

General information about company	
Scrip code	534139
NSE Symbol	SCHNEIDER
MSEI Symbol	NA
ISIN	INE839M01018
Name of the entity	Schneider Electric Infrastructure Limited
Date of start of financial year	01-04-2019
Date of end of financial year	31-03-2020
Reporting Quarter	Yearly
Date of Report	31-03-2020
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 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											Textual Information(1)						
Whether the listed entity has a Regular Chairperson											Yes						
Whether Chairperson is related to MD or CEO											No						
of	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)	No
or	AAAPD0352J	02591373	Non-Executive - Independent Director	Chairperson	Shareholder Director	20-02-1944	Yes	14-09-2018	22-05-2014	22-05-2019		70	3	3	2	1	
d	EWVPD5343C	08185909	Executive Director	Not Applicable	CEO-MD	03-02-1962	NA		01-08-2018	01-08-2018			1	0	1	0	
hry	AADPC6250D	03213517	Non-Executive - Non Independent Director	Not Applicable		11-03-1961	NA		12-03-2011	12-03-2011			1	0	0	0	
i	AICPP7425L	00005410	Non-Executive - Independent Director	Not Applicable	Shareholder Director	29-06-1959	NA		22-05-2014	22-05-2019		70	1	1	4	2	

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)	N m S C c i n l i F R
5	Mr	Subramanian Vishar Vasudevan	ABKPV9466E	00130205	Non-Executive - Independent Director	Not Applicable	Shareholder Director	21-06-1951	NA		22-05-2014	22-05-2019		70	1	1	2
6	Mr	Sugata Sircar	AITPS5665G	01119161	Non-Executive - Non Independent Director	Not Applicable		20-12-1963	NA		02-11-2014	02-11-2014			1	0	3
7	Ms	Bidisha Nagaraj	ABTPN1067C	08080159	Non-Executive - Non Independent Director	Not Applicable		09-07-1967	NA		07-03-2018	07-03-2018			1	0	0
8	Mr	Piyush Pandey	AGDPP9264G	08451135	Executive Director	Not Applicable		01-11-1973	NA		22-05-2019	22-05-2019			1	0	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 members in A/ Stakeholder Communication including listed (Refer Regulation 26(1) of Listing Regulations)
9	Ms	Namrata Kaul	ABCPK7626D	00994532	Non-Executive - Independent Director	Not Applicable	Shareholder Director	15-03-1964	NA		06-11-2019	06-11-2019		5	2	2	3

Text Block	
Textual Information(1)	Vinod Kumar Dhall & Ranjan Pant were initially appointed as IDs on Dec 16, 2011 and VS Vasudevan on 11/06/2013 and later on appointed as ID for a term of 5 years w.e.f May 22, 2014. Mr. Dhall, Mr. Pant and Mr. Vasudevan have been re-appointed for second term of 3 years w.e.f May 22, 2019. Namrata Kaul has been appointed as an Additional Director and Non-executive Independent Director for a period of 3 (three) years w.e.f November 06, 2019.

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	02591373	Vinod Kumar Dhall	Non-Executive - Independent Director	Chairperson	16-12-2011		
2	00005410	Ranjan Pant	Non-Executive - Independent Director	Member	16-12-2011		
3	00130205	Subramanian Vishar Vasudevan	Non-Executive - Independent Director	Member	02-11-2014		
4	01119161	Sugata Sircar	Non-Executive - Non Independent Director	Member	02-11-2014		
5	00994532	Namrata Kaul	Non-Executive - Independent Director	Member	06-11-2019		Textual Information(1)

Sr Text Block	
Textual Information(1)	Namrat Kaul was appointed as Additonal Independent Director of the Company on 06/11/2019 and appointed as Member of Audit Committee on 05/02/2020.

