


ANNEXURE I
CORPORATE GOVERNANCE REPORT

1. Name of Listed Entity - Swelect Energy Systems Limited
2. Quarter ending - 30-Sep-2019

i. Composition Of Board Of Director

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of Cessation	Tenure	Date of Birth	No. of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	No 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	Members hip in Committees of the Company	Remarks
Mr.	SUNDARAM ANNADURAI	00137561	AAGPA6898N	ID, C & NED		28-Jun-2017	28-Jun-2017		60	31-Jul-1949	1	1	1	0	AC	
Mr.	CHELLAPPAN GOUNDER RAMASAMY	00016958	AACPCS070G	ED	MD	12-Sep-1994	01-May-2015		60	08-May-1953	1	0	0	0	RMC	
Mr.	BALAN ARTHANARI	00017091	AEDPB0538H	ED		03-Oct-2015	03-Oct-2015		60	10-May-1953	1	0	0	0		
Mr.	NACHIAPPAN KONGANAPURAM VENKATESAN	00017182	ABWPN7227K	ED		20-Apr-2018	20-Apr-2018		60	30-Sep-1965	1	0	1	0	SC	
Mr.	RAGHUNATH VENKATAGIRI CHELLAPPAN	00703922	AJRPR3760L	ED		11-Nov-2013	28-Jul-2019		60	11-Jul-1981	1	0	0	0	RMC	
Mrs.	JAYASHREE NACHIAPPAN	03173327	AAFPI3283P	NED		13-Aug-2012	13-Aug-2012		0	15-Dec-1966	1	0	2	0	AC, SC, RC, NRC	
Mr.	GNANASEKAR SUKUMAR SAMUEL	05284689	AASPS4434L	ID		03-Oct-2015	03-Oct-2015		60	31-May-1951	2	2	0	2	AC, SC, NRC	

For SWELECT ENERGY SYSTEMS LIMITED


R. SATHISHKUMAR
Company Secretary

Mr.	KRISHNAN SUDARSANAM	071 636 29	AAKP K9127 A	ID		23-Jul-2018	01-Apr-2019	60	01-Jun-1961	1	0	0	NRC
Mrs.	MIRUNALINI VENKATAGIRI CHELLAPPAN	078 601 75	AOBP M748 8M	ED		28-Jun-2017	28-Jun-2017	60	08-Dec-1984	1	0	0	
Mr.	INIYAN SELVARAJAN	083 554 47	AAEP I8209 H	ID		01-Apr-2019	01-Apr-2019	60	28-May-1961	1	0	0	

Company Remarks	Mr. R. Chellappan, was re-appointed as Managing Director of the Company for a period of five years w.e.f. 01.05.2020 by the Shareholders at the Annual General Meeting held on 9.8.2019.
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	GNANASEKAR SUKUMAR SAMUEL	ID	Chairperson	10-May-2018	
2	SUNDARAM ANNADURAI	ID,C & NED	Member	10-May-2018	
3	JAYASHREE NACHIAPPAN	NED	Member	05-Aug-2013	

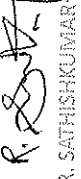
Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	GNANASEKAR SUKUMAR SAMUEL	ID	Chairperson	01-Apr-2019	
2	NACHIAPPAN KONGANAPURAM VENKATESAN	ED	Member	01-Apr-2019	
3	JAYASHREE NACHIAPPAN	NED	Member	05-Nov-2012	

Company Remarks	
Whether Permanent chairperson appointed	Yes

FOR SVELECT ENERGY SYSTEMS LIMITED


R. SATHISHKUMAR
Company Secretary

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	CHELLAPPAN GOUNDER RAMASAMY	ED	Member	01-Apr-2008	
2	RAGHUNATH VENKATAGIRI CHELLAPPAN	ED	Member	06-Feb-2014	
3	JAYASHREE NACHIAPPAN	NED	Member	06-Feb-2014	

Company Remarks	
Whether Permanent chairperson appointed	No

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	GNANASEKAR SUKUMAR SAMUEL	ID	Chairperson	01-Apr-2019	
2	KRISHNAN SUDARSANAM	ID	Member	01-Apr-2019	
3	JAYASHREE NACHIAPPAN	NED	Member	03-Oct-2015	


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	Number of Independent Directors present
28-May-2019	08-Jul-2019	Yes	7	4
	12-Aug-2019	Yes	10	4
	16-Sep-2019	Yes	9	4

Company Remarks	
Maximum gap between any two consecutive (in number of days)	40

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R. SATHISHKUMAR
Company Secretary

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during 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	28-May-2019		Yes	2	2
Audit Committee		12-Aug-2019	Yes	3	2
Nomination & Remuneration Committee	28-May-2019		Yes	2	2

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	75

v. Related Party Transactions

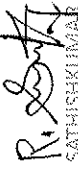
Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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vi. Affirmations

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - Yes
- The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
 - Audit Committee - Yes
 - Nomination & remuneration committee - Yes
 - Stakeholders relationship committee - Yes
 - Risk management committee (applicable to the top 100 listed entities) - Not applicable
- 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
- 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

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R. SATHISHKUMAR
Company Secretary

5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - Yes
 b. Any comments/observations/advice of Board of Directors may be mentioned here:

The report of the previous quarter was placed at the Board Meeting held on 12.08.2019 and there were no comments or observations. This report will be placed in the ensuing Board Meeting for comments/observation/advice of the Board Members.

Name : R SATHISHKUMAR
 Designation : Company Secretary & Compliance Officer

ANNEXURE III

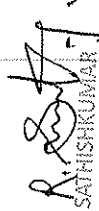
Affirmations

Broad Heading	Regulation Number	Compliance Status	Company Remark
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 the Annual General Meeting	18(1)(d)	Yes	
Presence of Chairperson of the 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) read with para C of Schedule V	Yes	

Note:

Name : R SATHISHKUMAR
 Designation : Company Secretary & Compliance Officer

FOR SWELECT ENERGY SYSTEMS LIMITED


 R. SATHISHKUMAR
 Company Secretary

