## ANNEXURE I

**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity **-** **Cerebra Integrated Technologies Limited**
2. Quarter ending **- 31-Dec-2023**
3. **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 the director is disqualified? | Start Date of disqualification | End Date of disqualification | Details of disqualification | Current status | Whether special resolution passed? [Refer Reg. 17 (1A) of Listing Regulations] | Date of passing special resolution | No. of Directorship in listed entities including this listed entity [in reference to Regulation 17A (1)] | No of Independent Directorship in listed entities including this listed entity [With  reference to proviso to regulation 17A (1)&17A(2)] | 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. | RANGANATHAN VENKATRAMAN | 01247305 | ABOPR2170F | ED | MD | 31-Dec-1993 | 01-Jan-2021 |  | 0 | 12-Nov-1963 | No |  |  |  | Active | NA |  | 1 | 0 | 2 | 0 | AC,SC,RC,NRC |  |
| Mr. | VISHWAMURTHY PHALANETRA | 01247336 | AANPV2162M | ED |  | 18-Jul-1996 | 01-Jan-2021 |  | 0 | 03-May-1967 | No |  |  |  | Active | NA |  | 1 | 0 | 1 | 0 | AC,SC,RC,NRC |  |
| Mr. | GOPALA KRISHNAN SESHADRIL | 01898255 | ADHPK6429P | ID |  | 24-Sep-1997 | 01-Apr-2019 |  | 117 | 08-Sep-1967 | No |  |  |  | Active | NA |  | 1 | 1 | 0 | 0 | AC,SC,NRC |  |
| Mr. | UTTAM PRAKASH AGARWAL | 00272983 | AABPA2370E | ID,C & NED |  | 29-Sep-2023 | 29-Sep-2023 |  | 3 | 04-Jul-1963 | No |  |  |  | Active | NA |  | 3 | 3 | 1 | 1 | AC,SC,RC,NRC |  |
| Mr. | SATISH CHANDRA | 10301960 | AABPC9484F | ID |  | 29-Sep-2023 | 29-Sep-2023 |  | 3 | 24-May-1953 | No |  |  |  | Active | NA |  | 1 | 1 | 1 | 1 | NRC |  |
| Mr. | MADAN B. GOSAVI | 10303662 | ABAPG2939B | ID |  | 29-Sep-2023 | 29-Sep-2023 |  | 3 | 14-Jul-1958 | No |  |  |  | Active | NA |  | 1 | 1 | 0 | 0 | AC,NRC |  |
| Ms. | NAMRATA SHARMA | 10132544 | KNQPS5580E | ID |  | 29-Sep-2023 | 29-Sep-2023 |  | 3 | 08-Aug-1999 | No |  |  |  | Active | NA |  | 1 | 1 | 1 | 1 | AC,SC,NRC |  |

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

1. **Composition of Committees**
2. **Audit Committee**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| *Sr. No.* | *Name of Committee members* | *Category* | *Chairperson/Member* | *Date of Appointment* | *Date of Cessation* |
| 1 | UTTAM PRAKASH AGARWAL | ID,C & NED | Chairperson | 16-Oct-2023 |  |
| 2 | MADAN B. GOSAVI | ID | Member | 16-Oct-2023 |  |
| 3 | NAMRATA SHARMA | ID | Member | 16-Oct-2023 |  |
| 4 | RANGANATHAN VENKATRAMAN | ED | Member | 11-Apr-2023 |  |
| 5 | VISHWAMURTHY PHALANETRA | ED | Member | 11-Apr-2023 | 16-Oct-2023 |
| 6 | GOPALA KRISHNAN SESHADRIL | ID | Chairperson | 01-Apr-2017 | 16-Oct-2023 |

|  |  |
| --- | --- |
| Company Remarks |  |
| Whether Regular  chairperson appointed | Yes |

1. **Stakeholders Relationship** **Committee**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| *Sr. No.* | *Name of Committee members* | *Category* | *Chairperson/Member* | *Date of Appointment* | *Date of Cessation* |
| 1 | GOPALA KRISHNAN SESHADRIL | ID | Chairperson | 01-Apr-2017 | 16-Oct-2023 |
| 2 | UTTAM PRAKASH AGARWAL | ID,C & NED | Member | 16-Oct-2023 |  |
| 3 | NAMRATA SHARMA | ID | Chairperson | 16-Oct-2023 |  |
| 4 | RANGANATHAN VENKATRAMAN | ED | Member | 11-Apr-2023 |  |
| 5 | VISHWAMURTHY PHALANETRA | ED | Member | 11-Apr-2023 |  |

|  |  |
| --- | --- |
| Company Remarks |  |
| Whether Regular  chairperson appointed | Yes |

