

**CORPORATE GOVERNANCE REPORT
SALASAR TECHNO ENGINEERING LIMITED
FOR QUARTER ENDED 31ST MARCH 2021**

General information about company	
Scrip code	540642
NSE Symbol	SALASAR
MSEI Symbol	NOTLISTED
ISIN	INE170V01019
Name of the entity	Salasar Techno Engineering Limited
Date of start of financial year	01-04-2020
Date of end of financial year	31-03-2021
Reporting Quarter	Yearly
Date of Report	31-03-2021
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 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

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(A) 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 entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this entity (Refer Regulation 173A(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	Notes for not providing DIN
															1	0				
1	Mr	ALOK KUMAR	ADLPK2367G	01474484	Executive Director	Chairperson	MD	16-06-1955	N/A	03-05-2006	01-09-2020			1	0	0	0			
2	Mr	SHASHANK AGARWAL	ACXPA3919R	00316141	Executive Director	Not Applicable	MD	08-08-1968	N/A	03-08-2016	03-08-2016			1	0	1	0			
3	Mr	SHAI ABH AGARWAL	ACXPA3920A	00316155	Executive Director	Not Applicable		27-12-1973	N/A	03-07-2014	10-12-2016			1	0	1	0			
4	Ms	TRIPTI GUPTA	AGDFG5804B	06938805	Executive Director	Not Applicable		12-12-1983	N/A	01-08-2014	10-12-2016			1	0	1	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	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 Chairpers in Audit/ Stakehold Committee held in list including this listo entity (Refer Regulation 26(1) of Listing Regulation)
5	Mr	ANIL KUMAR JAIN	AALPJ7142M	00204935	Non-Executive - Independent Director	Not Applicable		15-08-1960	NA		19-01-2017	19-01-2017		54	0	1	1	1
6	Mr	VIJAY KUMAR JAIN	AAGPJ5599K	00281737	Non-Executive - Independent Director	Not Applicable		27-04-1943	Yes	28-09-2019	19-01-2017	19-01-2017		54	0	1	1	0
7	Mr	SANJAY CHANDAK	ADWPC4676P	07663328	Non-Executive - Independent Director	Not Applicable		15-06-1965	NA		19-01-2017	19-01-2017		54	0	1	2	1
8	Mr	MUKESH KUMAR GARG	AAEPG8314K	08936325	Non-Executive - Independent Director	Not Applicable		28-06-1959	NA		10-11-2020	10-11-2020		6	0	1	0	0





Audit Committee Details						
Whether the Audit Committee has a Regular Chairperson						
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Remarks
1	00204935	ANIL KUMAR JAIN	Non-Executive - Independent Director	Chairperson	19-01-2017	
2	07663328	SANJAY CHANDAK	Non-Executive - Independent Director	Member	19-01-2017	
3	00281757	VIJAY KUMAR JAIN	Non-Executive - Independent Director	Member	19-01-2017	
4	00316141	SHASHANK AGARWAL	Executive Director	Member	03-08-2016	

Nomination and remuneration committee						
Whether the Nomination and remuneration committee has a Regular Chairperson						
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Remarks
1	00204935	ANIL KUMAR JAIN	Non-Executive - Independent Director	Chairperson	19-01-2017	
2	00281757	VIJAY KUMAR JAIN	Non-Executive - Independent Director	Member	19-01-2017	
3	08936325	MUKESH KUMAR GARG	Non-Executive - Independent Director	Member	10-11-2020	

Stakeholders Relationship Committee						
Whether the Stakeholders Relationship Committee has a Regular Chairperson						
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Remarks
1	07663328	SANJAY CHANDAK	Non-Executive - Independent Director	Chairperson	19-01-2017	
2	00316155	SHALABH AGARWAL	Executive Director	Member	03-07-2014	
3	06938805	TRIPTI GUPTA	Executive Director	Member	01-08-2014	

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	No	Date of Appointment	Date of Cessation	Remarks

Corporate Social Responsibility Committee								
Whether the Corporate Social Responsibility Committee has a Regular Chairperson								
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Yes	Date of Appointment	Date of Cessation	Remarks
1	06938805	TRIPTI GUPTA	Executive Director	Chairperson		01-08-2014		
2	00316141	SHASHANK AGARWAL	Executive Director	Member		03-08-2016		
3	07663328	SANJAY CHANDAK	Non-Executive - Independent Director	Member		19-01-2017		