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	00130205	Subramanian Vishar Vasudevan	Non-Executive - Independent Director	Chairperson	11-06-2013		Textual Information(1)
2	02591373	Vinod Kumar Dhall	Non-Executive - Independent Director	Member	22-05-2013		
3	00005410	Ranjan Pant	Non-Executive - Independent Director	Member	22-05-2013		
4	03213517	Anil Chaudhry	Non-Executive - Non Independent Director	Member	22-05-2013		

Sr Text Block	
Textual Information(1)	Mr. Vasudevan was appointed as Chairman of Nomination & Remuneration Committee w.e.f. August 11, 2015;

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	00130205	Subramanian Vishar Vasudevan	Non-Executive - Independent Director	Chairperson	22-05-2014		
2	00005410	Ranjan Pant	Non-Executive - Independent Director	Member	16-12-2011		
3	08185909	Bruno Bernard Dercle	Executive Director	Member	01-08-2018		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00130205	Subramanian Vishar Vasudevan	Non-Executive - Independent Director	Member	22-05-2014		
2	00005410	Ranjan Pant	Non-Executive - Independent Director	Member	22-05-2014		
3	08185909	Bruno Bernard Dercle	Executive Director	Member	01-08-2018		
4	00994532	Namrata Kaul	Non-Executive - Independent Director	Member	06-11-2019		Textual Information(1)

Sr Text Block	
Textual Information(1)	Namrata Kaul was appointed Additional Independent Director on 06/11/2019 and appointed as Member of Risk Management Committee on 05/02/2020.

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00130205	Subramanian Vishar Vasudevan	Non-Executive - Independent Director	Member	22-05-2014		
2	00005410	Ranjan Pant	Non-Executive - Independent Director	Member	22-05-2014		
3	08185909	Bruno Bernard Dercle	Executive Director	Member	01-08-2018		

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	06-11-2019				Yes	7	3
2		05-02-2020	90		Yes	9	4

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	06-11-2019				Yes	3	2	
2	Audit Committee	05-02-2020	90			Yes	4	3	
3	Nomination and remuneration committee	06-11-2019			No meeting for Nomination & Remuneration Committee held during current quarter ended March 31, 2020.	Yes	3	2	
4	Stakeholders Relationship Committee	05-02-2020			No meeting for Stakeholders Relationship Committee held during previous quarter.	Yes	3	2	
5	Risk Management Committee	05-02-2020				Yes	3	2	
6	Corporate Social Responsibility Committee	05-02-2020				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)	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	Bhumika Sood
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://infra.schneider-electric.co.in/
2	Terms and conditions of appointment of independent directors	Yes		https://infra.schneider-electric.co.in/investor/boardofdirectors
3	Composition of various committees of board of directors	Yes		https://infra.schneider-electric.co.in/investor/committeesofdirectors
4	Code of conduct of board of directors and senior management personnel	Yes		https://infra.schneider-electric.co.in/investor/codeofconduct
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://infra.schneider-electric.co.in/investor/policies
6	Criteria of making payments to non-executive directors	Yes		https://infra.schneider-electric.co.in/investor/policies
7	Policy on dealing with related party transactions	Yes		https://infra.schneider-electric.co.in/investor/policies
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		https://infra.schneider-electric.co.in/investor/boardofdirectors

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		https://infra.schneider-electric.co.in/contactus
11	email address for grievance redressal and other relevant details	Yes		https://infra.schneider-electric.co.in/contactus
12	Financial results	Yes		https://infra.schneider-electric.co.in/investor/annualreportsandfinancials
13	Shareholding pattern	Yes		https://infra.schneider-electric.co.in/investor/shareholdingpattern
14	Details of agreements entered into with the media companies and/or their associates	NA		
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://infra.schneider-electric.co.in/investor/announcements
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		https://infra.schneider-electric.co.in/investor/announcements
18	Credit rating or revision in credit rating obtained	No	Credit Rating not obtained by the Company	
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://infra.schneider-electric.co.in/investor
21	Materiality Policy as per Regulation 30	Yes		https://infra.schneider-electric.co.in/investor/policies
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		https://infra.schneider-electric.co.in/investor/policies
23	It is certified that these contents on the website of the listed entity are correct	Yes		https://infra.schneider-electric.co.in/

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)	Yes	
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)	Yes	
23	Meeting of Risk Management Committee	21(3A)	Yes	
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)	NA	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	

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	Bhumika Sood
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	NA
	Any other information to be provided	

Annexure II		
1	Name of signatory	Bhumika Sood
2	Designation	Company Secretary and Compliance Officer

Signatory Details	
Name of signatory	Bhumika Sood
Designation of person	Company Secretary and Compliance Officer
Place	Gurugram
Date	12-05-2020

