

General information about company

Scrip code	532790
NSE Symbol	TANLA
MSEI Symbol	
ISIN	INE483C01032
Name of the entity	Tanla Solutions Limited
Date of start of financial year	01-04-2019
Date of end of financial year	31-03-2020
Reporting Quarter	Half Yearly
Date of Report	30-09-2019
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															
Whether the listed entity has a Regular Chairperson											Yes				
Whether Chairperson is related to MD or CEO											Yes				
Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	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)	Notes for not providing PAN
D Uday Kumar Reddy	ADWPD9631R	00003382	Executive Director	Chairperson	MD	04-03-1967	27-11-1999	30-09-2019		235	1	0	0	0	
Ram Narain Agarwal	AAOPA8445R	00003498	Non-Executive - Independent Director	Not Applicable		24-07-1941	11-11-2005	30-09-2014	30-09-2019	164	0	0	0	0	
A.G.Ravindranath Reddy	ABGPA6291G	01729114	Non-Executive - Non Independent Director	Not Applicable		18-06-1957	29-01-2014	30-09-2019		65	2	0	3	0	
N Kalpana Reddy	BBBPK7848D	07328517	Non-Executive - Independent Director	Not Applicable		28-08-1982	30-10-2015	28-09-2018	30-09-2019	44	2	2	2	0	

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

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	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)	Notes for not providing PAN	No pr
5	Ms	Amrita Gangotra	AAAPG2136M	08333492	Non-Executive - Independent Director	Not Applicable		03-08-1965	31-07-2019	30-09-2019		2	1	1	2	0		
6	Mr	ROHIT BHASIN	AADPB6953A	02478962	Non-Executive - Independent Director	Not Applicable		29-03-1960	30-08-2019	30-09-2019		1	1	1	2	1		
7	Mr	SANJAY KAPOOR	AAAPK0399Q	01973450	Non-Executive - Non Independent Director	Not Applicable		28-02-1962	30-08-2019	30-09-2019		1	2	1	4	0		
8	Mr	SANJAY BAWEJA	AADPB7862N	00232126	Non-Executive - Independent Director	Not Applicable		11-10-1960	30-08-2019	30-09-2019		1	2	2	3	2		

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	01729114	A.G.Ravindranath Reddy	Non-Executive - Non Independent Director	Member	31-10-2017		Textual Information(1)
2	00003382	D Uday Kumar Reddy	Executive Director	Member	31-10-2017	30-08-2019	
3	00003498	Ram Narain Agarwal	Non-Executive - Independent Director	Member	31-10-2017	30-08-2019	
4	07328517	N Kalpana Reddy	Non-Executive - Independent Director	Member	31-10-2015	30-08-2019	
5	08333492	Amrita Gangotra	Non-Executive - Independent Director	Member	30-08-2019		
6	02478962	ROHIT BHASIN	Non-Executive - Independent Director	Chairperson	30-08-2019		
7	01973450	SANJAY KAPOOR	Non-Executive - Non Independent Director	Member	30-08-2019		
8	00232126	SANJAY BAWEJA	Non-Executive - Independent Director	Member	30-08-2019		

Sr Text Block

Textual Information(1)	<ol style="list-style-type: none">1. Dr. A.G.Ravindranath Reddy redesignated as a Non- Executive Non- Independent Director w.e.f 30-09-2019;2. Dr. A.G.Ravindranath Reddy resigned as a chairperson of audit committee w.e.f 30-08-2019 but continued as a member of audit committee.
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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	01729114	A.G.Ravindranath Reddy	Non-Executive - Non Independent Director	Member	18-05-2018		Textual Information(1)
2	00003498	Ram Narain Agarwal	Non-Executive - Independent Director	Member	18-05-2018	30-08-2019	
3	07328517	N Kalpana Reddy	Non-Executive - Independent Director	Member	30-10-2015	30-08-2019	
4	08333492	Amrita Gangotra	Non-Executive - Independent Director	Chairperson	30-08-2019		
5	02478962	ROHIT BHASIN	Non-Executive - Independent Director	Member	30-08-2019		
6	01973450	SANJAY KAPOOR	Non-Executive - Non Independent Director	Member	30-08-2019		
7	00232126	SANJAY BAWEJA	Non-Executive - Independent Director	Member	30-08-2019		