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		Date(s) of meeting (if any) in the current quarter	Date(s) of meeting (if any) in the previous 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*
Sr								
1	10-11-2020					Yes	7	3
2	11-12-2020			30		Yes	8	4
3	31-12-2020			19		Yes	8	4
4		13-02-2021		43		Yes	7	4
5		09-03-2021		23		Yes	8	4

Annexure 1

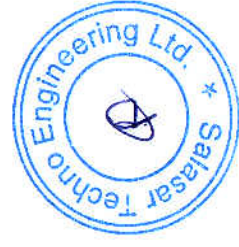
IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory		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*
Sr	Name of Committee							
1	Audit Committee	10-11-2020				Yes	4	3
2	Audit Committee	13-02-2021	94			Yes	3	2
3	Nomination and remuneration committee	10-11-2020				Yes	3	3
4	Corporate Social Responsibility Committee	12-02-2021				Yes	3	2
5	Stakeholders Relationship Committee	12-02-2021				Yes	3	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)	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





Annexure I	
Sr	Subject
	Compliance status
1	Name of signatory Rahul Rastogi
2	Designation Company Secretary and Compliance Officer

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		https://www.salasartechno.com/
2	Terms and conditions of appointment of independent directors	Yes		https://www.salasartechno.com/images/salasar-investors/salasar-policies
3	Composition of various committees of board of directors	Yes		https://www.salasartechno.com/images/salasar-investors/details-of-committee.pdf
4	Code of conduct of board of directors and senior management personnel	Yes		https://www.salasartechno.com/images/salasar-investors/code-of-conduct.pdf
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://www.salasartechno.com/images/salasar-investors/salasar-policies
6	Criteria of making payments to non-executive directors	Yes		https://www.salasartechno.com/images/salasar-investors/salasar-policies
7	Policy on dealing with related party transactions	Yes		https://www.salasartechno.com/images/salasar-investors/salasar-policies
8	Policy for determining 'material' subsidiaries	Yes		https://www.salasartechno.com/images/salasar-investors/salasar-policies
9	Details of familiarization programmes imparted to independent directors	Yes		https://www.salasartechno.com/images/salasar-investors/salasar-policies



Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		http://www.salasartechno.com/contact
11	email address for grievance redressal and other relevant details	Yes		http://www.salasartechno.com/contact
12	Financial results	Yes		https://www.salasartechno.com/images/salasar-investors/financial-results-of-the-company
13	Shareholding pattern	Yes		https://www.salasartechno.com/images/salasar-investors/shareholding-pattern/
14	Details of agreements entered into with the media companies and/or their associates	Yes		https://www.salasartechno.com/
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		https://www.salasartechno.com/images/salasar-investors/news-publications
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		https://www.salasartechno.com/images/salasar-investors/news-publications
18	Credit rating or revision in credit rating obtained	Yes		https://www.salasartechno.com/
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		https://www.salasartechno.com/
21	Materiality Policy as per Regulation 30	Yes		https://www.salasartechno.com/
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		https://www.salasartechno.com/images/salasar-investors/salasar-policies
23	It is certified that these contents on the website of the listed entity are correct	Yes		https://www.salasartechno.com/

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	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	



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.
11	Risk Assessment & Management	17(9)	NA	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	



Annexure II

II. Annual Affirmations

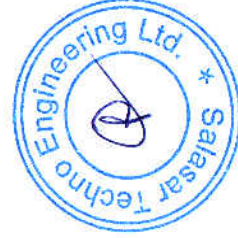
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
23	Meeting of Risk Management Committee	21(3A)	NA	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	Yes	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	



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.
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	Yes	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	Yes	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			



Annexure II	
1	Name of signatory Rahul Rastogi
2	Designation Company Secretary and Compliance Officer

Annexure II		
III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
	Any other information to be provided	

Annexure II	
1	Name of signatory Rahul Rastogi
2	Designation Company Secretary and Compliance Officer

Signatory Details	
Name of signatory	Rahul Rastogi
Designation of person	Company Secretary and Compliance Officer
Place	New Delhi
Date	15-04-2021

