

GENERAL INFORMATION ABOUT COMPANY	
SCRI CODE	532315
NSE SYMBOL	
MSEI SYMBOL	
ISIN	INE042B01012
NAME OF THE ENTITY	TELESYS INFO-INFRA (I) LIMITED Formerly Known as Telesys Software Limited
DATE OF START OF FINANCIAL YEAR	4/1/2023
DATE OF END OF FINANCIAL YEAR	3/31/2024
REPORTING QUARTER	QUARTELY
DATE OF REPORT	6/30/2023
RISK MANAGEMENT COMMITTEE	NOT APPLICABLE

For **TELESYS INFO INFRA (I) LIMITED**  
*Suzanna*  
*Kenavat*  
 Director / Authorised Signatory

**Corporate Governance : Quarter ending : June 2023**

Quarter Ending : June 2023

Annexure I

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory NA

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	DIN	Category	Disqualification of Directors under section 164 of the Companies Act, 2013					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 memberships 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
					Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status												
1	Mr	MURALI CHENGALVARAYAN	8510153	Non-Executive - Independent Director, Chairperson, Shareholder Director	No	-	-	-	Active	No	-	8/1/2019	-	-	46.29	1	1	2	2		
2	Mrs	JAYANTI PRADHAN	8529039	Non-Executive - Independent Director, Shareholder Director	No	-	-	-	Active	No	-	4/14/2021	-	-	26.16	1	1	2	0		
3	Mr	TIRUKKURUNGUDI S SRINIVASAN	7044410	Non-Executive - Independent Director, Shareholder Director	No	-	-	-	Active	No	-	8/26/2021	-	-	22.04	1	1	2	0		
4	Mr	HEERACHAND JAIN	1319086	Non-Executive - Non Independent Director	No	-	-	-	Active	No	-	3/31/2006	-	-	206.3	1	1	0	0		
5	Mr	RAJENDHIRAN JAYARAM	1784664	Executive Director	No	-	-	-	Active	NA	-	4/2/2009	-	-	170.28	2	1	0	0		
6	Mr	CHANDRAN GANESAN	8166461	Executive Director	No	-	-	-	Active	NA	-	4/14/2021	-	-	26.16	1	1	0	0		

For TELESYS INFO INFRA (I) LIMITED  
*Suganya*  
 Director / Authorised Signatory

Annexure 1  
II. Composition of Committees

Disclosure of notes on composition of committees explanatory							-	
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	8510153	MURALI CHENGALVARAYAN	Non-Executive - Independent Director	Chairperson	8/1/2019	-	-	
2	8529039	JAYANTI PRADHAN	Non-Executive - Independent Director	Member	8/26/2021	-	-	
3	7044410	TIRUKKURUNGUDI S SRINIVASAN	Non-Executive - Independent Director	Member	4/14/2021	-	-	
Nomination and remuneration committee								
Whether the Nomination and remuneration 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	7044410	TIRUKKURUNGUDI S SRINIVASAN	Non-Executive - Independent Director	Chairperson	8/26/2021	-	-	
2	8510153	MURALI CHENGALVARAYAN	Non-Executive - Independent Director	Member	8/1/2019	-	-	
3	8529039	JAYANTI PRADHAN	Non-Executive - Independent Director	Member	4/14/2021	-	-	
Stakeholders Relationship Committee								
Whether the Stakeholders Relationship 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	8510153	MURALI CHENGALVARAYAN	Non-Executive - Independent Director	Chairperson	8/1/2019	-	-	
2	7044410	TIRUKKURUNGUDI S SRINIVASAN	Non-Executive - Independent Director	Member	8/26/2021	-	-	
3	8529039	JAYANTI PRADHAN	Non-Executive - Independent Director	Member	4/14/2021	-	-	
Risk Management Committee								
Whether the Risk Management 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	7044410	TIRUKKURUNGUDI S SRINIVASAN	Non-Executive - Independent Director	Chairperson	8/26/2021	-	-	
2	8510153	MURALI CHENGALVARAYAN	Non-Executive - Independent Director	Member	8/1/2019	-	-	
3	8529039	JAYANTI PRADHAN	Non-Executive - Independent Director	Member	4/14/2021	-	-	
4	1784664	RAJENDHIRAN JAYARAM	Executive Director	Member	4/2/2009	-	-	
Corporate Social Responsibility Committee								
Whether the Corporate Social Responsibility 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	7044410	TIRUKKURUNGUDI S SRINIVASAN	Non-Executive - Independent Director	Chairperson	8/26/2021	-	-	
2	8510153	MURALI CHENGALVARAYAN	Non-Executive - Independent Director	Member	8/1/2019	-	-	
3	8529039	JAYANTI PRADHAN	Non-Executive - Independent Director	Member	4/14/2021	-	-	
4	1784664	RAJENDHIRAN JAYARAM	Executive Director	Member	4/2/2009	-	-	

