

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Swelect Energy Systems Limited**
 2. Quarter ending - **31-Mar-2021**

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	Whether special resolution passed	Date of passing special resolution	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	Membership in Committees of the Company	Remarks
Mr	SUNDARAM ANNADURAI	00137561	AA GP A6 898 N	ID,C & NED		28-Jun-2017	28-Jun-2017		45	31-Jul-1949	NA		1	1	1	0	AC	
Mr	CHELLAPPAN GOUNDER RAMASAMY	00016958	AA CP C5 070 G	ED	MD	12-Sep-1994	01-May-2020			08-May-1953	NA		1	0	0	0	RMC	
Mr	BALAN ARTHANARI	00017091	AE DP B0 538 H	ED		03-Oct-2015	03-Oct-2020			10-May-1953	NA		1	0	0	0		

Mr	NACHIAPPAN KONGANAPURAM VENKATESAN	000 171 82	AB WP N7 227 K	ED		20- Apr- 2018	20- Apr- 2018			30- Sep- 1965	NA		1	0	1	0	SC	
Mr	RAGHUNATH VENKATAGIRI CHELLAPPAN	007 039 22	AJ RP R3 760 L	ED		11- Nov- 2013	28- Jul- 2019			11-Jul- 1981	NA		1	0	0	0	RMC	
Mrs	JAYASHREE NACHIAPPAN	031 733 27	AA FPJ 328 3P	NED		13- Aug- 2012	13- Aug- 2012			15- Dec- 1966	NA		1	0	2	0	AC,SC,R C,NRC	
Mr	GNANASEKAR SUKUMAR SAMUEL	052 846 89	AA SP S44 34 L	ID		03- Oct- 2015	03- Oct- 2015	56		31- May- 1951	NA		2	2	0	2	AC,SC,N RC	
Mr	KRISHNAN SUDARSANAM	071 636 29	AA KP K9 127 A	ID		23- Jul- 2018	01- Apr- 2019	32		01- Jun- 1961	NA		1	1	0	0	NRC	
Mrs	MIRUNALINI VENKATAGIRI CHELLAPPAN	078 601 75	AO BP M7 488 M	ED		28- Jun- 2017	28- Jun- 2017			08- Dec- 1984	NA		1	0	0	0		
Mr	INIYAN SELVARAJAN	083 554 47	AA EPI 820 9H	ID		01- Apr- 2019	01- Apr- 2019	24		28- May- 1961	NA		1	1	0	0		

Company Remarks	
Whether Regular chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

ii. Composition of Committees

a. Audit Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
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

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
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

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	CHELLAPPAN GOUNDER RAMASAMY	ED	Chairperson	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	Yes

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	GNANASEKAR SUKUMAR SAMUEL	ID	Chairperson	10-May-2018	
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
12-Nov-2020	22-Jan-2021	Yes	7	4
23-Dec-2020	12-Feb-2021	Yes	10	4
	12-Mar-2021	Yes	10	4

Company Remarks	
Maximum gap between any two consecutive (in number of days)	29

iv. **Meeting of Committees**

Name of the Committee	Date(s) of meeting during of 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	12-Nov-2020		Yes	3	2
Audit Committee		12-Feb-2021	Yes	3	2
Nomination & Remuneration Committee	12-Nov-2020		Yes	3	2
Nomination & Remuneration Committee		12-Feb-2021	Yes	3	2
Stakeholders Relationship Committee		12-Feb-2021	Yes	3	1

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	91

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	
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VI. Affirmations

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**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Not applicable**
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. - **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**
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:

Name : **R SATHISHKUMAR**
Designation : **Company Secretary & Compliance Officer**