Sr Text Block

Textual Information(1)	<ol style="list-style-type: none">1. Dr. A.G.Ravindranath Reddy redesignated as a Non- Executive Non- Independent Director w.e.f 30-09-2019;2. Dr. A.G.Ravindranath Reddy resigned as a chairperson of nomination and remuneration committee w.e.f 30-08-2019 but continued as a member of nomination and remuneration committee.
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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	01729114	A.G.Ravindranath Reddy	Non-Executive - Non Independent Director	Chairperson	31-10-2017	30-08-2019	
2	00003382	D Uday Kumar Reddy	Executive Director	Member	30-10-2015	30-08-2019	
3	00003498	Ram Narain Agarwal	Non-Executive - Independent Director	Member	31-10-2017	30-08-2019	
4	08333492	Amrita Gangotra	Non-Executive - Independent Director	Member	30-08-2019		
5	02478962	ROHIT BHASIN	Non-Executive - Independent Director	Member	30-08-2019		
6	01973450	SANJAY KAPOOR	Non-Executive - Non Independent Director	Member	30-08-2019		
7	00232126	SANJAY BAWEJA	Non-Executive - Independent Director	Chairperson	30-08-2019		

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	00003382	D Uday Kumar Reddy	Executive Director	Member	30-08-2019		
2	08333492	Amrita Gangotra	Non-Executive - Independent Director	Member	30-08-2019		
3	02478962	ROHIT BHASIN	Non-Executive - Independent Director	Member	30-08-2019		
4	01973450	SANJAY KAPOOR	Non-Executive - Non Independent Director	Chairperson	30-08-2019		
5	00232126	SANJAY BAWEJA	Non-Executive - Independent Director	Member	30-08-2019		

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	00003382	D Uday Kumar Reddy	Executive Director	Member	01-04-2016		Textual Information(1)
2	00003498	Ram Narain Agarwal	Non-Executive - Independent Director	Member	01-04-2016	30-08-2019	
3	01729114	A.G.Ravindranath Reddy	Non-Executive - Non Independent Director	Member	01-04-2016		
4	08333492	Amrita Gangotra	Non-Executive - Independent Director	Member	30-08-2019		
5	02478962	ROHIT BHASIN	Non-Executive - Independent Director	Chairperson	30-08-2019		
6	00232126	SANJAY BAWEJA	Non-Executive - Independent Director	Member	30-08-2019		

Sr Text Block

Textual Information(1)

Mr. D. Uday Kumar Reddy resigned as a chairperson of corporate social responsibility committee w.e.f 30-08-2019 but continued as a member of corporate social responsibility committee.

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1**Annexure 1****III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory							
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	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*
1	10-04-2019				Yes	4	3
2	02-05-2019		21		Yes	3	2
3	17-05-2019		14		Yes	4	3
4		31-07-2019	74		Yes	3	2
5		30-08-2019	29		Yes	4	3
6		30-09-2019	30		Yes	6	3

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory								
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	02-05-2019				Yes	3	2
2	Nomination and remuneration committee	17-05-2019	14			Yes	3	3
3	Audit Committee	31-07-2019	74			Yes	3	2
4	Nomination and remuneration committee	30-08-2019	29			Yes	2	2

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	

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)	Yes
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

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Seshanuradha Chava
2	Designation	Company Secretary and Compliance Officer

Annexure III**III. 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 report, business responsibility report displayed on website	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	
Any other information to be provided				

Annexure III

Annexure III		
1	Name of signatory	Seshanuradha Chava
2	Designation	Company Secretary and Compliance Officer

Signatory Details

Name of signatory	Seshanuradha Chava
Designation of person	Company Secretary and Compliance Officer
Place	Hyderabad
Date	30-09-2019

