

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Schneider Electric Infrastructure Limited**
 2. Quarter ending - **30-Sep-2019**

i. Composition Of Board Of Director

T i t l e (M r / M s)	Name of the Director	DI N	P A N	C a t e g o r y (C h a i r p e r s o n / E x e c u t i v e / N o n - E x e c u t i v e / I n d e p e n d e n t / N o m i n e e)	S u b C a t e g o r y	Ini t i a l D a t e o f A p p o i n t m e n t	D a t e o f A p p o i n t m e n t	D a t e o f c e s s a t i o n	T e n u r e	D a t e o f B i r t h	N o. o f D i r e c t o r s h i p i n l i s t e d e n t i t i e s i n c l u d i n g t h i s l i s t e d e n t i t y	N o o f I n d e p e n d e n t D i r e c t o r s h i p i n l i s t e d e n t i t i e s i n c l u d i n g t h i s l i s t e d e n t i t y	N o o f m e m b e r s h i p i n A u d i t/ S t a k e h o l d e r C o m m i t t e e (s) i n c l u d i n g t h i s l i s t e d e n t i t y	N o o f p o s t o f C h a i r p e r s o n i n A u d i t/ S t a k e h o l d e r C o m m i t t e e h e l d i n l i s t e d e n t i t i e s i n c l u d i n g t h i s l i s t e d e n t i t y	M e m b e r s h i p i n C o m m i t t e e s o f t h e C o m p a n y	R e m a r k s
M r.	Vinod Kumar Dhall	0 2 5 9 1 3 7 3	A A A P D	ID, C & NE D		22- May- 2014	22- May- 2019		6 4	20- Feb - 19 44	3	3	4	2	AC,N RC	
M r.	Bruno Bernard Dercle	0 8 1 8 5 9	E W V P D 5	ED	C E O - M D	01- Aug- 2018	01- Aug- 2018			03- Feb - 19 62	1	0	1	0	SC,R C	

		0 9	3 4 3 C												
M r.	Anil Chaudhr y	0 3 2 1 3 5 1 7	A A D P C 6 2 5 0 D	NE D		12- Mar- 2011	12- Mar- 2011			11- Ma r- 19 61	1	0	0	0	NRC
M r.	Ranjan Pant	0 0 0 5 4 1 0	A I C P P 7 4 2 5 L	ID		22- May- 2014	22- May- 2019		6 4	29- Jun - 19 59	2	2	4	2	AC,S C,RC, NRC
M r.	Subrama nian Vishar Vasudeva n	0 0 1 3 0 2 0 5	A B K P V 9 4 6 6 E	ID		22- May- 2014	22- May- 2019		6 4	21- Jun - 19 51	1	1	2	1	AC,S C,RC, NRC
M r.	Sugata Sircar	0 1 1 1 9 1 6 1	A I T P S 5 6 6 5 G	NE D		02- Nov- 2014	02- Nov- 2014			20- Dec - 19 63	1	0	3	0	AC
M s.	Bidisha Nagaraj	0 8 0 8 0	A B T P N	NE D		07- Mar- 2018	07- Mar- 2018			09- Jul- 19 67	1	0	0	0	

		1 5 9	1 0 6 7 C												
M r.	Piyush Pandey	0 8 4 5 1 1 3 5	A G D P P 9 2 6 4 G	ED		22- May- 2019	22- May- 2019			01- No v- 19 73	1	0	0	0	
M s.	Geeta Mathur	0 2 1 3 9 5 5 2	A A K P M 7 3 8 0 D	ID		01- Apr- 2019	01- Apr- 2019	09- Sep- 2019	5	21- No v- 19 66	6	6	8	3	

Company Remarks	a. Mr. Dhall and Mr. Pant were initially appointed as the IDs on Dec 16, 2011. They were later on appointed as IDs u/s 149 of CA, 2013 for a term of 5 years effective from May 22, 2014. nb. Mr. Vasudevan was initially appointed as an ID on June 11, 2013. He was later on appointed as an ID u/s 149 of CA, 2013 for a term of 5 years effective from May 22, 2014. nc. Mr. Dhall, Mr. Pant and Mr. Vasudevan have been re-appointed for second and final term of 3 years effective from May 22, 2019. nd. Mr. Piyush Pandey was appointed as an AD and WTD on May 22, 2019 and regularized on Sep 12, 2019. ne. For Ms. Geeta Mathur, details are provided as on Sep 09, 2019.
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Vinod Kumar Dhall	ID,C & NED	Chairperson	16-Dec-2011	
2	Ranjan Pant	ID	Member	16-Dec-2011	
3	Subramanian Vishar Vasudevan	ID	Member	02-Nov-2014	

4	Sugata Sircar	NED	Member	02-Nov-2014	
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Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Subramanian Vishar Vasudevan	ID	Chairperson	22-May-2014	
2	Ranjan Pant	ID	Member	16-Dec-2011	
3	Bruno Bernard Dercle	ED	Member	01-Aug-2018	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Subramanian Vishar Vasudevan	ID	Member	22-May-2014	
2	Ranjan Pant	ID	Member	22-May-2014	
3	Bruno Bernard Dercle	ED	Member	01-Aug-2018	

Company Remarks	Company has not appointed a regular Chairperson of Risk Management Committee.
Whether Permanent chairperson appointed	No

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Subramanian Vishar Vasudevan	ID	Chairperson	11-Jun-2013	
2	Vinod Kumar Dhall	ID,C & NED	Member	22-May-2013	
3	Ranjan Pant	ID	Member	22-May-2013	
4	Anil Chaudhry	NED	Member	22-May-2013	

Company Remarks	
Whether Permanent chairperson appointed	Yes

iii. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
22-May-2019	07-Aug-2019	Yes	9	4

Company Remarks	
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Maximum gap between any two consecutive (in number of days)	76
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iv. **Meeting of Committees**

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	22-May-2019		Yes	4	3
Audit Committee		07-Aug-2019	Yes	4	3
Nomination & Remuneration Committee	22-May-2019		Yes	3	3

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	76

v. **Related Party Transactions**

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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VI. **Affirmations**

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**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **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. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
 b. Any comments/observations/advice of Board of Directors may be mentioned here:

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Name : **Bhumika Sood**
Designation : **Company Secretary & Compliance Officer**

ANNEXURE III

Affirmations

Broad Heading	Regulation Number	Compliance Status	Company Remark
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	
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Note:

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Name : **Bhumika Sood**
Designation : **Company Secretary & Compliance Officer**