MSEI Symbol NA INE706F01021 ISIN Name of the entity Sylph Technologies Limited Date of start of financial year 01-04-2023 Date of end of financial year 31-03-2024 Reporting Quarter Yearly 31-03-2024 Date of Report Risk management committee Not Applicable Market Capitalisation as per immediate previous Financial Year Any other 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 Whether Chairperson is related to MD or CEO Title (Mr / Category 3 of Date of Category 2 of Name of the Director PAN DIN Category 1 of directors directors 01-08-PRANAY VAID ACZPV5511A 09816710 **Executive Director** Not Applicable MD Mr 1981 Non-Executive - Independent 28-04-09816592 Mr Pankaj kalra KWTPK9583D Not Applicable 1978 Director 17-02-Non-Executive - Independent BAHPP5510L 09769729 Mrs Minaxi Pareek Not Applicable Director 1984 Non-Executive - Non ARCHANA 21-03-Mrs CNMPG9737P 09816488 Not Applicable GULIA Independent Director 1998 Shailesh bajibhai Non-Executive - Independent 31-01-Mr AKNPP5015D 02456670 Not Applicable patel Director 1968 31-08-Non-Executive - Independent 00171243 Mr Shish Pal Singh AFTPS6569J Not Applicable Director 1963 I. Composition of Board of Directors Disqualification of Directors under section 164 of the Companies Act, 2013 Whether the director is disqualified? Start Date of disqualification Details of disqualification End Date of disqualification Current status Active No Active No Active No Active No Active No Active I. Composition of Board of Directors No of Number of Chairperson No of independent memberships in Audit/ Directorship Directorship Whether in Audit/ Stakeholder in listed in listed Stakeholder special Committee Tenure entities entities Committee(s) resolution Date of held in Notes for Notes for Initial Date Reason including including Date of Re-Date of listed passed? including this not of this listed director this listed for special listed entity appointment entity (Refer entity [with (in 17(1A) of (Refer including PAN DIN Regulation reference to months' Listing Regulation this listed 17A of proviso to Regulations] 26(1) of entity (Refer Listing Listing Regulation Regulations) 17A(1) & 26(1) of Regulations) 17A(2)] Listing Regulations) 24-12-28-09-NA 15 0 0 2022 2023 19-06-9 1 0 NA 1 2023 19-06-NA 9 2 2 0 1 2023 08-02-2 4 0 NA 14 2023 28-09-6 6 2 1 NA 1 2023 07-10-NA 5 2 0 0 2023 **Text Block** Textual Information(1) na **Audit Committee Details** Whether the Audit Committee has a Regular Chairperson Yes DIN Name of Committee Date of Category 2 of Date of Category 1 of directors Remarks Number members directors Appointment Cessation Non-Executive - Independent 09816592 Pankaj kalra Member 19-06-2023 Director Non-Executive - Independent 09769729 Minaxi Pareek Member 19-06-2023 Director Non-Executive - Non 09816488 ARCHANA GULIA Member 08-02-2023 Independent Director Non-Executive - Independent Director 02456670 Shailesh bajibhai patel Chairperson 28-09-2023 Nomination and remuneration committee Whether the Nomination and remuneration committee has a Regular Chairperson Yes DIN Name of Committee Category 2 of Date of Date of Category 1 of directors Remarks Number members directors Appointment Cessation Non-Executive - Independent Member 09816592 Pankaj kalra 19-06-2023 Director Non-Executive - Independent 09769729 19-06-2023 Minaxi Pareek Member Director Non-Executive - Non 09816488 ARCHANA GULIA Member 08-02-2023 Independent Director Non-Executive - Independent 02456670 Shailesh bajibhai patel Chairperson 28-09-2023 Director **Stakeholders Relationship Committee** Whether the Stakeholders Relationship Committee has a Regular Chairperson Yes DIN Name of Committee Category 2 of Date of Date of Category 1 of directors Remarks directors Number members Appointment Cessation Non-Executive - Independent 09816592 Pankaj kalra Member 19-06-2023 Director Non-Executive - Independent 09769729 Member 19-06-2023 Minaxi Pareek Director Non-Executive - Non 09816488 ARCHANA GULIA 08-02-2023 Member Independent Director Non-Executive - Independent 02456670 Shailesh bajibhai patel Chairperson 29-09-2023 Risk Management Committee Whether the Risk Management Committee has a Regular Chairperson Category 2 of directors DIN Name of Committee Date of Category 1 of Date of Remarks Number directors Cessation members Appointment Corporate Social Responsibility Committee Whether the Corporate Social Responsibility Committee has a Regular Chairperson Name of Committee Category 1 of Category 2 of Date of Date of Remarks Cessation Number members directors directors Appointment 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 Number of Date(s) of Date(s) of No. of Maximum gap Notes for Whether Total Number Directors present\* Independent meeting (if meeting (if between any two requirement of of Directors (All directors not any) in the any) in the Directors providing consecutive (in