For TELESYS INFO INFRA (I) LIMITED  
Suganya  
Kannan  
Director / Authorised Signatory

Corporate Governance  
TELESYS SOFTWARE LTD.

Scrip Code :532315

Quarter Ending : June 2023

Annexure 1

III. Meeting Of Board Of Directors

Disclosure of notes on meeting of board of directors explanatory					-		
Sr	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)	Notes for not providing Date	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*
1	2/7/2023	-	-	Yes	6	6	3
2	2/13/2023	5	-	Yes	6	6	3
3	5/30/2023	105	-	Yes	6	6	3

For TELESYS INFO INFRA (I) LIMITED  
*Suzanna*  
*Kenneth*  
Director / Authorised Signatory

**Corporate Governance**

**TELESYS SOFTWARE LTD.**

**Scrip Code :532315**

**Quarter Ending : June 2023**

Annexure 1

**IV. Meeting Of Committees**

Disclosure of notes on meeting of committees explanatory						-				
Sr	Name of Committee	Enter Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (details)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All directors including Independent director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	13-Feb-23	-	-	-	Yes	3	3	3	0
2	Audit Committee	30-May-23	105	-	-	Yes	3	3	3	0
3	Nomination and remuneration committee	13-Feb-23	-	-	-	Yes	3	3	3	0
4	Nomination and remuneration committee	30-May-23	105	-	-	Yes	3	3	3	0

For **TELESYS INFO INFRA (I) LIMITED**  
*Suganya*  
*Kenawat*  
 Director / Authorised Signatory

## Corporate Governance

TELESYS SOFTWARE LTD.

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Quarter Ending : June 2023

Annexure 1

V. Related Party Transactions

Sr	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	Yes	-
Disclosure of notes on related party transactions			-
Disclosure of notes of material transaction with related party			-

For TELESYS INFO INFRA (I) LIMITED  
*Suzanna*  
*Kerawat*  
Director / Authorised Signatory

## Corporate Governance

**TELESYS SOFTWARE LTD.**  
Scrip Code :532315 - Quarter Ending : June 2023

**Annexure I**  
**VI. Affirmations**

Sr	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 audit committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 <b>a. Audit committee</b>	Yes
3	The composition of the nomination and remuneration committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 <b>b. Nomination and remuneration committee</b>	Yes
4	The composition of the stakeholders relationship committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 <b>c. Stakeholders relationship committee</b>	Yes
5	The composition of the risk management committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 <b>d. Risk management committee (applicable to the top 1000 listed entities)</b>	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in of 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 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	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	-

Annexure I	
Sr	Subject & Compliance status
1	Name of signatory - PRIYANKA KUMAWAT
2	Designation -Company Secretary and Compliance Officer

For **TELESYS INFO INFRA (I) LIMITED**  
  
 Director / Authorised Signatory.

SIGNATURE DETAILS	
NAME OF THE SIGNATORY	PRIYANKA KUMAWAT
DESIGNATION OF PERSON	COMPANY SECRETARY AND COMPLIANCE OFFICER
PLACE	CHENNAI
DATE	7/18/2023

For TELESYS INFO INFRA (I) LIMITED  
*Priyanka Kumawat*  
Director / Authorised Signatory