

<b>GENERAL INFORMATION ABOUT COMPANY</b>	
<b>SCRI CODE</b>	<b>532315</b>
<b>NSE SYMBOL</b>	
<b>MSEI SYMBOL</b>	
<b>ISIN</b>	<b>INE042B01012</b>
<b>NAME OF THE ENTITY</b>	<b>TELESYS INFO-INFRA (I) LIMITED</b> <b>Formerly Known as Telesys Software Limited</b>
<b>DATE OF START OF FINANCIAL YEAR</b>	<b>4/1/2024</b>
<b>DATE OF END OF FINANCIAL YEAR</b>	<b>3/31/2025</b>
<b>REPORTING QUARTER</b>	<b>QUARTELY</b>
<b>DATE OF REPORT</b>	<b>6/30/2024</b>
<b>RISK MANAGEMENT COMMITTEE</b>	<b>NOT APPLICABLE</b>

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

## Corporate Governance : Quarter ending : June 2024

Quarter Ending :June 2024

### 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					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)	Reason for Cessation	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	08510153	Non-Executive - Independent Director, Chairperson, Shareholder Director	No	-	-	-	Active	No	-	8/1/2019	-	-	59	1	1	0	2	-	-	-
2	Mr	TIRUKKURUNGUDIS SRINIVASAN	07044410	Non-Executive - Independent Director, Shareholder Director	No	-	-	-	Active	No	-	8/26/2021	-	-	34.05	1	1	2	0	-	-	-
3	Mr	HEERACHAND JAIN	01319086	Non-Executive - Non Independent Director	No	-	-	-	Active	No	-	3/31/2006	-	-	219	1	1	0	0	-	-	-
4	Mr	RAJENDHIRAN JAYARAM	01784664	Executive Director	No	-	-	-	Active	NA	-	4/2/2009	-	-	182.29	2	1	0	0	-	-	-
5	Mr	CHANDRAN GANESAN	08166461	Executive Director	No	-	-	-	Active	NA	-	4/14/2021	-	-	38.17	1	1	0	0	-	-	-
6	Mrs	RAINY RAMESH SINGHI	09844099	Non-Executive - Independent Director	No	-	-	-	Active	No	-	12/11/2023	-	-	6.2	2	1	2	0	-	-	-

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

## Corporate Governance

**TELESYS SOFTWARE LTD.**

Scrip Code :532315

Quarter Ending : June 2024

Annexure 1

Position 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	08510153	MURALI CHENGALVARAYAN	Non-Executive - Independent Director	Chairperson	8/1/2019	-	-
2	07044410	TIRUKKURUNGUDI S SRINIVASAN	Non-Executive - Independent Director	Member	8/26/2021	-	-
3	09844099	RAINY RAMESH SINGHI	Non-Executive - Independent Director	Member	12/11/2023	-	-
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	07044410	TIRUKKURUNGUDI S SRINIVASAN	Non-Executive - Independent Director	Chairperson	8/26/2021	-	-
2	08510153	MURALI CHENGALVARAYAN	Non-Executive - Independent Director	Member	8/1/2019	-	-
3	09844099	RAINY RAMESH SINGHI	Non-Executive - Independent Director	Member	12/11/2023	-	-
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	08510153	MURALI CHENGALVARAYAN	Non-Executive - Independent Director	Chairperson	8/1/2019	-	-
2	07044410	TIRUKKURUNGUDI S SRINIVASAN	Non-Executive - Independent Director	Member	8/26/2021	-	-
3	09844099	RAINY RAMESH SINGHI	Non-Executive - Independent Director	Member	12/11/2023	-	-
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	07044410	TIRUKKURUNGUDI S SRINIVASAN	Non-Executive - Independent Director	Chairperson	8/26/2021	-	-
2	08510153	MURALI CHENGALVARAYAN	Non-Executive - Independent Director	Member	8/1/2019	-	-
3	01784664	RAJENDHIRAN JAYARAM	Executive Director	Member	4/2/2009	-	-
4	09844099	RAINY RAMESH SINGHI	Non-Executive - Independent Director	Member	12/11/2023	-	-
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	07044410	TIRUKKURUNGUDI S SRINIVASAN	Non-Executive - Independent Director	Chairperson	8/26/2021	-	-
2	08510153	MURALI CHENGALVARAYAN	Non-Executive - Independent Director	Member	8/1/2019	-	-
3	01784664	RAJENDHIRAN JAYARAM	Executive Director	Member	4/2/2009	-	-
4	09844099	RAINY RAMESH SINGHI	Non-Executive - Independent Director	Member	12/11/2023	-	-

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

**Corporate Governance**

TELESYS SOFTWARE LTD.

Scrip Code :532315

Quarter Ending : June 2024

Annexure 1

III. Meeting Of Board Of Directors

**Disclosure of notes on meeting of board of directors explanatory**

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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	2/14/2024	-	-	Yes	6	6	3
2	5/30/2024	105	-	Yes	6	6	3

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

## Corporate Governance

TELESYS SOFTWARE LTD.

Scrip Code :532315

Quarter Ending : June 2024

### Annexure 1

#### IV. Meeting Of Committees

##### Disclosure of notes on meeting of committees explanatory

Disclosure of notes on meeting of committees explanatory						-				
Sr	Name of Committee	EnterDate(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	14-Feb-24	-	-	-	Yes	3	3	3	0
2	Nomination and remuneration committee	14-Feb-24	-	-	-	Yes	3	3	3	0
3	Risk Management Committee	14-Feb-24	-	-	-	Yes	3	3	3	0
4	Audit Committee	30-May-24	105	-	-	Yes	3	3	3	0
5	Nomination and remuneration committee	30-May-24	-	-	-	Yes	3	3	3	0
6	Stakeholders Relationship Committee	30-May-24	-	-	-	Yes	3	3	3	0

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

## Corporate Governance

TELESYS SOFTWARE LTD.

Scrip Code :532315

Quarter Ending : June 2024

### 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  
*Suganya*  
*Kenavut*  
Director / Authorised Signatory

Corporate Governance			
TELESYS SOFTWARE LTD.			
Scrip Code :532315		Quarter Ending : June 2024	
Annexure 1 Cyber Security Incidence			
Details of Cyber security incidence			
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or			No
Other details of cyber security incidence or breaches or loss of data event			-
Number of cyber security incidence or breaches or loss of data event occurred during the quarter			0
Date of the event	-	Brief details of the event	-

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

Corporate Governance		
TELESYS SOFTWARE LTD.		
Scrip Code :532315 - Quarter Ending : June 2024		
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:	-
<b>Annexure I</b>		
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	7/17/2024

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