ANNEXURE I

(Reg. 27(2)

Format to be submitted by listed entity on quarterly basis

1. Name of listed entity : **VEEJAY LAKSHMI ENGINEERING WORKS LIMITED**

2. Quarter ending : SEPTEMBER 30, 2022

## 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<br>DIN: 000137340 | Chairman<br>Nonexecutive | 26-08-1974 | | | | 12-03-1942 | 1 | | Nil | Nil |
| Mr | J. Anand | PAN: ACBPA4631L<br>DIN: 00137425 | Executive | 12-06-1995 | 01-10-2019 | | | 23-09-1971 | 1 | | Nil | Nil |
| Mr | N.M. Anantha padmanabhan | PAN : AAXPA9084H<br>DIN: 00014436 | Nonexecutive - Independent | 25-09-2014 | 25-09-2019 | | 96 | 10-03-1935 | 1 | 1 | 2 | 2 |
| Mr | N. Athimoolam Naidu | PAN : NRI<br>DIN: 01410988 | Nonexecutive - Independent | 25-09-2014 | 25-09-2019 | | 96 | 19-04-1943 | 1 | 1 | Nil | Nil |
| Mr | B. Sriram | PAN: ARRPS6016J<br>DIN: 00151097 | Nonexecutive - Independent | 25-09-2014 | 25-09-2019 | | 96 | 18-12-1970 | 1 | 1 | 2 | Nil |
| Mr | D. Ranganathan | PAN: ACKPR5617A<br>DIN: 00137566 | Executive | 24-06-2005 | 24-06-2019 | | | 28-04-1952 | 1 | | 2 | Nil |
| Ms | Arthi Anand | PAN:ABRPA8936B<br>DIN: 07151584 | Non-executive | 30-03-2015 | | | | 11-05-1977 | 1 | | Nil | Nil |
| Mr | K. Narendra | PAN: AAGPN1354A<br>DIN:00412219 | Nonexecutive - Independent | 25-12-2015 | 25-12-2020 | | 81 | 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 | |
|---|---|---|---|---|---|---|
| 05-05-2022 | 11-08-2022 | Yes | 6 | 2 | 97 | |

## 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 : 11-08-2022 | Yes | 3 | 2 | 05-05-2022 | 97 | |

## 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 11-08-2022. The Board noted the same.*

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

Veejay Lakshmi Engineering Works Limited • CBE-22 •

ANNX IV

**FORMAT TO BE SUBMITTED TWICE A YEAR, ON A HALF YEARLY BASIS BY THE LISTED ENITY AT THE END OF EVERY 6 MONTHS OF THE FINANCIAL Y**

**Half year ending : 30-09-2022**

**I. Disclosure of Loans / guarantees / comfort letters / securities etc.**

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to :

| Entity | Aggregate amount advanced during six months | Balance outstanding at th end of |
|---|---|---|
| Promoter or any other entity controlled by them | 0 | 0 |
| Promoter Group or any other entity controlled by them | 0 | 0 |
| Directors (including relatives) or any other entity controlled by them | 0 | 0 |
| KMPs or any other entity controlled by them | 0 | 0 |

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly in connection with any loan(s) or any other form of debt availed by:

| Entity | Type (guarantee, comfort letter etc.) | Aggregate amount of assuance during six months | Balance outstanding at the end of six months (taking into |
|---|---|---|---|
| Promoter or any other entity | Nil | 0 | 0 |
| Promoer group or any other entity controlled by them | Nil | 0 | 0 |
| Directors(including relatives) or ay other entity | Nil | 0 | 0 |
| KMPs or any other entity controlled by them | Nil | 0 | 0 |

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

| Entity | Type of security (cash, shares etc.) | Aggregate of security provided during six months | Balance outstanding at the end of six months |
|---|---|---|---|
| Promoter or any other entity | Nil | 0 | 0 |
| Promoer group or any other | Nil | 0 | 0 |
| Directors(including relatives) or ay other entity | Nil | 0 | 0 |
| KMPs or any other entity controlled by them | Nil | 0 | 0 |

**II. Affirmation :**

All loans (or any other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or any other form of debt) given directly or indierctly by the listed entity to promoters, promoter group, director(s) (including their relatives, key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.

| | |
|---|---|
| Name & Designation<br>CEO / CFO | D. RANGANATHAN<br>Chief Financial Officer |

**ANNEXURE III**

**Format to be submitted by listed entity at the end of six(6) months from the close of financial year.**

| **Affirmations** | | |
|---|---|---|
| **Broad heading** | **Regulation Number** | **Compliance status (Yes/No/ NA)** |
| 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 |
| Presence of Chairperson of Audit Committee at Annual General Meeting | 18(1)(d) | Yes |
| Presence of Chairperson of Nomination and Remuneration committee at the Annual general meeting | 19 (3) | Yes |
| Presence of Chairperson of the Stakeholder Relationship committee at the Annual general meeting | 20 (3) | Yes |
| Whether Corporate Governance Report disclosed in Annual report | 34 (3) & para C of Schedule V | Yes |
| Name & Designation | V.K. Swaminathan<br>Company Secretary /<br>Compliance Officer | |

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