



## REPORT ON CORPORATE GOVERNANCE UNDER REG 27 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Name of the Company : OLECTRA GREENTECH LIMITED

Quarter ending: 31st December, 2023

## I. Composition of Board of Directors

Whether Regular chairperson appointed - Yes

Whether Chairperson is related to Managing director or CEO - Yes

S. No.	Name of the Director	PAN	DIN	Designation	Date of Birth	Whether special resolution passed under 17(1A)	Initial date of appointment	Date of Re-appointment	Date of cessation	Tenure in months	No. of Directorships in listed entities including this entity	No. of Independent Directorships in Listed entity including this entity	No. of Memberships in Audit/ Stakeholders Committees including this entity	No. of posts of Chairperson in Audit/ Stakeholders Committees including this entity
1	Mr. M. Gopalakrishna	ACIPM0868L	00088454	Independent Director	12-Jan-1939	Yes 09-09-2019	27-Sep-2014	27-Sep-2019	-	51 months & 5 days	5	5	9	2
2	Mr. B. Appa Rao	AAOPB7596C	00004309	Independent Director	5-Oct-1955	NA	27-Sep-2014	27-Sep-2019	-	51 months & 5 days	1	1	2	2
3	Justice Mrs. Gyan Sudha Misra (Retd.)	ADDPM4387N	07577265	Independent Director	28-Apr-1949	Yes 19-07-2023	23-May-2018	23-May-2023	-	7 months & 9 days	2	2	1	Nil
4	Mrs. Ch. Laxmi Kumari	AERPC7018K	09023799	Independent Director	12-Mar-1962	NA	9-Jan-2021	-	-	35 months & 23 days	1	1	1	Nil
5	Mr. Venkateswara Pradeep Karumuru	AODPK4368L	02331853	Chairman & Managing Director	1-May-1963	NA	30-Mar-2019	-	-	NA	1	Nil	2	Nil
6	Mr. Chilappagari Laxmi Rajam*	ABXPC8797N	00029156	Non Executive Non-Independent Director	4-Mar-1951	NA	18-Aug-2020	-	-	NA	1	Nil	1	1
7	Mr. Rajesh Reddy Peketi	AKJPP3308D	02758291	Non Executive Non-Independent Director	12-Jun-1976	NA	31-Oct-2020	-	-	NA	1	Nil	3	1

\*Mr. Chilappagari Laxmi Rajam (DIN: 00029156) Non-Executive & Non-Independent Director of the Company has tendered his resignation under email dated December 29, 2023 from the position of Director of the Company due to his pre-occupation for social/public service. Effective date of his resignation shall be informed in due course of time.



