 29th July, 2024
Textual Information(2)	Mr. S K Sundararaman has been re-designated as the Chairperson w.e.f 30th July, 2024

Other Committee						
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	09-05-2024				Yes	10	9	5
2		29-07-2024	80		Yes	10	10	6

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	Nomination and remuneration committee	09-05-2024				Yes	3	3	2	0
2	Nomination and remuneration committee	29-07-2024	80			Yes	3	3	2	0
3	Corporate Social Responsibility Committee	29-07-2024				Yes	4	4	2	0
4	Audit Committee	09-05-2024				Yes	4	4	4	0
5	Audit Committee	29-07-2024	80			Yes	4	4	4	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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Additional Half yearly Disclosure		
Applicability of disclosure	Not Applicable	
Reason for Non Applicability	Textual Information(1)	

Text Block	
Textual Information(1)	The Company has no / not provided any loans / guarantees / comfort letters / securities directly or indirectly

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