

General information about company

Scrip code	533121
NSE Symbol	EXPLEOSOL
MSEI Symbol	
ISIN	INE201K01015
Name of the entity	EXPLEO SOLUTIONS LIMITED
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Quarterly
Date of Report	31-12-2022
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																										
Is there any change in information of board of directors compare to previous quarter																										
Whether Chairperson is related to MD or CEO																										
Disqualification of Directors under section 164 of the																										
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	Ralph Gilllesen	ZZZZ29999Z	05184138	Non-Executive Non Independent Director	Chairperson related to Promoter		27-06-1969	No				Active	NA		09-08-2018					1	0	0	0		
2	Mr	K. Kumar	AFMPK9678R	02343860	Non-Executive Independent Director	Not Applicable		22-05-1957	No				Active	NA		17-09-2008	01-04-2019		60.00	1	1	2	1			
3	Mr	Balaji Viswanathan	AAJPB9445P	06771242	Executive Director	Not Applicable	CEO-MD	12-08-1971	No				Active	NA		01-09-2018					1	0	0	0		
4	Mr	Rajesh Krishnamurthy	AEWPM6776K	08288884	Non-Executive Non Independent Director	Not Applicable		07-07-1970	No				Active	NA		01-09-2020					1	0	0	0		
5	Ms	Lilian Jessie Paul	ADQPP4942D	02864506	Non-Executive Independent Director	Not Applicable		02-05-1970	No				Active	NA		30-10-2014	30-10-2019		60.00	5	5	4	0			
6	Mr	Prashant Eknath Bramhankar	AALPB5246L	07439819	Non-Executive Non Independent Director	Not Applicable		05-05-1970	No				Active	NA		01-09-2021					1	0	0	0		
7	Mr	S. Rajagopalan	AAXPR7717G	01584674	Non-Executive Independent Director	Not Applicable		30-06-1955	No				Active	NA		17-09-2008	01-04-2019		60.00	1	1	2	1			
8	Mr	Rajiv Kuchhal	ACRPK2447C	02257381	Non-Executive Independent Director	Not Applicable		08-07-1965	No				Active	NA		21-09-2011	01-04-2019		60.00	1	1	1	0			
9	Mr	Ulrich Baumer	ZZZZ29999Z	06763831	Non-Executive Independent Director	Not Applicable		31-05-1970	No				Active	NA		27-12-2013	01-04-2019		60.00	1	1	0	0			

Annexure 1	
II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	
Is there any change in information of committees compare to previous quarter	Yes

For this quarter kindly note the following points:

1. Date of Appointment and Date of Cessation (if applicable) must be mandatorily filled for every Committee.
2. Date of Appointment can be any day upto September 30, 2022.
3. Date of Cessation must be for the current quarter only, i.e. July 1,2022 to September 30,2022

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

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	02343860	K. Kumar	Non-Executive - Independent Director	Chairperson	01-04-2019		
2	01584674	S. Rajagopalan	Non-Executive - Independent Director	Member	01-04-2019		
3	02257381	Rajiv Kuchhal	Non-Executive - Independent Director	Member	01-04-2019		

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

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	02343860	K. Kumar	Non-Executive - Independent Director	Chairperson	01-04-2019		
2	01584674	S. Rajagopalan	Non-Executive - Independent Director	Member	01-04-2019		
3	02257381	Rajiv Kuchhal	Non-Executive - Independent Director	Member	01-04-2019		
4	02864506	Lilian Jessie Paul	Non-Executive - Independent Director	Member	18-05-2022		

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

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	01584674	S. Rajagopalan	Non-Executive - Independent Director	Chairperson	01-04-2019			
2	02343860	K. Kumar	Non-Executive - Independent Director	Member	01-04-2019			
3	02864506	Lilian Jessie Paul	Non-Executive - Independent Director	Member	30-10-2019			

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	02257381	Rajiv Kuchhal	Non-Executive - Independent Director	Chairperson	20-05-2021			
2	02864506	Lilian Jessie Paul	Non-Executive - Independent Director	Member	20-05-2021			
3	06771242	Balaji Viswanathan	Executive Director	Member	20-05-2021			

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

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	01584674	S. Rajagopalan	Non-Executive - Independent Director	Chairperson	01-04-2019			
2	02343860	K. Kumar	Non-Executive - Independent Director	Member	01-04-2019			
3	02864506	Lilian Jessie Paul	Non-Executive - Independent Director	Member	30-10-2019			

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1						
2						
3						

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors

Sr	Date(s) of meeting (if any) in the previous quarter	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)	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		11-08-2022			Yes	9	7	4
2		10-11-2022	90		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	10-08-2022				Yes	3	3	3	0
2	Audit Committee	10-11-2022	91			Yes	3	3	3	0
3	Audit Committee	02-12-2022	21			Yes	3	2	2	0
4	Stakeholders Relationship Committee	10-08-2022				Yes	3	3	3	0
5	Stakeholders Relationship Committee	09-11-2022	90			Yes	3	2	2	0
6	Nomination and remuneration committee	10-08-2022				Yes	4	4	4	0
7	Nomination and remuneration committee	09-11-2022	90			Yes	4	3	3	0
8	Nomination and remuneration committee	16-12-2022	36			Yes	4	4	4	0
9	Corporate Social Responsibility Committee	27-07-2022				Yes	3	2	2	0
10	Corporate Social Responsibility Committee	28-10-2022	92			Yes	3	3	3	0
11	Risk Management Committee	30-08-2022				Yes	3	3	2	0
12	Risk Management Committee	19-10-2022	49			Yes	3	3	2	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	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes on related party transactions			
Disclosure of notes of material transaction with related party			

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
9	Any comments/observations/advice of Board of Directors may be mentioned here:	

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	S. Sampath Kumar
2	Designation	Company Secretary and Compliance Officer

Signatory Details

Name of signatory	S. Sampath Kumar
Designation of person	Company Secretary and Compliance Officer
Place	Chennai
Date	20-01-2023