

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name: NESCO LIMITED

Quarter Ended: 30 June 2023

I. Composition of Board of Directors										
Whether Regular Chairperson appointed										Yes
Whether Chairperson is related to Managing Director or CEO										Yes
Name of the Director	DIN	Category	Date of Birth	Initial Date of appointment	Date of Reappointment	Date of Cessation	Tenure (in months)	No. of directorship in listed entities including this listed entity [In reference to Regulation 17A(1)]	No of Independent Directorship in listed entity including this Listed Entity [In reference to proviso to Regulation 17A(1)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity [Refer Regulation 26(1) of Listing Regulations]
Mr. Krishna Suman Patel	01519572	Chairman & Managing Director / Executive	09.08.1979	30.06.2008	01.07.2018	-	-	1	Nil	2
Mr. Mahendrakumar Chouhan	00187253	Independent / Non-Executive	05.12.1955	20.08.2014*	01.04.2019	-	111	2	2	2
Mr. Jai Shishir Diwanji	00910410	Independent / Non-Executive	04.02.1973	20.08.2014*	01.04.2019	-	111	5	5	5
Mr. K. S. Srinivasa Murty	00499663	Independent / Non-Executive	04.09.1943	20.08.2014*	01.04.2019	-	111	1	1	2
Mrs. Sudhaben Suman Patel	00187055	Non-Independent/ Non-Executive	25.05.1938	16.07.2001	01.04.2019	-	-	1	Nil	1
Mrs. Amrita V. Chowdhury	02178520	Independent / Non-Executive	16.11.1970	14.05.2019	14.05.2019	-	49.18	3	3	3

* Mr. Mahendrakumar Chouhan, Mr. Jai Shishir Diwanji and Mr. K. S. Srinivasa Murty were appointed as Independent Directors at the Annual General Meeting held on 20 August 2014 with effect from 01 April 2014 to 31 March 2019 under the new provisions of the Companies Act, 2013. They have been re-appointed for a second term of five years commencing from 01 April 2019 to 31 March 2024.

The tenure of Mr. Manu M. Parpia expired on 09 May 2022.



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
Audit Committee	Yes	*Mr. Mahendrakumar Chouhan	Chairperson / Non-Executive / Independent	19.04.2005	--
		Mr. Jai Shishir Diwanji	Member / Non-Executive / Independent	03.11.2012	--
		Mr. K. S. Srinivasa Murty	Member / Non-Executive / Independent	30.07.2007	--
		Mrs. Amrita V. Chowdhury	Member / Non-Executive / Independent	14.05.2019	--
		Mr. Krishna Sumant Patel	Member / Executive	03.08.2015	--
Stakeholders Relationship Committee	Yes	#Mrs. Sudhaben Sumant Patel	Chairperson / Non- Executive / Non-Independent	30.07.2005	--
		Mr. Jai Shishir Diwanji	Member / Non-Executive / Independent	03.11.2012	--
		Mr. K. S. Srinivasa Murty	Member / Non-Executive / Independent	30.07.2007	--
		Mr. Krishna Sumant Patel	Member / Executive	30.05.2016	--
Nomination and Remuneration Committee	Yes	**Mr. Jai Shishir Diwanji	Chairperson / Non-Executive / Independent	03.11.2012	--
		Mr. Mahendrakumar Chouhan	Member / Non-Executive / Independent	19.04.2005	--
		Mrs. Sudhaben Sumant Patel	Member / Non-Executive / Non-Independent	03.08.2015	--
Corporate Social Responsibility Committee	Yes	##Mrs. Sudhaben Sumant Patel	Chairperson / Non-Executive / Non-Independent	12.11.2021	--
		Mr. Krishna Sumant Patel	Member / Executive	28.05.2014	--
		Mr. Jai Shishir Diwanji	Member / Non-Executive / Independent	23.05.2015	--
		Mr. Mahendrakumar Chouhan	Member / Non-Executive / Independent	28.05.2014	--



Risk Management Committee	Yes	§Mr. Krishna Sumant Patel	Chairperson / Executive	03.11.2015	--
		Mr. Jai Shishir Diwanji	Member / Non-Executive / Independent	03.11.2015	--
		Mr. Mahendrakumar Chouhan	Member / Non-Executive / Independent	03.11.2015	--
		®Mr. Dipesh Ramesh Singhania	Member / Chief Financial Officer	03.11.2015	-

*Mr. Mahendrakumar Chouhan was appointed as the Chairperson of the Audit Committee w.e.f. 03 August 2015.

#Mrs. Sudhaben Sumant Patel was appointed as the Chairperson of the Stakeholder Relationship Committee w.e.f. 30 July 2005.

** Mr. Jai Shishir Diwanji was appointed as the Chairperson of Nomination and Remuneration Committee w.e.f. 03 November 2012.

##Mrs. Sudhaben Sumant Patel was appointed as the Chairperson of the Corporate Social Responsibility Committee w.e.f. 24 May 2022.

§ Mr. Krishna Sumant Patel was appointed as the Chairperson of Risk Management Committee w.e.f. 07 February 2020.

®Mr. Dipesh Ramesh Singhania is the Chief Financial Officer of the Company and has been appointed as the member of Risk Management Committee.

III. Meeting of Board of Directors						
Date(s) of Meeting in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive meetings (in number of days)	Whether requirement of Quorum met (Yes/No)	Number of Directors present	No. of Independent Directors attending the meeting	
09.02.2023	24.05.2023	103	Yes	6	4	

IV. Meeting of Committees						
Date(s) of Meeting in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive meetings (in number of days)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors present	No. of Independent Directors attending the meeting	No. of Members attending the meeting (other than Board of Directors)
Audit Committee - 09.02.2023	24.05.2023	103	Yes	5	4	0
Nomination and Remuneration Committee	24.05.2023		Yes	3	2	0
Stakeholders Relationship Committee	24.05.2023		Yes	4	2	0
Risk Management Committee	24.05.2023		Yes	3	2	1



Corporate Social Responsibility Committee	24.05.2023		Yes	4	2	0
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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	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA

VI. Affirmation

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee
 - b. Nomination & Remuneration Committee
 - c. Stakeholders Relationship Committee
 - d. Risk Management Committee
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.
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.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors.

For Nesco Limited



Jinal J. Shah
Company Secretary and
Compliance Officer

20 July 2023