Quorum met as on date of including previous attending the current number of days) Date (Yes/No) the meeting Independent meeting\* quarter quarter Director) 07-10-2023 Yes 5 17-10-2023 Yes 6 31-10-2023 13 Yes 11-11-2023 6 6 10 Yes 26-12-2023 44 Yes 04-01-2024 Yes 6 02-02-2024 28 Yes 6 6 3 14-02-2024 Yes 6 **Annexure 1** IV. Meeting of Committees Disclosure of notes on meeting of committees explanatory Date(s) of No. of Total meeting Maximum Number of members No. of Number of (Enter dates Whether Directors attending gap Reson for Directors Independent of Previous Name of requirement Present (All between the Directors Name of not in the quarter and any two other of Quorum Directors meeting attending providing Committee Committee consecutive committee including (other Current met as on date the Independent (Yes/No) quarter in (in number than of the meeting\* Board of Director) chronological of days) meeting order) Directors) Audit 31-10-2023 Yes Committee Audit Yes 11-11-2023 10 Committee Audit 26-12-2023 44 0 Yes Committee Audit 04-01-2024 Yes Committee Audit 28 02-02-2024 Yes Committee Audit Yes 14-02-2024 **Annexure 1** IV. Meeting of Committees No. of Date(s) of Total Maximum Number of meeting members Number of No. of (Enter dates Whether Directors attending gap Independent Reson for Directors of Previous Name of Present (All between requirement the Name of Directors other Directors meeting guarter and any two of Quorum Committee Committee providing attending including Current consecutive committee met (other date as on date the quarter in (in number (Yes/No) Independent than of the meeting\* chronological of days) Director) Board of meeting order) Directors) Nomination and 07-10-2023 Yes remuneration committee Nomination and 17-10-2023 Yes 0 remuneration committee Nomination and 11-11-2023 24 Yes remuneration committee Nomination 14-02-2024 94 Yes 0 remuneration committee Stakeholders 07-10-2023 Yes 0 Relationship Committee Stakeholders 17-10-2023 Relationship Yes 0 Committee Stakeholders 11-11-2023 Relationship 24 Yes 0 Committee Stakeholders 14-02-2024 Relationship 94 Yes 0 Committee **Annexure 1 V. Related Party Transactions** If status is Noldetails of non-Compliance status Sr Subject (Yes/No/NA) compliance may be given here. Whether prior approval of audit committee obtained Yes Whether shareholder approval obtained for material RPT Yes Whether details of RPT entered into pursuant to omnibus approval NA have been reviewed by Audit Committee **Annexure 1** VI. Affirmations Compliance status (Yes/No) Sr Subject The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Yes Regulations, 2015 The composition of the following committees is in terms of SEBI(Listing obligations and disclosure Yes requirements) Regulations, 2015 a. Audit Committee The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee Yes The composition of the following committees is in terms of SEBI(Listing obligations and disclosure Yes requirements) Regulations, 2015. c. Stakeholders relationship committee The composition of the following committees is in terms of SEBI(Listing obligations and disclosure NA requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities) The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. The meetings of the board of directors and the above committees have been conducted in the manner as specified Yes in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Yes **Annexure 1** Subject Compliance status pranay vaid Name of signatory Designation Managing Director **Annexure II** Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year) I. Disclosure on website in terms of Listing Regulations If status is Noldetails Compliance of non-Sr Item Web address status compliance (Yes/No/NA) may be given here. Details of http://www.sylphtechnologies.com/about.asp Yes business Terms and conditions of appointment http://www.sylphtechnologies.com/pdf/Terms%20 and %20 condition%20 of %20 appointment%20 of %20 independent%20 director.pdfYes independent directors Composition of various committees of Yes http://www.sylphtechnologies.com/committee.asp board of directors Code of conduct of board of directors and Yes http://www.sylphtechnologies.com/pdf/policies/Code%20cf%20Conduct%20for%20Directors%20and%20Senior%20Management%20&%20Employees.pdfsenior management personnel Details of establishment of vigil http://www.sylphtechnologies.com/pdf/policies/Whistle%20Blower%20Policy-Vigil%20Mechanism.pdf Yes mechanism/ Whistle Blower policy Criteria of making payments to Yes http://www.sylphtechnologies.com/pdf/policies/Criteria%20 of %20 making%20 payment%20 to %20 Non%20 Executive%20 Directors.pdfnon-executive directors Policy on dealing with http://www.sylphtechnologies.com/pdf/policies/Policy%20 on %20 materiality%20 of %20 Related%20 Party%20 Transactions%20 and %20 on %20 dealing%20 with%20 