

CORPORATE GOVERNANCE REPORT FOR THE QUARTER ENDED 31st DECEMBER 2021

1. Name of Listed Entity: **ADTECH SYSTEMS LIMITED**

2. Quarter ending: **31st Dec 2021**

I. COMPOSITION OF BOARD OF DIRECTORS										
Sl. No.	Name of the Director	PAN & DIN	Category (Chairperson/ Executive / Non-Executive/ Independent/ Nominee)	Initial Date of Appointment	Date of Appointment in the current term/ cessation	Tenure	Date of Birth	Number of Directorship in listed entities including this listed entity	Number of Memberships in Audit/ Stakeholder Committee(s) including this listed entity	Number of post of Chairpersons on in Audit/ Stakeholder Committee held in listed entities including this listed entity
1	M.R.SUBRAMONIAN	PAN-ACOPR1385H DIN-359515	EXECUTIVE-MANAGING DIRECTOR	05-02-1990	01-09-2021	5 YEARS	29-02-1960	1	2	
2	M.R.KRISHNAN	PAN-AEOPR0691G DIN-359630	EXECUTIVE DIRECTOR	05-02-1990	01-09-2021	5 YEARS	17-02-1963	1		



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ADTECH SYSTEMS LIMITED

3	M.R.NARAYANAN	PAN- ACKPR3304C DIN-0044926	NON EXECUTIVE DIRECTOR (CHAIRMAN)	05-02-1990	30-09-2021	ONE YEAR	17-04-1951	1	1	1
4	N.SURESH	PAN- ABGPN2024A DIN-385139	INDEPENDENT DIRECTOR	24-09-2014	21-09-2019	5 YEARS	25-03-1959	1		
5	K.MANMATHAN NAIR	PAN- ABIPN3794N DIN-173417	INDEPENDENT DIRECTOR	24-09-2014	21-09-2019	5 YEARS	08-12-1952	1		
6	P.K.ANANDAVALLY AMMAL	PAN- AEMPP5013L DIN-694217	INDEPENDENT WOMAN DIRECTOR	24-09-2014	21-09-2019	5 YEARS	23-12-1948	1		
7	DR AYYAPPAN.M	PAN- ABGPN2668C DIN-00117374	INDEPENDENT DIRECTOR	31-03-2021	31-03-2021	5 YEARS	22-05-1956	2	2	1
8	SURESH THIRUVANANTHAPU RAM VISWANATHAN	PAN- ABLPV8764G DIN- 01731169	INDEPENDENT DIRECTOR	31-03-2021	31-03-2021	5 YEARS	22-05-1960	1		
9	HARIKRISHNAN. RAJABHUSHANAN NAIR	PAN- ABQPN4887M DIN- 01728668	INDEPENDENT DIRECTOR	31-03-2021	31-03-2021	5 YEARS	30-05-1959	1	2	1

Whether Regular Chairperson is appointed : **Yes**

Whether Chairperson is related to managing director or CEO : **Yes**

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	HARIKRISHNAN. RAJABHUSHANAN NAIR	INDEPENDENT DIRECTOR(CHAIRMAN)	31-03-2021	
		M.R.SUBRAMONIAN	EXECUTIVE (MANAGING)DIRECTOR	31-03-2021	
		DR AYYAPPAN.M	INDEPENDENT DIRECTOR	31-03-2021	
2. Nomination & Remuneration Committee	Yes	SURESH THIRUVANANTHAPURAM VISWANATHAN	INDEPENDENT DIRECTOR (CHAIRMAN)	31-03-2021	
		M.R.NARAYANAN	NON-EXECUTIVE DIRECTOR	31-03-2021	
		HARIKRISHNAN. RAJABHUSHANAN NAIR	INDEPENDENT DIRECTOR	31-03-2021	
3. Risk Management Committee	NA	NOT APPLICABLE		31-03-2021	
4. Stakeholders Relationship Committee	Yes	M.R.NARAYANAN	NON-EXECUTIVE DIRECTOR (CHAIRMAN)	31-03-2021	
		M.R.SUBRAMONIAN	EXECUTIVE (MANAGING)DIRECTOR	31-03-2021	
		HARIKRISHNAN. RAJABHUSHANAN NAIR	INDEPENDENT DIRECTOR	31-03-2021	
5. Corporate Social Responsibility Committee	Yes	HARIKRISHNAN. RAJABHUSHANAN NAIR	INDEPENDENT DIRECTOR (CHAIRMAN)	31-03-2021	
		M.R.SUBRAMONIAN	EXECUTIVE (MANAGING) DIRECTOR	31-03-2021	
		N. SURESH	INDEPENDENT DIRECTOR	31-03-2021	



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	Maximum gap between any two consecutive (in number of days)
14 th AUGUST 2021	12 th NOVEMBER 2021	YES	9	6	90 Days
	11 th DECEMBER 2021	YES	9	6	29 Days

IV. MEETING OF COMMITTEES

Date(s) of meeting of the Audit Committee in the relevant quarter	Whether requirement of Quorum met (details)	Number of Directors present	Number of Independent Directors present	Date(s) of meeting of the Audit Committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
11 th NOVEMBER 2021	YES	3	2	14 th AUGUST 2021	90 Days
10 th DECEMBER 2021	YES	3	2		29 Days

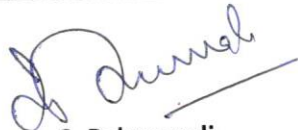
V. RELATED PARTY TRANSACTIONS

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. **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 – **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. The Corporate Governance Report submitted in the previous quarter(14th August 2021) was placed in the Meeting of Directors, held on 12th November 2021 the said Report is reviewed and noted by the Board without any comments/observations. **Yes**



Name : S. Balamurali

Designation: Company Secretary

