

15 July, 2020

Manager (Listing)
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1,
G- Block, Bandra - Kurla Complex,
Bandra (East),
Mumbai - 400 051
SCRIP CODE: CESCVENT

The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001
SCRIP CODE: 542333

The Secretary
The Calcutta Stock Exchange Limited
7, Lyons Range,
Kolkata - 700 001
SCRIP CODE: 13343

Dear Sir,

COMPLIANCE REPORT ON CORPORATE GOVERNANCE

In terms of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose the Compliance Report on Corporate Governance for the quarter ended 30 June, 2020 in the prescribed format.

Yours faithfully,

COMPANY SECRETARY

Encl:

General information about company

Scrip code	542333
NSE Symbol	CESCVENT
MSEI Symbol	
ISIN	INE425Y01011
Name of the entity	CESC VENTURES LIMITED
Date of start of financial year	01-04-2020
Date of end of financial year	31-03-2021
Reporting Quarter	Quarterly
Date of Report	30-06-2020
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Add Notes

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	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	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)
1	Mr	SANJIV GOENKA	AEFPG4689G	00074796	Non-Executive - Non Independent Director	Chairperson related to Promoter		29-01-1961	NA		14-11-2018				6	0	6	4
2	Mr	SHASHWAT GOENKA	AOUPG0553L	03486121	Non-Executive - Non Independent Director	Not Applicable		12-04-1990	NA		14-11-2018				5	0	3	0
3	Mr	RAJEEV RAMESH CHAND KHANDELWAL	AFYPK8963P	08763979	Executive Director	Not Applicable		22-10-1968	NA		26-06-2020				1	0	0	0
4	Mrs	GRACE ELIZABETH KOSHIE	AALPK4535B	06765216	Non-Executive - Independent Director	Not Applicable		14-12-1952	NA		14-11-2018			19	3	3	3	1
5	Mr	ARJUN KUMAR	AGGPK0888C	00139736	Non-Executive - Independent Director	Not Applicable		01-12-1970	NA		14-11-2018			19	1	1	2	1
6	Mr	KALAIKURUCHI JAIRAJ	AAMPJ2613A	01875126	Non-Executive - Independent Director	Not Applicable		25-05-1952	NA		14-11-2018			19	3	3	5	2

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Annexure 1

II. Composition of Committees

Disclosure of notes on composition of committees explanatory

[Add Notes](#)**Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically**

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	00139736	ARJUN KUMAR	Non-Executive - Independent Director	Chairperson	14-11-2018		
2	00074796	SANJIV GOENKA	Non-Executive - Non Independent Director	Member	14-11-2018		
3	06765216	GRACE ELIZABETH KOSHIE	Non-Executive - Independent Director	Member	14-11-2018		
4	01875126	KALAIKURUCHI JAIRAJ	Non-Executive - Independent Director	Member	14-08-2019		
5							
6							
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

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	00139736	ARJUN KUMAR	Non-Executive - Independent Director	Chairperson	14-11-2018		
2	00074796	SANJIV GOENKA	Non-Executive - Non Independent Director	Member	14-11-2018		
3	06765216	GRACE ELIZABETH KOSHIE	Non-Executive - Independent Director	Member	14-11-2018		
4							
5							
6							
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

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	00074796	SANJIV GOENKA	Non-Executive - Non Independent Director	Chairperson	14-11-2018		
2	03486121	SHASHWAT GOENKA	Non-Executive - Non Independent Director	Member	14-11-2018		
3	00139736	ARJUN KUMAR	Non-Executive - Independent Director	Member	11-02-2019		
4							
5							
6							
7							
8							
9							
10							

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1							
2							
3							
4							
5							
6							
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

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							
2							
3							

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Disclosure of notes on meeting of board of directors explanatory

[Add Notes](#)

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)	Number of Directors present*	No. of Independent Directors attending the meeting*
	Add	Delete				
1	10-02-2020			Yes	6	3
2	11-03-2020			Yes	3	1
3	26-06-2020	106		Yes	6	3

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* to be filled in only for the current quarter meetings

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Disclosure of notes on meeting of committees explanatory

[Add Notes](#)



Sr	Name of Committee	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)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	Audit Committee	10-02-2020				Yes	4	3
2	Audit Committee	26-06-2020	136			Yes	4	3
3	Stakeholders Relationship Committee	10-02-2020				Yes	4	1
4	Stakeholders Relationship Committee	26-06-2020	136			Yes	3	1
5	Nomination and remuneration committee	26-06-2020				Yes	3	2

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* to be filled in only for the current quarter meetings

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	NA **	
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			

** Omnibus prior approval of Audit Committee is duly taken on all Related Party Transactions.

Annexure 1		
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 the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities)	NA
6	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
7	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
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:	Add Notes

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Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	SUDIP KUMAR GHOSH
2	Designation	Company Secretary

Signatory Details

Name of signatory	SUDIP KUMAR GHOSH
Designation of person	Company Secretary
Place	KOLKATA
Date	15-07-2020