

15 January, 2021

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 31 December, 2020 in the prescribed format.



Yours faithfully,



COMPANY SECRETARY

Encl:

Compliance Report on Corporate Governance
CESC VENTURES LIMITED

1. Name of Listed Entity : CESC VENTURES LIMITED
2. Quarter ended : 31 DECEMBER 2020

I. Composition of Board of Directors

Title Mr/ Ms)	Name of the Director	PAN & DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Initial Date of appointment	Date of re-appointment	Date of cessation	Tenure (months)	Date of Birth	No of Directorship in listed entities including this listed entity [Regulation 17(A)]	No of Independent Directorship in listed entities including this listed entity [Regulation 17(A)(1)]	Number of memberships in Audit/Stakeholder Committee(s) including this listed entity [(Regulation 26(1))]	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity [(Regulation 26(1))]
MR	SANJIV GOENKA	AFFPG4689G & 00074796	CHAIRPERSON/NON EXECUTIVE	14.11.2018	03-08-2020	NA	NA	29.01.1961	6	0	6	4
MR	SHASHWAT GOENKA	ADUPG0553L & 03486121	NON-INDEPENDENT/ NON EXECUTIVE	14.11.2018		NA	NA	12.04.1990	5	0	3	0
MR	RAJEEV RAMESH CHAND KHANDELWAL	AFYPK8963P & 08763979	EXECUTIVE	26.06.2020		25.06.2023	NA	22.10.1968	1	0	0	0
MS	GRACE ELIZABETH KOSHIE	AALPK4535B & 06765216	INDEPENDENT/ NON EXECUTIVE	14.11.2018		13.11.2023	25	14.12.1952	3	2	2	1
MR	ARJUN KUMAR	AGGPK0888C & 00139736	INDEPENDENT/ NON EXECUTIVE	14.11.2018		13.11.2023	25	01.12.1970	1	1	2	1
MR	KALAIKURUCHI JAIRAJ	AAMPJ2613A & 01875126	INDEPENDENT/ NON EXECUTIVE	14.11.2018		13.11.2023	25	25.05.1952	3	3	6	2

Whether Regular chairperson appointed

Yes

Whether Chairperson is related to Managing Director or CEO

No

CESC VENTURES LIMITED


Company Secretary

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
1. Audit Committee	Yes	ARJUN KUMAR	CHAIRPERSON/INDEPENDENT/ NON EXECUTIVE	14.11.2018	13.11.2023
		SANJIV GOENKA	NON EXECUTIVE	14.11.2018	--
		GRACE ELIZABETH KOSHIE	INDEPENDENT/ NON EXECUTIVE	14.11.2018	13.11.2023
		KALAIKURUCHI JAIRAJ	INDEPENDENT/ NON EXECUTIVE	14.08.2019	13.08.2024
2. Nomination & Remuneration Committee	Yes	ARJUN KUMAR	CHAIRPERSON/INDEPENDENT/ NON EXECUTIVE	14.11.2018	13.11.2023
		SANJIV GOENKA	NON EXECUTIVE	14.11.2018	--
		GRACE ELIZABETH KOSHIE	INDEPENDENT/ NON EXECUTIVE	14.11.2018	13.11.2023
3. Stakeholders Relationship Committee	Yes	SANJIV GOENKA	CHAIRPERSON/NON EXECUTIVE	14.11.2018	--
		SHASHWAT GOENKA	NON-INDEPENDENT/ NON EXECUTIVE	14.11.2018	--
		ARJUN KUMAR	INDEPENDENT/ NON EXECUTIVE	11.02.2019	13.11.2023

III. Meeting of Board of Directors					
Date of Meeting in the previous quarter	Date of Meeting in the relevant quarter	Whether requirement of Quorum met	No of Directors Present	No of Independent Director Present	Maximum gap between any two consecutive
09-09-2020	05-11-2020	Yes	6	3	56

IV. Meeting of Committees					
Date of Meeting of the committee in the relevant quarter	Whether requirement of Quorum met	No of Directors Present	No of Independent Director Present	Date of meeting of the committee in the previous quarter	Maximum gap between any two consecutive
Audit Committee					
05-Nov-20	Yes	4	3	09-09-2020	56
Stakeholders Relationship Committee					
05-Nov-20	Yes	3	1	09-09-2020	
Nomination and remuneration committee					
05-Nov-20	Yes	3	2	--	


CESC VENTURES LIMITED
 Company Secretary

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	Yes
<i>* Omnibus prior approval of Audit Committee obtained.</i>	
VI. Affirmations	
<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015</p> <p>2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015</p> <p>a. Audit Committee</p> <p>b. Nomination & Remuneration committee</p> <p>c. Stakeholders Relationship committee</p> <p>d. Risk Management Committee (applicable to the top 100 listed entities)</p> <p>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</p> <p>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</p> <p>5. The report submitted in the previous quarter has been placed and was noted by the Board of Directors .</p>	
 (Sudip Kumar Ghosh) Company Secretary	