

ANNEXURE I**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity - **Sundaram Clayton Limited**
 2. Quarter ending - **30th June 2023**

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 Directors hip 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	R Gopalan	Non-Executive - Non Independent Director Chairperson	29-07-2022	29-07-2022	-	-	3	7	4
Mr	Venu Srinivasan	Executive Director, MD	23-05-1979	23-05-2019	-	-	2	1	0
Dr	Dr. Lakshmi Venu	Executive Director, MD	22-03-2010	22-03-2020	-	-	3	2	0
Mr	Sudarshan Venu	Non-Executive - Non Independent Director	02-09-2011	28-06-2022	-	-	3	2	1
Mr	Sasikala Varadachari	Non-Executive - Independent Director	24-10-2018	24-10-2018	-	56.08	3	3	1
Mr	Rajesh Narasimhan	Non-Executive - Non Independent Director	24-03-2021	24-03-2021	-	-	1	0	0
Mr	K Gopala Desikan	Executive Director	09-02-2022	09-02-2022	-	-	1	1	0
Mr	Anuj Shah	Non-Executive - Independent Director	29-07-2022	29-07-2022	-	11.03	1	2	1
Mr	C R Dua	Non-Executive - Independent Director	13-03-2023	13-03-2023	-	3.19	5	4	2

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	R Gopalan	NED	Member	29-07-2022	-
2	Sasikala Varadachari	ID	Chairperson	29-07-2022	-
3	Anuj Shah	ID	Member	23-01-2023	-

Company Remarks	-
Whether Permanent chairperson appointed	No

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	Dr. Lakshmi Venu	MD	Member	29-10-2013	-
2	K Gopala Desikan	D & CFO	Member	29-07-2022	-
3	Anuj Shah	ID	Chairperson	23-01-2023	-

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	R Gopalan	ID	Chairperson	29-07-2022	-
3	Dr. Lakshmi Venu	MD	Member	22-05-2018	-
4	K Gopala Desikan	D & CFO	Member	02-05-2019	-
5	Anuj Shah	ID	Member	23-01-2023	
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	R Gopalan	NED	Member	29-07-2022	-
2	Sasikala Varadachari	ID	Chairperson	23-01-2023	-
3	Anuj Shah	ID	Member	29-07-2022	-

Company Remarks	-
Whether Permanent chairperson appointed	No

e. Corporate Social Responsibility 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	Venu Srinivasan	CE&MD	Chairperson	29-10-2013	-
2	Dr. Lakshmi Venu	MD	Member	29-10-2013	-
4	Anuj Shah	ID	Member	23-01-2023	-

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	Gap between meetings	Whether requirement of Quorum met	Total number of Directors on date of the meeting	Number of Directors present (All Directors including Independent Director)	No. of Independent Directors attending the meeting
25-01-2023		-	Yes	8	7	2
13-03-2023		46	Yes	9	9	3
27-03-2023		13	Yes	9	6	3
	05-05-2023	38	Yes	9	7	2

iv. Meeting of Committees

Sr No	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)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors (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	25-01-2023	-	Yes	3	3	2	0
		27-03-2023	60	Yes	3	3	2	0
		05-05-2023	38	Yes	3	3	2	0
2	Nomination and Remuneration Committee	13-03-2023	-	Yes	3	3	2	0
		05-05-2023	-	Yes	3	3	2	0
4	Corporate Social Responsibility Committee	05-05-2023	78	Yes	3	3	1	0

v. Related Party Transactions

<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>	<i>Remark</i>
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	
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vi. Affirmations

Annexure II	
SUBJECT	COMPLIANCE STATUS
The composition of board of directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of audit committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the nomination and remuneration committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the stakeholders relationship committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the risk management committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The committee members have been made aware of their powers, role and responsibilities as specified in of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The meetings of the board of directors and the above committees have been conducted in the manner as specified SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
This report and/or the report submitted in the previous quarter has been placed before board of directors	Yes

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 5th May 2023 and was taken on record.

Name : R Raja Prakash
Designation : Company Secretary & Compliance Officer
Date : 12-07-2023