

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Sundaram Clayton Limited**
2. Quarter ending - **31-December-2021**

i. Composition of Board of Director

Title	Name of the Director	Category	Initial Date of Appointment	Date of Appointment in Current Term (Date of Re-appointment)	Date of cessation	Tenure of Director (in months)	No of Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr	Venu Srinivasan	Executive Director, Chairperson, MD	23 May 1979	23 May 2019	-	-	3	1	-
Mrs	Lakshmi Venu	Executive Director, MD	22 Mar 2010	22 Mar 2020	-	-	3	3	-
Mr	Sudarshan Venu	Non-Executive - Non Independent Director	02 Sep 2011	11 Mar 2019	-	-	2	1	-
Mr	Gopal Srinivasan	Non-Executive - Non Independent Director	29 Nov 1985	29 Nov 1985	-	-	3	2	-
Mr	T K Balaji	Non-Executive - Non Independent Director	28 Nov 1984	28 Nov 1984	-	-	2	2	-
Mr	P J Jacob	Non-Executive - Independent Director	21 Aug 2014	21 Aug 2019	-	88	1	1	1
Mr	V Subramanian	Non-Executive - Independent Director	21 Aug 2014	21 Aug 2019	-	88	2	3	1
Mr	S Santhanakrishnan	Non-Executive - Independent Director	21 Aug 2014	21 Aug 2019	-	88	1	3	-
Mr	R Vijayaraghavan	Non-Executive - Independent Director	21 Aug 2014	21 Aug 2019	-	88	4	2	10
Mr	Kamlesh Gandhi	Non-Executive - Independent Director	21 Aug 2014	21 Aug 2019	-	88	4	4	3
Ms	Sasikala Varadachari	Non-Executive - Independent Director	24 Oct 2018	24 Oct 2019	-	38	3	1	-
Mr	R Gopalan	Non-Executive - Independent Director	21 Jun 2016	24 Jul 2019	-	66	3	5	2
Mr	Rajesh Narasimhan	Non-Executive - Non Independent Director	24 Mar 2021	-	-	-	1	-	-

Company Remarks	-
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

ii. Composition of Committees**a. Audit Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	P J Jacob	ID	Chairperson	31-Jul-2006	-
2	V Subramanian	ID	Member	13-Jul-2009	-
3	S Santhanakrishnan	ID	Member	08-Aug-2012	-
4	R Gopalan	ID	Member	05-Aug-2016	-
5	T K Balaji	NED	Member	18-Apr-2001	-

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	S Santhanakrishnan	ID	Member	29-Oct-2013	-
2	R Vijayaraghavan	ID	Chairperson	29-Oct-2013	-
3	Lakshmi Venu	ED	Member	29-Oct-2013	-

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	P J Jacob	ID	Member	22-May-2018	-
2	R Gopalan	ID	Chairperson	22-May-2018	-
3	Lakshmi Venu	ED	Member	22-May-2018	-
4	K Gopala Desikan	Member	Member	02-May-2019	-

Company Remarks	
Whether Permanent chairperson appointed	Yes

d. Nomination and Remuneration Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	P J Jacob	ID	Member	29-Oct-2013	
2	R Vijayaraghavan	ID	Member	29-Oct-2013	
3	V Subramanian	ID	Member	29-Oct-2013	
4	S Santhanakrishnan	ID	Chairperson	05-Feb-2020	

Company Remarks	
Whether Permanent chairperson appointed	Yes

e. Corporate Social Responsibility Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Venu Srinivasan	ED	Chairperson	29-Oct-2013	-
2	Lakshmi Venu	ED	Member	22-May-2018	-
3	P J Jacob	ID	Member	29-Oct-2013	-

Company Remarks	
Whether Permanent chairperson appointed	Yes

iii. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present (All Directors including IDs)	Number of Independent Directors present
30-Jul-2021		Yes	12	7
	22-Oct-2021	Yes	10	7

Company Remarks	
Maximum gap between any two consecutive (in number of days)	83

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	30-Jul-2021	22-Oct-2021	Yes	4	4

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	83

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Stakeholders Relationship Committee	30-Jul-2021	22-Oct-2021	Yes	2	2

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	83

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Risk Management	-	22-Oct -2021	Yes	2	2

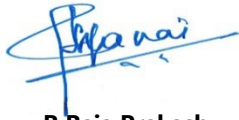
Related Party Transactions

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	-
Whether shareholder approval obtained for material RPT	Not Applicable	-
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	-
Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	-	

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)	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

VI. Affirmations

9	Any comments/observations/advice of Board of Directors may be mentioned here:	This report will be placed before the Directors at the ensuing Board meeting. The report submitted in the previous quarter has been placed before the Board of Directors at their meeting held on 22 ND October 2021 and was taken on record.
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Name : R Raja Prakash
Designation : Company Secretary & Compliance Officer