1. **Risk Management** **Committee**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| *Sr. No.* | *Name of Committee members* | *Category* | *Chairperson/Member* | *Date of Appointment* | *Date of Cessation* |
| 1 | RANGANATHAN VENKATRAMAN | ED | Chairperson | 14-Aug-2021 |  |
| 2 | VISHWAMURTHY PHALANETRA | ED | Member | 14-Aug-2021 |  |
| 3 | UTTAM PRAKASH AGARWAL | ID,C & NED | Member | 16-Oct-2023 |  |
| 4 | SHESHADRI MURTHY |  | Member | 16-Oct-2023 |  |
| 5 | UMASHANKER VP |  | Member | 16-Oct-2023 |  |

|  |  |
| --- | --- |
| Company Remarks |  |
| Whether Regular  chairperson appointed | Yes |

1. **Nomination and Remuneration** **Committee**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| *Sr. No.* | *Name of Committee members* | *Category* | *Chairperson/Member* | *Date of Appointment* | *Date of Cessation* |
| 1 | SATISH CHANDRA | ID | Chairperson | 16-Oct-2023 |  |
| 2 | UTTAM PRAKASH AGARWAL | ID,C & NED | Member | 16-Oct-2023 |  |
| 3 | MADAN B. GOSAVI | ID | Member | 16-Oct-2023 |  |
| 4 | NAMRATA SHARMA | ID | Member | 16-Oct-2023 |  |
| 5 | GOPALA KRISHNAN SESHADRIL | ID | Chairperson | 01-Apr-2017 | 16-Oct-2023 |
| 6 | RANGANATHAN VENKATRAMAN | ED | Member | 11-Apr-2023 | 16-Oct-2023 |
| 7 | VISHWAMURTHY PHALANETRA | ED | Member | 11-Apr-2023 | 16-Oct-2023 |

|  |  |
| --- | --- |
| Company Remarks |  |
| Whether Regular  chairperson appointed | Yes |

1. **Meeting of Board of Directors**

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| **Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)** | **Whether requirement of Quorum met (Yes/No)** | **Total Number of Directors as on date of the meeting** | **Number of Directors present (All directors including Independent Director)** | **No. of Independent Directors attending the meeting** |
| 10-Aug-2023 | Yes | 3 | 3 | 1 |
| 06-Sep-2023 | Yes | 3 | 3 | 1 |
| 16-Oct-2023 | Yes | 7 | 7 | 5 |
| 06-Nov-2023 | Yes | 7 | 7 | 5 |
| 27-Dec-2023 | Yes | 7 | 6 | 4 |

|  |  |
| --- | --- |
| Company Remarks |  |
| Maximum gap between any two consecutive (in number of days) | 50 |

1. **Meeting of Committees**

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| **Name of the Committee** | **Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)** | **Whether requirement of Quorum met (Yes/No)** | **Total Number of Directors in the Committee as on date of the meeting** | **Number of Directors present (All directors including Independent Director)** | **Number of Independent directors attending the meeting** | **Number of Members attending the Meeting**  **(Other than Board of Directors)** |
| Audit Committee | 10-Aug-2023 | Yes | 3 | 3 | 1 | 0 |
| Audit Committee | 06-Nov-2023 | Yes | 4 | 4 | 4 | 0 |
| Nomination & Remuneration Committee | 06-Nov-2023 | Yes | 4 | 3 | 3 | 0 |
| Nomination & Remuneration Committee | 27-Dec-2023 | Yes | 4 | 4 | 3 | 0 |
| Stakeholders Relationship Committee | 06-Nov-2023 | Yes | 4 | 4 | 2 | 0 |

|  |  |
| --- | --- |
| Company Remarks |  |
| Maximum gap between any two consecutive (in number of days) [Only for Audit Committee] | 87 |

1. **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 |  |

**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
   1. Audit Committee - **Yes**
   2. Nomination & remuneration committee - **Yes**
   3. Stakeholders relationship committee - **Yes**
   4. Risk management committee (applicable to the top 1000 listed entities) - **Yes**
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:

|  |
| --- |
|  |

**Details of cyber security incidence**

|  |  |
| --- | --- |
| 1.Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter | **No** |
| 2.Date of the Event |  |
| 3.Brief details of the event |  |

**Name : SURBHI JAIN**

**Designation : Company Secretary & Compliance Officer**