Related%20 Party%20 Transactions%20 and %20 on %20 dealing%20 with%20 Related%20 Party%20 Transactions%20 and %20 on %20 dealing%20 with%20 Related%20 Party%20 Transactions%20 and %20 on %20 dealing%20 with%20 Related%20 Party%20 Transactions%20 and %20 on %20 dealing%20 with%20 Related%20 Party%20 Transactions%20 and %20 party%20 Transactions%20 Party%20 Transactions%20 party%20 Party%20 Transactions%20 Party%20 Transactions%20 Party%20 Party%2Yes related party transactions Policy for determining material http://www.sylphtechnologies.com/pdf/Material%20Subsdiaries%20Policy.pdf Yes subsidiaries Details of familiarization programmes http://www.sylphtechnologies.com/pdf/policies/FAMILIARIZATION%20PROGRAMMES%20FOR%20INDEPENDENT%20DIRECTORS.pdfYes imparted to independent directors Email address for grievance redressal and Yes  $http://www.sylphtechnologies.com/investor\_relation.asp$ other relevant details Contact information of the designated officials of the listed entity who are Yes http://www.sylphtechnologies.com/pdf/The %20 of ficer %20 responsible %20 to %20 determine %20 the %20 materiality %20 of %20 events 2.pdf for the first of theresponsible for assisting and handling investor grievances Financial Yes http://www.sylphtechnologies.com/quarterly-results.asp results Shareholding Yes http://www.sylphtechnologies.com/shareholding-pattern.asp pattern Details of agreements entered into with the NA media companies and/or their associates **Annexure II** Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year) I. Disclosure on website in terms of Listing Regulations If status is Noldetails Compliance of non-Sr Item Web address status compliance (Yes/No/NA) may be given here. Schedule of analyst or institutional investor meet and presentations made by the 15.1 listed entity to NA analysts or institutional investors simultaneously with submission to stock exchange Audio or video recordings and transcripts of post Yes http://www.sylphtechnologies.com/ earnings/quarterly calls New name and the old name of NA the listed entity Advertisements as per regulation Yes http://www.sylphtechnologies.com/newspaper.asp 47 (1) Credit rating or revision in credit NA rating obtained Separate audited financial statements of each subsidiary of NA the listed entity in respect of a relevant financial year Secretarial Compliance Yes http://www.sylphtechnologies.com/ Report **Materiality Policy** as per Regulation Yes http://www.sylphtechnologies.com/pdf/policies/Policy%20 for%20 Determination%20 of%20 Materiality%20 of%20 Event.pdf30 (4) Disclosure of contact details of KMP who are authorized for the purpose of Yes http://www.sylphtechnologies.com/ determining materiality as required under regulation 30(5) Disclosures under Yes http://www.sylphtechnologies.com/ regulation 30(8) Statements of deviation(s) or variations(s) as NA specified in regulation 32 Dividend Distribution policy as per NA Regulation 43A(1) Annual return as provided under http://www.sylphtechnologies.com/financial.asp 26 Yes section 92 of the Companies Act, 2013 Confirmation that the above disclosures are in http://www.sylphtechnologies.com/notices.asp a separate section as specified in regulation 46(2) Compliance with regulation 46(3) with respect to accuracy of Yes http://www.sylphtechnologies.com/investor\_relation.asp disclosures on the website and timely updating **Annexure II** II. Annual Affirmations If status is Noldetails of non-Compliance status Particulars Regulation Number compliance may be given (Yes/No/NA) Independent director(s) have been appointed in terms of specified criteria of independence and/or eligibility 16(1)(b) & 25(6) Yes 17(1), 17(1A) & 17(1C), 17(1D) & Board composition Yes 17(1E) 17(2) Meeting of Board of directors Yes Quorum of Board meeting 17(2A) Yes 17(3) Review of Compliance Reports Yes Plans for orderly succession for appointments 17(4) Yes Code of Conduct 17(5) Yes 17(6) Yes Fees/compensation Minimum Information 17(7) Yes Compliance Certificate 17(8) Yes **Annexure II** II. Annual Affirmations Regulation Number Compliance status (Yes/No/NA) If status is Noldetails of non-Particulars compliance may be given here. Risk Assessment & Management 17(9) Yes Performance Evaluation of Independent Directors 17(10) Yes Yes Recommendation of Board 17(11) 17A Yes Maximum number of Directorships Composition of Audit Committee 18(1) Yes 18(2) Yes Meeting of Audit Committee Role of Audit Committee and information to be 18(3) Yes reviewed by the audit committee Composition of nomination & remuneration 19(1) & (2) Yes committee Quorum of Nomination and Remuneration 19(2A) Yes Committee meeting Meeting of Nomination and Remuneration 19(3A) Yes Committee **Annexure II** II. Annual Affirmations If status is Nodetails of non-compliance Compliance status Particulars Regulation Number (Yes/No/NA) may be given