

Corporate Governance Report

1. Name of Listed Entity - **Trigyn Technologies Limited**
2. Quarter ending : **June 30, 2018**

I. Composition of Board of Directors

| Title (Mr./ Ms.) | Name of the Director | DIN | Category (Chairperson / Executive / Non-Executive / Independent / Nominee) | Date of Appointment in the current term | Date of cessation | Tenure (in months) | Date of Birth | Number of Directorship in listed entities including this listed entity [Refer Regulation 25(1)] | Number of memberships in Audit/ Stakeholders Relationship Committee(s) including this listed entity [Refer Regulation 26(1)] | Number of post of Chairperson in Audit / Stakeholders Relationship Committee held in listed entities including this listed entity [Refer Regulation 26(1)] |
|-------------------------|-------------------------------|------------|---|--|--------------------------|---------------------------|----------------------|--|---|---|
| Mr | Ramachandran Ganapathi | 00103623 | Chairperson -Executive Director | 27-10-2006 | - | - | 28-06-1955 | 4 | 9 | 0 |
| Ms | Bhavana Rao | 02326788 | Executive Director | 17-05-2018 | - | - | 15-09-1983 | 1 | 2 | 0 |
| Mr | Dr. Raja Mohan Rao Potluri | 00157346 | Non-Executive - Non Independent Director | 06-06-2018 | - | - | 15-07-1951 | 1 | 1 | 0 |
| Mr | Venkata Cherukuri Varaprasad | 00556469 | Non-Executive - Independent Director | 26-09-2014 | - | 45 | 17-06-1953 | 1 | 1 | 0 |
| Mr | Bhiva Rao Rajdhar Patil | 03279483 | Non-Executive - Independent Director | 26-09-2014 | - | 45 | 13-03-1941 | 1 | 2 | 1 |
| Mr | Vivek Virendra Khare | 02877606 | Non-Executive - Independent Director | 26-09-2014 | - | 45 | 01-09-1953 | 1 | 2 | 1 |
| Mr | Subramaniam Mohan Narayanan | 01510020 | Non-Executive - Independent Director | 26-09-2014 | - | 45 | 21-05-1958 | 1 | 1 | 0 |
| Mr | Atiqur Rahman Ansari | 00200187 | Non-Executive - Independent Director | 26-09-2014 | - | 45 | 01-07-1952 | 1 | 2 | 0 |
| Mr | Pradeep Kumar Panja | 03614568 | Non-Executive - Independent Director | 01-11-2016 | - | 19 | 02-10-1955 | 1 | 1 | 0 |
| Mr | Kodumudi Sambamurthi Sripathi | 02388109 | Non-Executive - Independent Director | 21-10-2016 | - | 20 | 09-10-1951 | 1 | 1 | 0 |

II. Composition of Committees

| Name of Committee | Whether Regular chairperson appointed | Name of Committee members | Category (Chairperson / Executive / Non-Executive / Independent / Nominee) | Date of Appointment | Date of Cessation |
|--|---------------------------------------|-------------------------------|--|---------------------|-------------------|
| 1. Audit Committee | Yes | Ramachandran Ganapathi | Executive Director | 27-10-2006 | - |
| | | Vivek Virendra Khare | Non-Executive - Independent Director - Chairman | 06-10-2009 | - |
| | | Bhavana Rao | Executive Director | 09-02-2011 | - |
| | | Dr. Raja Mohan Rao Potluri | Non-Executive - Non Independent Director | 04-08-2017 | - |
| | | Bhiva Rao Rajdhar Patil | Non-Executive - Independent Director | 01-10-2010 | - |
| | | Atiqur Rahman Ansari | Non-Executive - Independent Director | 14-08-2013 | - |
| | | Subramaniam Mohan Narayanan | Non-Executive - Independent Director | 04-08-2017 | - |
| | | Kodumudi Sambamurthi Sripathi | Non-Executive - Independent Director | 04-08-2017 | - |
| 2. Nomination and Remuneration Committee Meeting | Yes | Pradeep Kumar Panja | Non-Executive - Independent Director | 04-08-2017 | - |
| | | Bhiva Rao Rajdhar Patil | Non-Executive - Independent Director | 01-10-2010 | - |
| | | Atiqur Rahman Ansari | Non-Executive - Independent Director - Chairman | 03-02-2016 | - |
| | | Vivek Virendra Khare | Non-Executive - Independent Director | 06-10-2009 | - |
| | | Subramaniam Mohan Narayanan | Non-Executive - Independent Director | 14-08-2013 | - |
| 3. Stakeholders' Relationship Committee | Yes | Dr. Raja Mohan Rao Potluri | Non-Executive - Non Independent Director | 04-08-2017 | - |
| | | Ramachandran Ganapathi | Executive Director | 27-10-2006 | - |
| | | Bhavana Rao | Executive Director | 09-02-2011 | - |
| | | Venkata Cherukuri Varapasad | Non-Executive - Independent Director | 26-09-2006 | - |
| | | Vivek Virendra Khare | Non-Executive - Independent Director | 06-10-2009 | - |
| | | Bhiva Rao Rajdhar Patil | Non-Executive - Independent Director | 01-10-2010 | - |
| 4. Risk Management Committee | Yes | Atiqur Rahman Ansari | Non-Executive - Independent Director - Chairman | 14-08-2013 | - |
| | | Bhavana Rao | Executive Director | 07-08-2015 | - |
| | | Bhiva Rao Rajdhar Patil | Non-Executive - Independent Director | 07-08-2015 | - |
| 5. Corporate Social Responsibility Committee | Yes | Atiqur Rahman Ansari | Non-Executive - Independent Director | 07-08-2015 | - |
| | | Dr. Raja Mohan Rao Potluri | Non-Executive - Non Independent Director | 23-05-2014 | - |
| | | Bhavana Rao | Executive Director - Chairman | 23-05-2014 | - |
| | | Atiqur Rahman Ansari | Non-Executive - Independent Director | 23-05-2014 | - |

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 | Maximum gap between any two consecutive meetings (in number of days) |
|---|---|--|
| February 8, 2018 | May 17, 2018 | 97 |

IV. Meetings of Committees

| Name of the Committee | Date(s) of meeting of the committee in the relevant quarter | Whether requirement of Quorum met (details) | Date(s) of meeting of the committee in the previous quarter | Maximum gap between any two consecutive meetings in number of days |
|-------------------------------------|---|---|---|--|
| Audit Committee | May 17, 2018 | Yes | February 8, 2018 | 97 |
| Stakeholders Relationship Committee | May 17, 2018 | Yes | February 8, 2018 | 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 | NA |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | Yes |
| Affirmations | 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 b. Nomination and Remuneration Committee c. Stakeholders' Relationship Committee d. Risk Management Committee (applicable to the top 100 listed companies) | Yes |
| 3. The above committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. | Yes |
| 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 Requirements) Regulations, 2015. | Yes |

The report submitted for the previous quarter ended March 31, 2018 has been placed before Board of Directors. No comments / observations / advice were received from the Board of Directors.

This report will be placed before Board of Directors at its next meeting. Any comments / observations / advice of Board of Directors will be mentioned.

Name: Mukesh Tank
Designation: Company Secretary
Date: July 7, 2018