

General information about company

| | |
|--|----------------------------|
| Scrip code | 511447 |
| NSE Symbol | |
| MSEI Symbol | |
| ISIN | INE706F01013 |
| Name of the entity | SYLPH TECHNOLOGIES LIMITED |
| Date of start of financial year | 01-04-2020 |
| Date of end of financial year | 31-03-2021 |
| Reporting Quarter | Half Yearly |
| Date of Report | 30-09-2020 |
| 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 | | | | | | | | | | | | | | | | |
|--|------------|----------|--|-------------------------|-------------------------|---------------|---|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|--|
| Whether the listed entity has a Regular Chairperson | | | | | | | | | | | Yes | | | | | |
| Whether Chairperson is related to MD or CEO | | | | | | | | | | | No | | | | | |
| ae | PAN | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of Birth | 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) |
| n | ABUPJ9038Q | 01704145 | Non-Executive - Non Independent Director | Chairperson | | 29-09-1962 | NA | | 14-05-1992 | 11-09-2019 | | 0 | 1 | 0 | 3 | 1 |
| n | ABUPJ9037B | 01824937 | Non-Executive - Non Independent Director | Not Applicable | | 01-11-1965 | NA | | 13-11-2018 | 31-08-2020 | | 0 | 1 | 0 | 1 | 0 |
| at | ACSPC2412Q | 06894710 | Non-Executive - Independent Director | Not Applicable | | 24-10-1961 | NA | | 01-07-2015 | 31-08-2020 | | 1 | 1 | 1 | 4 | 1 |
| uri | ACVPM4596N | 01654053 | Non-Executive - Independent Director | Not Applicable | | 07-10-1953 | NA | | 11-09-2019 | 11-09-2019 | | 12 | 1 | 1 | 3 | 1 |

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Wether 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 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) | Numl memb in A Stake/ Comm includi listed (Re Regu 26(1) Lis Regul. |
|----|-----------------|----------------------|------------|----------|-------------------------|-------------------------|-------------------------|---------------|---|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|
| 5 | Mr | Vineet Shrivastav | ARKPS8412M | 00838244 | Executive Director | Not Applicable | | 12-10-1956 | NA | | 17-07-2020 | 17-07-2020 | | 2 | 1 | 0 | 2 |

| 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 | 06894710 | Devendra M Chelawat | Non-Executive - Independent Director | Chairperson | 11-11-2019 | | |
| 2 | 01704145 | Rajesh Jain | Non-Executive - Non Independent Director | Member | 11-11-2019 | | |
| 3 | 01654053 | Vimal Maheshwari | Non-Executive - Independent Director | Member | 11-11-2019 | | |
| 4 | 00838244 | Vineet Shrivastav | Executive Director | Member | 17-07-2020 | | |

| 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 | 01654053 | Vimal Maheshwari | Non-Executive - Independent Director | Chairperson | 11-11-2019 | | |
| 2 | 06894710 | Devendra M Chelawat | Non-Executive - Independent Director | Member | 11-11-2019 | | |
| 3 | 01704145 | Rajesh Jain | Non-Executive - Non Independent Director | Member | 11-11-2019 | | |
| 4 | 00838244 | Vineet Shrivastav | Executive Director | Member | 17-07-2020 | | |

| 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 | 01704145 | Rajesh Jain | Non-Executive - Non Independent Director | Chairperson | 11-11-2019 | | |
| 2 | 06894710 | Devendra M Chelawat | Non-Executive - Independent Director | Member | 11-11-2019 | | |
| 3 | 01824937 | Jayshri Jain | Non-Executive - Non Independent Director | Member | 11-11-2019 | | |

| Corporate Social Responsibility Committee | | | | | | | |
|---|------------|---------------------------|-------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Corporate Social Responsibility Committee has a Regular Chairperson | | | | | | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |

| Other Committee | | | | | | |
|------------------------|------------|---------------------------|---------------------------------|--------------------------------------|-------------------------|---------|
| Sr | DIN Number | Name of Committee members | Name of other committee | Category 1 of directors | Category 2 of directors | Remarks |
| 1 | 06894710 | Devendra M Chelawat | Independent Directors Committee | Non-Executive - Independent Director | Member | |
| 2 | 01654053 | Vimal Maheshwari | Independent Directors Committee | Non-Executive - Independent Director | Member | |

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) | Number of Directors present* | No. of Independent Directors attending the meeting* |
| 1 | 25-06-2020 | | | | Yes | 4 | 2 |
| 2 | | 29-07-2020 | 33 | | Yes | 5 | 2 |

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) | Number of Directors present* | No. of Independent Directors attending the meeting* |
| 1 | Audit Committee | 22-06-2020 | | | | Yes | 3 | 2 |
| 2 | Audit Committee | 24-09-2020 | 93 | | | Yes | 4 | 2 |
| 3 | Nomination and remuneration committee | 23-06-2020 | | | | Yes | 3 | 2 |
| 4 | Nomination and remuneration committee | 25-09-2020 | 93 | | | Yes | 4 | 2 |
| 5 | Stakeholders Relationship Committee | 24-06-2020 | | | | Yes | 3 | 2 |
| 6 | Stakeholders Relationship Committee | 26-09-2020 | 93 | | | Yes | 3 | 2 |

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 | Yes | |
| 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 500 listed entities) | NA |
| 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 1

| Sr | Subject | Compliance status |
|----|-------------------|-------------------|
| 1 | Name of signatory | Rajesh Jain |
| 2 | Designation | Director |

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 | Whether "Corporate Governance Report" disclosed in Annual Report | 34(3) read with para C of Schedule V | Yes | |
| Any other information to be provided | | | | |

Annexure III

| | | |
|---|-------------------|-------------|
| 1 | Name of signatory | Rajesh Jain |
| 2 | Designation | Director |

Signatory Details

| | |
|-----------------------|-------------|
| Name of signatory | Rajesh Jain |
| Designation of person | Director |
| Place | Indore |
| Date | 12-10-2020 |