here. Role of Nomination and Remuneration 19(4) Yes Committee Composition of Stakeholder Relationship 20(1), 20(2) & Yes Committee 20(2A) Meeting of Stakeholders Relationship 20(3A) Yes Role of Stakeholders Relationship Committee Composition and role of risk management 21(1),(2),(3),(4) NA committee Meeting of Risk Management Committee 21(3A) NA Quorum of Risk Management Committee 21(3B) NA meeting Gap between the meetings of the Risk 21(3C) NA Management Committee Vigil Mechanism Yes 23(1), (1A), (5), Policy for related party Transaction Yes **Annexure II** II. Annual Affirmations If status is Noldetails of non-Regulation Compliance status Sr Particulars Number (Yes/No/NA) compliance may be given here. Prior or Omnibus approval of Audit Committee for all 23(2), (3) Yes related party transactions Approval for material related party transactions 23(4) Yes Disclosure of related party transactions on consolidated 23(9) Yes Composition of Board of Directors of unlisted material Subsidiary 24(1) Yes Other Corporate Governance requirements with respect to 24(2),(3),(4), Yes subsidiary of listed entity (5) & (6) Alternate Director to Independent Director 25(1) Yes 25(2) Maximum Tenure Yes Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate 25(2A) Yes mechanism Meeting of independent directors 25(3) & (4) Yes Familiarization of independent directors 25(7) Yes **Annexure II** II. Annual Affirmations If status is Noldetails of non-Regulation Compliance status Sr Particulars compliance may be given Number (Yes/No/NA) 25(8) & (9) Declaration from Independent Director Yes 25(10) Directors and Officers insurance Yes Confirmation with respect to appointment of Independent Directors who resigned from the listed entity 25(11) Yes Memberships in Committees 26(1) Yes Affirmation with compliance to code of conduct from members of Board of Directors and Senior management 26(3) Yes Disclosure of Shareholding by Non-Executive Directors 26(4) Yes Policy with respect to Obligations of directors and senior 26(2) & 26(5) Yes management Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of 26(6) Yes the listed entity 26A(1) & 26A(2) Vacancies in respect Key Managerial Personnel Yes Any other information to be provided - Add Notes **Annexure II** Name of signatory pranay vaid Designation Managing Director **Annexure II** III. Affirmations **Compliance status Particulars** (Yes/No/NA) The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements Yes with respect to subsidiary of Listed Entity have been complied Any other information to be provided **Annexure II** Name of signatory pranay vaid Designation Managing Director **Additional Half yearly Disclosure** Applicability of disclosure Applicable Reason for Non Applicability Textual Information(1) I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below (A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to Balance Aggregate amount advanced during six outstanding at the Entity months end of six months Promoter or any other entity controlled by them Promoter Group or any other entity controlled by Directors (including relatives) or any other entity controlled by them KMPs or any other entity controlled by them (B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By Balance outstanding at Aggregate amount the end of six of issuance during Entity Type (guarantee, comfort letter etc.) months(taking into six months account any invocation) Promoter or any other entity controlled by them Promoter Group or any other entity controlled by Directors (including relatives) or any other entity 0 controlled by them KMPs or any other entity controlled by them (C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by Aggregate value of Balance outstanding at security provided Entity Type of security (cash, shares etc.) the end of six months during six months Promoter or any other entity controlled by them Promoter Group or any other entity controlled by Directors (including relatives) or any other entity controlled by them KMPs or any other entity controlled by them 0 (D) Additional Information Textual Information(2) II. Affirmations Affirmations Compliance Status | Company Remarks All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their Textual Information(3) Yes relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company. Name pranay vaid Designation Place Date **Details of Cyber security incidence** Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or No breaches or loss of data or documents during the quarter Number of cyber security incidence or breaches or loss of data event occurred during the quarter Brief details of Sr. Date of the event the event **Signatory Details** Name of signatory pranay vaid Designation of person Managing Director Place indore Date 10-04-2024

**General information about company** 

Scrip code

NSE Symbol

511447

NA