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Olectra Greentech

<b>II. Composition of Committees</b>					
<b>Audit Committee</b>					
<b>whether the Audit Committee has a regular chairperson - Yes</b>					
S. No.	Name of the Member	DIN	Category	Date of Appointment	Date of Cessation
1	Mr. B. Appa Rao	00004309	Chairperson	27-Apr-2009	-
2	Mr. M. Gopalakrishna	00088454	Member	27-May-2013	-
3	Mr. Venkateswara Pradeep Karumuru	02331853	Member	18-Aug-2020	-
4	Mrs. Ch. Laxmi Kumari	09023799	Member	29-Jan-2022	-
<b>Nomination and Remuneration Committee</b>					
<b>whether the Nomination and Remuneration Committee has a regular chairperson - Yes</b>					
S. No.	Name of the Member	DIN	Category	Date of Appointment	Date of Cessation
1	Mr. B. Appa Rao	00004309	Chairperson	12-Nov-2018	-
2	Mr. M. Gopalakrishna	00088454	Member	12-Nov-2018	-
3	Justice Mrs. Gyan Sudha Misra (Retd.)	07577265	Member	12-Nov-2018	-
4	Mrs. Ch. Lakshmi Kumari	09023799	Member	29-Jul-2021	-
<b>Stakeholders Relationship Committee</b>					
<b>whether the Stakeholders Relationship Committee has a regular chairperson - Yes</b>					
S. No.	Name of the Member	DIN	Category	Date of Appointment	Date of Cessation
1	Mr. B. Appa Rao	00004309	Chairperson	11-Aug-2016	-
2	Mr. M. Gopalakrishna	00088454	Member	11-Aug-2016	-
3	Mr. Venkateswara Pradeep Karumuru	02331853	Member	18-Aug-2020	-
<b>Corporate Social Responsibility Committee</b>					
<b>whether the Corporate Social Responsibility Committee has a regular chairperson - Yes</b>					
S. No.	Name of the Member	DIN	Category	Date of Appointment	Date of Cessation
1	Mr. M. Gopalakrishna	00088454	Chairperson	12-Dec-2017	-
2	Mr. B. Appa Rao	00004309	Member	26-May-2016	-
3	Mr. Venkateswara Pradeep Karumuru	02331853	Member	18-Aug-2020	-
<b>Risk Management Committee</b>					
<b>whether the Risk Management Committee has a regular chairperson - Yes</b>					
S. No.	Name of the Member	DIN	Category	Date of Appointment	Date of Cessation
1	Mr. M. Gopalakrishna	00088454	Chairperson	16-Jun-2021	-
2	Mr. Venkateswara Pradeep Karumuru	02331853	Member	16-Jun-2021	-
3	Mr. H. Shunmugavel*	NA	Member	16-Jun-2021	-
*Mr. Shunmugavel, Member of the Risk Management Committee is the Vice President of e-Bus division of Olectra Greentech Limited.					



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III. Meeting of Board of Directors					
S. No.	Date(s) of Meeting (dates of previous quarter and current quarter in chronological order)	Min. gap b/w any two consecutive (in no.of days)	Whether required quorum met?	No. of Directors present	No. of Independent Directors attending the Meeting
1	7-Aug-2023	-	Yes	6	4
2	4-Sep-2023	27	Yes	5	4
3	4-Nov-2023	60	Yes	6	4

IV. Meeting of Committees							
S. No.	Name of the Committee	Date(s) of Meeting(s) if any in the previous quarter	Date(s) of Meeting(s) if any in the relevant quarter	Min. gap b/w any two consecutive (in no.of days)	Whether required quorum met?	No. of Directors present	No. of Independent Directors attending the Meeting
1	Audit Committee	7-Aug-2023	-	-	Yes	4	3
2	Audit Committee	4-Sep-2023	-	27	Yes	4	3
3	Audit Committee	-	4-Nov-2023	60	Yes	4	3
4	Nomination and Remuneration Committee	4-Sep-2023	-	-	Yes	4	4
5	Stakeholders Relationship Committee	7-Aug-2023	-	-	Yes	3	2
6	Stakeholders Relationship Committee	-	4-Nov-2023	88	Yes	3	2
7	Corporate Social Responsibility Committee	4-Sep-2023	-	-	Yes	3	2
8	Risk Management Committee	19-Jul-2023	-	-	Yes	2	1



<b>V. Related Party Transactions</b>		
<b>S. No.</b>	<b>Subject</b>	<b>Compliance Status</b>
1	Whether prior approval of Audit Committee Obtained?	Yes
2	Whether shareholders approval obtained for material RPT?	NA
3	Whether details of Related Party transactions obtained through omnibus approvals have been reviewed by Audit Committee?	Yes

<b>VI. Affirmations</b>		
<b>S. No.</b>	<b>Subject</b>	<b>Compliance Status</b>
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 b) Nomination and Remuneration Committee c) Stakeholders Relationship Committee d) Risk Management Committee	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	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

**For Olectra Greentech Limited**

**P. Hanuman Prasad**  
**Company Secretary**

Date: 10 -01-2024

Place: Hyderabad

