

General information about the company	
Scrip code	532051
NSE Symbol	SWELECTES
MSEI Symbol	NOTLISTED
ISIN	INE409B01013
Name of the entity	SWELECT ENERGY SYSTEMS LIMITED
Date of start of financial year	01-04-2020
Date of end of financial year	31-03-2021
Reporting Quarter	Quarterly
Date of Report	30-06-2020
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities

**Annexure I**

**Annexure I to be submitted by listed entity on quarterly basis**

**I. Composition of Board of Directors**

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

No

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of members in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	SUNDARAM ANNADURAI	AAGPA6898N	00137561	Non-Executive - Independent Director	Chairperson		31-07-1949	NA		28-06-2017	28-06-2017		36	1	1	1	0		

2	Mr	CHELLAPPAN GOUNDER RAMASAMY	AACPC5 070G	00016 958	Executi ve Director	Not Applica ble	MD	08- 05- 19 53	NA		12-09- 1994	01-05- 2020			1	0	0	0		
3	Mr	BALAN ARTHANARI	AEDPB0 538H	00017 091	Executive Director	Not Applica ble		10- 05- 19 53	NA		03-10- 2015	03-10- 2015			1	0	0	0		
4	Mr	NACHIAPPAN KONGANAP URAM VENKATES AN	ABWPN7 227K	00017 182	Executi ve Director	Not Applica ble		30- 09- 19 65	NA		20-04- 2018	20-04- 2018			1	0	1	0		
5	Mr	RAGHUNA TH VENKATA GIRI CHELLAPP AN	AJRPR37 60L	00703 922	Executi ve Director	Not Applica ble		11- 07- 19 81	NA		11-11- 2013	28-07- 2019			1	0	0	0		
6	Ms	JAYASHRE E NACHIAPP AN	AAFJ32 83P	03173 327	Non- Executiv e - Non Independ ent Director	Not Applica ble		15- 12- 19 66	NA		13-08- 2012	13-08- 2012			1	0	2	0		
7	Mr	GNANASE KAR SUKUMAR SAMUEL	AASPS44 34L	05284 689	Non- Executive - Independ ent Director	Not Applica ble		31- 05- 19 51	NA		03-10- 2015	03-10- 2015	57		2	2	0	2		
8	Mr	KRISHNAN SUDARSA NAM	AAKPK9 127A	07163 629	Non- Executive - Independent Director	Not Applica ble		01- 06- 19 61	NA		23-07- 2018	01-04- 2019	23		1	1	0	0		

## I. Composition of Board of Directors

### Disclosure of notes on composition of board of directors explanatory

#### Whether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directors hip in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directors hip in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairpersons on in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
9	Mrs	MIRUNALI VENKATA GIRI CHELLAPPAN	AOBPM7488M	07860175	Executive Director	Not Applicable		08-12-1984	NA		28-06-2017	28-06-2017			1	0	0	0		
10	Mr	INIYAN SELVARAJAN	AAEPI8209H	08355447	Non-Executive - Independent Director	Not Applicable		28-05-1961	NA		01-04-2019	01-04-2019		15	1	1	0	0		

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	05284689	GNANASEKAR SUKUMAR SAMUEL	Non-Executive - Independent Director	Chairperson	10-05-2018		
2	00137561	SUNDARAM ANNADURAI	Non-Executive - Independent Director	Member	10-05-2018		
3	03173327	JAYASHREE NACHIAPPAN	Non-Executive - Non Independent Director	Member	05-08-2013		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr. No.	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	05284689	GNANASEKAR SUKUMAR SAMUEL	Non-Executive - Independent Director	Chairperson	10-05-2018		Textual Information(1)
2	07163629	KRISHNAN SUDARSANAM	Non-Executive - Independent Director	Member	01-04-2019		
3	03173327	JAYASHREE NACHIAPPAN	Non-Executive - Non Independent Director	Member	03-10-2015		

**Text Block**

Textual Information(1)

Mr. G. S. Samuel, inducted as a member of the Committee with effect from 10.5.2018 and became Chairman of the Committee with effect from 1.4.2019.