ANNEXURE II

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations			
Item	Compliance status	Company Remark	Website
As per regulation 46(2) of the LODR:			
Details of business	Yes		swelectes.com
Terms and conditions of appointment of	Yes		swelectes.com/investors/
Composition of various committees of	Yes		swelectes.com/investors/
Code of conduct of board of directors and	Yes		swelectes.com/investors/
Details of establishment of vigil mechanism/	Yes		swelectes.com/investors/
Criteria of making payments to non-	Yes		swelectes.com/investors/
Policy on dealing with related party	Yes		swelectes.com/investors/
Policy for determining 'material' subsidiaries	Yes		swelectes.com/investors/
Details of familiarization programs imparted	Yes		swelectes.com/investors/
Email address for grievance redressal and other relevant details entity who are	Yes		swelectes.com/investors/
Contact information of the designated	Yes		swelectes.com/investors/
Financial results	Yes		swelectes.com/investors/
Shareholding pattern	Yes		swelectes.com/investors/
Details of agreements entered into with the media companies and/or their associates	Yes		swelectes.com/investors/
Schedule of analyst or institutional investor meet and presentations made by the listed	Not Applicable		
New name and the old name of the listed	Not		
Advertisements as per regulation 47 (1)	Yes		swelectes.com/investors/
Credit rating or revision in credit rating	Not		
Separate audited financial statements of	Yes		swelectes.com/investors/
As per other regulations of the LODR:			
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		swelectes.com/investors/
Materiality Policy as per Regulation 30	Yes		swelectes.com/investors/
Dividend Distribution policy as per	Not		
It is certified that these contents on the	Yes		swelectes.com/investors/
II Annual Affirmations			

Particulars	Regulation Number	Compliance status	Company Remark
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes	
<i>Board composition</i>	17(1), 17(1A) & 17(1B)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Quorum of Board meeting</i>	17(2A)	Yes	
<i>Review of Compliance Reports</i>	17(3)	Yes	
<i>Plans for orderly succession for appointments</i>	17(4)	Yes	
<i>Code of Conduct</i>	17(5)	Yes	
<i>Fees/compensation</i>	17(6)	Yes	
<i>Minimum Information</i>	17(7)	Yes	
<i>Compliance Certificate</i>	17(8)	Yes	
<i>Risk Assessment & Management</i>	17(9)	Yes	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	
<i>Recommendation of Board</i>	17(11)	Yes	
<i>Maximum number of directorship</i>	17A	Yes	
<i>Composition of Audit Committee</i>	18(1)	Yes	
<i>Meeting of Audit Committee</i>	18(2)	Yes	
<i>Composition of nomination & remuneration committee</i>	19(1) & (2)	Yes	
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Yes	
<i>Meeting of nomination & remuneration committee</i>	19(3A)	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	Yes	
<i>Meeting of stakeholder relationship committee</i>	20(3A)	Yes	
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Yes	
<i>Meeting of Risk Management Committee</i>	22	Not Applicable	
<i>Vigil Mechanism</i>	22	Yes	
<i>Policy for related party Transaction</i>	23(1), (1A), (5), (6)	Yes	
<i>Prior or Omnibus approval of Audit Committee for all related party</i>	23(2), (3)	Yes	

<i>Approval for material related party transactions</i>	23(4)	Not Applicable	
<i>Disclosure of related party transactions on consolidated basis</i>	23(9)	Yes	
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Yes	
<i>Other Corporate Governance requirements with respect to subsidiary of Annual Secretarial Compliance Report</i>	24(2),(3),(4),(5) & (6)	Yes	
<i>Alternate Director to Independent Director</i>	24(A)	Yes	
<i>Maximum Tenure</i>	25(1)	Yes	
<i>Meeting of independent directors</i>	25(2)	Yes	
<i>Familiarization of independent directors</i>	25(3) & (4)	Yes	
<i>Declaration from Independent Director</i>	25(7)	Yes	
<i>D & O Insurance for Independent</i>	25(8) & (9)	Yes	
<i>Memberships in Committees</i>	25(10)	Not Applicable	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(1)	Yes	
<i>Disclosure of Shareholding by Non-Executive Directors</i>	26(3)	Yes	
<i>Policy with respect to Obligations of directors and senior management</i>	26(4)	Yes	
	26(2) & 26(5)	Yes	

Other Information	
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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. - **Yes**

Other Information	
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Name : **R SATHISHKUMAR**
Designation : **Company Secretary & Compliance Officer**