Format to be submitted by listed entity on quarterly basis

ANNEXURE I

(Reg. 27(2)

1. Name of listed entity : **VEEJAY LAKSHMI ENGINEERING WORKS LIMITED**
2. Quarter ending : MARCH 31, 2023

I. Composition of Board of Directors

Title (Mr./ Ms.)	Name of the Director	PAN & DIN	Category (Chairperson/Executive/Non-executive/Independent)	Initial Date of Appointment	Date of Re-Appointment	Date of cessation	* Tenure (Ind. Directors) Months	Date of Birth	No. of director ship in listed entities, incl.this listed entity Reg.17A(1)	No. of Independent director ship in listed entities, incl.this listed entity (Reg.17A(1)	No. of memberships in Audit /stakeholder Committees incl. this entity (Reg. 26(1)	No. of post of Chairperson in Audit / Stakeholder committee held in listed entities incl uding this entity Reg.26(1)
Mr	V. J. Jayaraman	PAN: ADSPJ0096J DIN: 000137340	Chairman Nonexecutive	26-08-1974				12-03-1942	1		Nil	Nil
Mr	J. Anand	PAN: ACBPA4631L DIN: 00137425	Executive	12-06-1995	01-10-2022			23-09-1971	1		Nil	Nil
Mr	N.M. Anantha padmanabhan	PAN : AAXPA9084H DIN: 00014436	Nonexecutive - Independent	25-09-2014	25-09-2019		102	10-03-1935	1	1	2	2
Mr	N. Athimoolam Naidu	PAN : NRI DIN: 01410988	Nonexecutive - Independent	25-09-2014	25-09-2019		102	19-04-1943	1	1	Nil	Nil
Mr	B. Sriram	PAN: ARRPS6016J DIN: 00151097	Nonexecutive - Independent	25-09-2014	25-09-2019		102	18-12-1970	1	1	2	Nil
Mr	D. Ranganathan	PAN: ACKPR5617A DIN: 00137566	Executive	24-06-2005	24-06-2022			28-04-1952	1		2	Nil
Ms	Arthi Anand	PAN:ABRPA8936B DIN: 07151584	Non-executive	30-03-2015				11-05-1977	1		Nil	Nil
Mr	K. Narendra	PAN: AAGPN1354A DIN:00412219	Nonexecutive - Independent	25-12-2015	25-12-2020		87	24-09-1951	1	1	1	Nil

Whether regular Chairperson appointed : Yes

Whether Chairperson is related to Managing Director / C E O : Yes

* *Tenure would mean total period from which Independent Director is serving on Board of Directors in continuity without cooling off period.*

II. Composition of Committees

	Name of Committee	Whether regular Chair person appointed	Name of committee Members	Category (Chairperson, executive/Non-executive/ Independent ./ Nominee)	Date of Appointment	Date of cessation	
1	Audit Committee	Yes	N.M. Ananthapadmanabhan	Independent	25-09-2014		
			D. Ranganathan	Executive	25-09-2014		
			B. Sriram	Independent	25-09-2014		
			K. Narendra	Independent	25-12-2015		
2	Nomination & Remuneration Committee	Yes	N.M. Ananthapadmanabhan	Independent	25-09-2014		
			N. Athimoolam Naidu	Independent	25-09-2014		
			B. Sriram	Independent	25-09-2014		
3	Risk managemnet Committee (if applicable)		NA				
4	Stakeholders Relationship Committee	Yes	N.M. Ananthapadmanabhan	Independent	25-09-2014		
			D. Ranganathan	Executive	25-09-2014		
			B. Sriram	Independent	25-09-2014		

III. Meeting of Board of Directors

Date(s) of meeting in the previous quarter	Date(s) of Meeting in relevant quarter	Whether requirement of quorum met	Number of Directors present	Number of Independent Directors present	Maximum gap between any two consecutive meetings	
14-11-2022	09-02-2023	Yes	7	3	86	

IV. Meeting of Committees

Date(s) of Meeting of the committee in relevant quarter	Whether requirement of quorum met (details)	Number of Directors present	Number of independent Directors present	Date(s) of meeting of the Committee in the previous quarter	Maximum gap between any two consecutive meetings (No. of days)	
Audit Committee : 09-02-2023	Yes	3	2	14-11-2022	86	

V. Related Party Transactions

Subject		Compliance status (Yes/No/NA)
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 have been reviewed by Audit Committee		Yes

VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
2. The composition of the following Committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
   a. Audit Committee, b.Nomination and Remuneration Committee, c.Stakeholders Relationship Committee,
   d. Risk management Committee (applicable to top 100 listed companies)
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
4. 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 requrements) Regulations, 2015
5. This report and / or the report submitted in the previous quarter has been placed before the Board of Directros. Any comments / observations /advice of the Board of Directors are mentioned here:
   The previous report was placed before the Board of Directors at the Meeting on 09-02-2023. The Board noted the same.