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr. no.	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	05284689	GNANASEKAR SUKUMAR SAMUEL	Non-Executive - Independent Director	Chairperson	01-04-2019		
2	00017182	NACHIAPPAN KONGANAPURAM VENKATESAN	Executive Director	Member	01-04-2019		
3	03173327	JAYASHREE NACHIAPPAN	Non-Executive - Non Independent Director	Member	05-11-2012		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					No		
Sr. no.	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00016958	CHELLAPPAN GOUNDER RAMASAMY	Executive Director	Member	01-04-2008		
2	00703922	RAGHUNATH VENKATAGIRI CHELLAPPAN	Executive Director	Member	06-02-2014		
3	03173327	JAYASHREE NACHIAPPAN	Non-Executive - Non Independent Director	Member	06-02-2014		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr. No.	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00137561	SUNDARAM ANNADURAI	Non-Executive - Independent Director	Chairperson	01-04-2019		
2	00016958	CHELLAPPAN GOUNDER RAMASAMY	Executive Director	Member	06-02-2014		
3	00703922	RAGHUNATH VENKATAGIRI CHELLAPPAN	Executive Director	Member	06-02-2014		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
NIL						

**Annexure 1**

**Annexure 1**

**III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory							Textual Information(1)
Sr. No.	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	11-02-2020				Yes		
2	15-02-2020		3		Yes		

**Text Block**

Textual Information (1)	<p>SEBI vide circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/38 dated March 19, 2020 and vide circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/106 dated June 24, 2020 had provided for extension of time line for the submission of financial results for the quarter/half year/ financial year ended 31st March, 2020 as per Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR Regulations) due to the ongoing impact of the CoVID-19 Pandemic for a period up to 31.7.2020.</p> <p>Further, SEBI, vide circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/38 dated March 19, 2020 and vide circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/110dated June 26, 2020, 2020 relaxed the requirement of the maximum stipulated time gap of 120 days between two meetings of the Board and Audit Committees of listed entities, as is required under Regulation 17(2) and 18 (2) (a) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR Regulations) for a period up to 31.7.2020.</p> <p>Also, MCA vide General Circular No. 11/2020 dated 24.3.2020 had relaxed the requirement of the maximum stipulated time gap of 120 days between two meetings of the board and Audit Committees as per Section 173 of the Companies Act, 2013 for a period up to 30th September 2020 by extended a period to 180 days, instead of 120 days.</p> <p>Therefore, based on the above circulars received from both SEBI and MCA, there was no Board Meeting or Committee Meetings held during the quarter ended 30.06.2020. However, the Meeting of the Board of Directors of the Company was held on 08th July, 2020 for approving the Audited financial results of the Company for the quarter and year ended 31.3.2020.</p>
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**Annexure 1**

**IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory							Textual Information(1)	
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)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No )	Number of Directors present*	No. of Independent Directors attending the meeting*
1	Audit Committee	10-02-2020				Yes		
2	Nomination and remuneration committee	11-02-2020				Yes		
3	Stakeholders Relationship Committee	10-02-2020				Yes		

