

**Format to be submitted by listed entity on quarterly basis**  
**Compliance on Corporate Governance**

 1. Name of Listed Entity  
 2. Quarter ending

- **Mindtree Limited**  
 - **31-Mar-2022**

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 special resolution passed?	Date of passing special resolution	No. of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	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
Mr.	AnilKumar Manibhai Naik	00001514	AAAPN6700G	Chairman related to Promoter		18-Jul-19	18-Jul-19			09-Jun-42	Yes	23-Sep-19	4	0	0	0	
Mr.	Sekharipuram Narayanan Subrahmanyam	02255382	AMHPS2019N	NED		16-Jul-19	16-Jul-19			16-Mar-60	NA		5	0	0	0	NRC
Mr.	Debashis Chatterjee	00823966	ACKPC4833B	ED	CEO-MD	02-Aug-19	02-Aug-19			10-May-65	NA		1	0	1	0	SRC,RMC
Mr.	Ramamurthi Shankar Raman	00019798	AAFPS2542C	NED		16-Jul-19	16-Jul-19			20-Dec-58	NA		4	0	6	0	AC
Mr.	Dayapatra Nevatia	03557975	AAFPN4324H	ED		15-Oct-20	15-Oct-20	3-Jan-22		30-Sep-68	NA		1	0	0	0	CSR
Mr.	Venugopal Lambu	08840898	AAHPL6457K	ED		15-Oct-20	15-Oct-20			17-Jan-72	NA		1	0	0	0	
Ms.	Apurva Purohit	00190097	AAIPP5125B	ID		01-Jan-14	01-Jan-19		99	03-Oct-66	NA		3	3	2	1	NRC, CSR
Mr.	Akshaya Bhargava	01874792	AINPB7010N	ID		12-Dec-16	12-Dec-16		64	11-Nov-56	NA		1	1	1	0	AC,RMC
Mr.	Bijou Kurien	01802995	AEKPK4193E	ID		17-Jul-18	17-Jul-18		45	17-Jan-59	NA		3	3	6	3	SRC, CSR
Mr.	Prasanna Rangacharya Mysore	00010264	AAHPM3049E	ID		16-Jul-19	16-Jul-19	31-Mar-22	33	07-Apr-47	NA		1	1	5	1	AC,SRC
Ms.	Deepa Gopalan Wadhwa	07862942	AAIPW9627M	ID		16-Jul-19	16-Jul-19		33	28-Nov-55	NA		7	6	5	0	NRC, CSR
Mr.	Chandrasekaran Ramakrishnan	00580842	AABPC6055C	ID		15-Jul-20	15-Jul-20		21	02-Oct-57	NA		3	3	2	0	RMC

**Company Remarks**

 Whether Regular chairperson appointed      Yes  
 Whether Chairperson is related to MD or CEO      No

## II. Composition of Committees

### a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Prasanna Rangacharya Mysore*	ID	Chairperson	18-Jul-19	31-Mar-22
2	Akshaya Bhargava	ID	Member	19-Jan-17	
3	Ramamurthi Shankar Raman	NED	Member	18-Jul-19	

\* Appointed as Chairperson of Audit Committee w.e.f. 09-06-2020.

#### Company Remarks

Whether Regular chairperson appointed Yes

### b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Bijou Kurien	ID	Chairperson	18-Jul-18	
2	Prasanna Rangacharya Mysore	ID	Member	02-Aug-19	31-Mar-22
3	Debashis Chatterjee	ED	Member	02-Aug-19	

#### Company Remarks

Whether Regular chairperson appointed Yes

### c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Akshaya Bhargava*	ID	Chairperson	19-Jan-17	
2	Debashis Chatterjee	ED	Member	02-Aug-19	
3	Chandrasekaran Ramakrishnan	ID	Member	15-Oct-20	
4	Vinit Teredesai	CFO	Member	15-Oct-20	

\* Appointed as Chairperson of Risk Management Committee w.e.f. 15-10-2020.

#### Company Remarks

Whether Regular chairperson appointed Yes

### d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Apurva Purohit	ID	Chairperson	30-Mar-15	
2	Deepa Gopalan Wadhwa	ID	Member	17-Jul-19	
3	Sekharipuram Narayanan Subrahmanyam	NED	Member	17-Jul-19	

#### Company Remarks

Whether Regular chairperson appointed Yes

### e. Corporate Social Responsibility Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Deepa Gopalan Wadhwa*	ID	Chairperson	18-Jul-19	
2	Apurva Purohit	ID	Member	18-Jul-19	
3	Bijou Kurien	ID	Member	18-Jul-19	
4	Dayapatra Nevatia	ED	Member	15-Oct-20	
5	Debashis Chatterjee	ED	Member	13-Jan-22	

\* Appointed as Chairperson of CSR Committee w.e.f. 15-10-2020.

#### Company Remarks

Whether Regular chairperson appointed Yes

**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
13-Oct-21		Yes	12	6
	13-Jan-22	Yes	10	5
	15-Mar-22	Yes	11	6

**Company Remarks**

Maximum gap between any two consecutive (in number of days)

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**IV. Meeting of Committees**

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	12-Oct-21		Yes	3	2
Audit Committee		12-Jan-22	Yes	3	3
Audit Committee		14-Mar-22	Yes	3	3
Nomination and remuneration committee	13-Oct-21		Yes	3	2
Nomination and remuneration committee		13-Jan-22	Yes	2	1
Stakeholders Relationship	07-Oct-21		Yes	3	2
Risk Management Committee	08-Oct-21		Yes	4	2
Risk Management Committee		10-Jan-22	Yes	4	4
Corporate Social	07-Oct-21		Yes	4	3
Corporate Social		07-Jan-22	Yes	4	4
Corporate Social		27-Jan-22	Yes	4	4
Corporate Social		14-Mar-22	Yes	4	4

**Company Remarks**

Maximum gap between any two consecutive (in number of days) (Risk Management)

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**V. 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		Attachments, if any

**Annexure I****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 (applicable to the top 500 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: N.A.

Name : Subhodh Shetty  
 Designation : Company Secretary & Compliance Officer

**Annexure II****II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

**Annexure III**

Name : Subhodh Shetty  
 Designation : Company Secretary & Compliance Officer

### Additional Half yearly Disclosure

**Applicability of Disclosure**

Not applicable

Reason for non applicability

### I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below

**(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to**

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them		
Promoter Group or any other entity controlled by them		
Directors (including relatives) or any other entity controlled by them		
KMPs or any other entity controlled by them		

**(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By**

Entity	Type (guarantee,	Aggregate amount of issuance during six months	Balance outstanding at the end of six
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			

**(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by**

Entity	Type of security	Aggregate value of security	Balance outstanding at the end of six months
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			

**(D) Additional Information**

### I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below

Affirmations	Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.		

**Name of the Signatory**

**Subhodh Shetty**

**Designation of Person**

**Company Secretary & Compliance Officer**

**Place**

**Bengaluru**

**Date**

**12-Apr-21**