Name & Designation : V.K.SWAMINATHAN
Company Secretary / Compliance Officer

VEEJAY LAKSHMI ENGINEERING WORKS LIMITED **ANNEXURE II**

FORMAT SUBMITTED BY THE ENTITY AT THE END OF THE FINANCIAL YEAR (For the whole financial year) 31-03-2023

I. Disclosure on website in terms of Listing Regulations		
ITEM	**Compliance status (Yes / No / NA)**	**If Yes provide link to website. If No / NA**
As per regulation 46(2) of the LODR		
a)Details of business	Yes	www.veejaylaksh mi.
b)Terms and conditions of appointment of Independent directors	Yes	
c)Composition of various committees of board of directors	Yes	
d)Code of conduct of directors and senior management personnel	Yes	
e)Details of establishment of vigil mechanism / whistle blower policy	Yes	
f)Criteria of making payments to non-executive directors	Yes	
g)Policy on dealing with related party transactions	Yes	
h)Policy for determining 'material' subsidiaries	NA	Company has no subsidiary
i)Details of familiarisation programs imparted to independent directors i)	Yes	
j) Email address for grievance redressal and other relevant details	Yes	
j)Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	
k)E mail addresses for grievance redressal and other relevant details	Yes	
l)Financial results	Yes	
m)Shareholding pattern	Yes	
n)Details of agreements entered into with media companies / their associates	NA	No agreements
o)Schedule of analyst or institutional investor meet and presentations madeby the listed entity to analyse and simultaneously with submission to stock exchange. to analysts or institutional investors simultaneously with submission to stock exchange.	NA	No meets
p)New name and old name of the listed entity	NA	No change in name
q)Advertisements as per regulation 47 (1)	Yes	
r)Credit rating or revision in credit rating obtained by the entity for all its outstaning instruments	Yes	No outstanding instruments
s)Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA	No subsidiary
As per other regulations of the LODR		
a) Whether company has provided information under separate section on its website as per regulation 46(2)	Yes	
b) Materiality policy as per regulation 30	Yes	
c) Dividend distribution policy as per regulation 43A (as applicable)	N A	No dividend declrn.
It is certified that these contents on the website of the listed entity are correct.		

II. Annual Affirmations		
Particulars	**Regulation Number**	**Compliance status (Yes / No / NA)**
Independent directors have been appointed in terms of specified criteria of 'independence'and / or 'eligibility'	16(1)(b) &25(6)	Yes
Board Composition	17(1), 17(1A), & 17(	Yes
Meeting of Board of Directors	17(2)	Yes
Quorum of board meeting	17(2A)	Yes
Review of compliance reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of conduct	17(5)	Yes
Fees / compensation	17(6)	Yes
Minimum information	17(7)	Yes
Compliance certificate	17(8)	Yes
Risk assessment & management	17(9)	NA
Performance evaluation of independent directors	17(10)	Yes
Recommendation of board	17(11)	Yes
Maximum number of directorship	17A	Yes
Composition of audit committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of nomination & remuneration committee	19(1) & (2)	Yes
Quorum of nomination & remunerationcommittee	19(2A)	Yes
Composition of stakeholder relationship committee	20(1) &(20(2A))	Yes
Quorum of stakeholder relationship committee	20 (3A)	Yes
Composition and role of risk management committee	21(1), (2), (3), (4)	NA
Meeting of risk management committee	21(3A)	NA
Vigil machanism	22	Yes
Policy for related party transaction	23(1),(5),(6),(7) & (8)	Yes
Prior or omnibus approval of Audit Committee for all related party transactions	23(2) & (3)	Yes
Approval for material related party transactions	23(4)	NA
Disclosure of related party transactions on consolidated basis.	23(9)	Yes
Composition of board of directors of unlisted material subsidiery	24(1)	NA
Other corporate governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA
Annual secretarial compliance report	24(A)	Yes
Alternate director to independent director	25(1)	Yes
Maximum tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarisation of independent directors	25(7)	Yes
Declaration from Independent director	25(8), (9)	Yes
Directors and officers insurance	25(10)	NA
Memberships in committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of board of directors and senior management personnel	26(3)	Yes
Disclosure of shareholding by nonexecutive directors	26(4)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & (5)	Yes

III Affirmations :

The Listed Entity has approved Material subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. : *Not applicable - the company has no subsidiary*

V.K.Swaminathan
Company Secretary / Compliance Officer