**Text Block**

Textual Information(1)	<p>SEBI vide circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/38 dated March 19, 2020 and vide circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/106 dated June 24, 2020 had provided for extension of time for the submission of financial results for the quarter/half year/ financial year ending 31st March, 2020 as per Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR Regulations) due to the ongoing impact of the CoVID-19 Pandemic.</p> <p>Further, SEBI, vide circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/38 dated March 19, 2020 and vide circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/110 dated June 26, 2020 relaxed the requirement of the maximum stipulated time gap of 120 days between two meetings of the Board and Audit Committees of listed entities, as is required under Regulation 17(2) and 18(2) (a) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR Regulations).</p> <p>Also, MCA vide General Circular No. 11/2020 dated 24.3.2020 had relaxed the requirement of the maximum stipulated time gap of 120 days between two meetings of the Board and Audit Committees as per Section 173 of the Companies Act, 2013 for a period up to 30th September 2020 by extended a period to 180 days, instead of 120 days.</p> <p>Therefore, based on the above circulars received from both SEBI and MCA, there was no Committee Meetings held during the quarter ended 30.06.2020. However, the Meetings of the Audit Committee and Nomination and Remuneration Committee were held on 08th July, 2020 and Corporate Social Responsibility Committee was held on 07th July, 2020.</p>
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**Annexure 1****V. Related Party Transactions**

Sr. no.	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	
Disclosure of notes on related party transactions			Textual Information(1)

**Text Block**

Textual Information(1)	<p>SEBI vide circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/38 dated March 19, 2020 and vide circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/106 dated June 24, 2020 had provided for extension of time for the submission of financial results for the quarter/half year/ financial year ending 31st March, 2020 as per Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR Regulations) due to the ongoing impact of the CoVID-19 Pandemic.</p> <p>Further, SEBI, vide circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/38 dated March 19, 2020 and vide circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/110 dated June 26, 2020 relaxed the requirement of the maximum stipulated time gap of 120 days between two meetings of the Board and Audit Committees of listed entities, as is required under Regulation 17(2) and 18(2)(a) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR Regulations).</p> <p>Also, MCA vide General Circular No. 11/2020 dated 24.3.2020 had relaxed the requirement of the maximum stipulated time gap of 120 days between two meetings of the board and Audit Committees as per Section 173 of the Companies Act, 2013 for a period up to 30th September 2020 by extended a period to 180 days, instead of 120 days.</p> <p>Therefore, based on the above circulars received from both SEBI and MCA, there was no Audit Committee Meeting held during the quarter ended 30.06.2020. However, the Meeting of the Audit Committee was held on 08th July, 2020 where prior approval of audit committee for RPT was obtained and details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee.</p>
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**Annexure 1**

**VI. Affirmations**

Sr. no.	Subject	Compliance status (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	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities)	NA
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	No
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

**Annexure 1**

Sr. no.	Subject	Compliance status
1	Name of signatory	R SATHISHKUMAR
2	Designation	Company Secretary and Compliance Officer

**Text Block**

Textual Information(1)

SEBI vide circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/38 dated March 19, 2020 and vide circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/106 dated June 24, 2020 had provided for extension of time for the submission of financial results for the quarter/half year/ financial year ending 31st March, 2020 as per Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR Regulations) due to the ongoing impact of the CoVID-19 Pandemic.

Further, SEBI, vide circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/38 dated March 19, 2020 and vide circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/110 dated June 26, 2020 relaxed the requirement of the maximum stipulated time gap of 120 days between two meetings of the Board and Audit Committees of listed entities, as is required under Regulation 17(2) and 18(2)(a) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR Regulations).

Also, MCA vide General Circular No. 11/2020 dated 24.3.2020 had relaxed the requirement of the maximum stipulated time gap of 120 days between two meetings of the board and Audit Committees as per Section 173 of the Companies Act, 2013 for a period up to 30th September 2020 by extended a period to 180 days, instead of 120 days.

Therefore, based on the above circulars received from both SEBI and MCA, there was no Board Meeting held during the quarter ended 30.06.2020. However, the Meeting of the Board was held on 08th July, 2020 where the Report on Corporate Governance for the quarter ended 31.3.2020 was placed and there was no observation from the Board. The Report for the quarter ended 30.6.2020 will be placed in the ensuing Board Meeting and observation, if any, will be informed in the subsequent filing.

**Signatory Details**

Name of signatory	R SATHISHKUMAR
Designation of person	Company Secretary and Compliance Officer
Place	CHENNAI
Date	14-07-2020