

Compliance Report on Corporate Governance for the quarter ended 31st March, 2021

General information about company	
Scrip code	532374
NSE Symbol	STLTECH
MSEI Symbol	NOT APPLICABLE
ISIN	INE089C01029
Name of the entity	Sterlite Technologies Limited
Date of start of financial year	01-04-2020
Date of end of financial year	31-03-2021
Reporting Quarter	Annually
Date of Report	31-03-2021
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities

Annexure 1
Annexure 1 to be submitted by listed entities on quarterly basis
I. Composition of Board of Directors

The company has regular chairperson who is not related to MD & CEO

Sr.No.	Title(Mr./ Ms.)	Name of Director	PAN	DIN	Category of Directors	Date of Birth	Whether Resolution under 17(1A) passed	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure of Director (in months)	No. of Directorships in listed entities including this listed entity (Refer Reg. 17A of the Listing Regulations)	No. of Independent Directorship in listed entities	No. of Memberships in Audit/ Stakeholder Relationship Committees including this listed entity (Refer regulation 26(1) of Listing Regulation)	No. of post of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity (Refer regulation 26(1) of Listing Regulation)
1	Mr.	Anil Kumar Agarwal	AFWPA3200K	00010883	Chairman Non-Executive - Non Independent Director	07-09-1952	NA	30-10-2006				2	0	0	0
2	Mr.	Arun Todarwal	AAGPT5697L	00020916	Non-Executive - Independent Director	16-06-1957	NA	01-04-2014	01-04-2019	31-03-2021	81	3	3	7	2
3	Mr.	A. R. Narayanaswamy	AABPA7873L	00818169	Non-Executive - Independent Director	22-12-1951	NA	01-04-2014	01-04-2019	31-03-2021	81	1	1	3	1
4	Mr.	Sandip Das	AAJPD3650J	00116303	Non-Executive - Independent Director	11-01-1958	NA	16-10-2017			39	2	2	3	0
5	Ms.	Kumud Srinivasan	ALHPS3418G	06487248	Non-Executive - Independent Director	07-02-1960	NA	22-05-2018			32	1	1	1	1
6	Mr.	Pravin Agarwal	ADCPA9816F	00022096	Executive Director	16-10-1954	NA	30-10-2006				1	0	4	0
7	Mr.	Anand Agarwal	ACNPA6974C	00057364	Executive Director	07-08-1967	NA	30-07-2009				1	0	0	0
8	Mr.	Pratik Agarwal	ADYPA7745D	03040062	Non-Executive - Non Independent Director	02-12-1982	NA	26-04-2013		20-01-2021		1	0	2	0
9	Mr.	S Madhavan	AAAPM2924M	06451889	Non-Executive - Indep	27-10-1956	NA	20-01-2021			2	5	5	6	3
10	Mr.	B J Arun	AOCPB6640M	02497125	Non-Executive - Indep	17-12-1962	NA	20-01-2021			2	1	1	0	0
11	Mr.	Ankit Agarwal	AFMPA0622D	03344202	Executive Director	01-12-1983	NA	20-01-2021			2	1	0	0	0

Annexure I
II. Composition of Committees
Audit Committee

The Audit Committee has a Regular Chairperson

Sr. No.	DIN Number	Name of Committee Member	Category 1 of Directors	Category 2 of Directors	Date of Appointment	Date of Cessation
1	00818169	A R Naryanaswamy	Non-Executive - Independent Director	Chairperson	30-04-2007	
2	00022096	Pravin Agarwal	Executive Director	Member	30-04-2007	
3	00020916	Arun Tadarwal	Non-Executive - Independent Director	Member	25-01-2003	
4	00116303	Sandip Das	Non-Executive - Independent Director	Member	16-10-2017	

Nomination and Remuneration Committee

The Nomination and Remuneration Committee has a Regular Chairperson

Sr. No.	DIN Number	Name of Committee Member	Category 1 of Directors	Category 2 of Directors	Date of Appointment	Date of Cessation
1	00116303	Sandip Das	Non-Executive - Independent Director	Chairperson	16-10-2017	
2	00020916	Arun Tadarwal	Non-Executive - Independent Director	Member	25-01-2003	
3	00818169	A R Narayanaswamy	Non-Executive - Independent Director	Member	30-04-2007	
4	06487248	Kumud Srinivasan	Non-Executive - Independent Director	Member	24-10-2018	

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Sr. No.	DIN Number	Name of Committee Member	Category 1 of Directors	Category 2 of Directors	Date of Appointment	Date of Cessation
1	00818169	A R Naryanaswamy	Non-Executive - Independent Director	Chairperson	30-04-2007	
2	00022096	Pravin Agarwal	Executive Director	Member	30-04-2007	
3	00020916	Arun Todarwal	Non-Executive - Independent Director	Member	25-01-2003	
4	00116303	Sandip Das	Non-Executive - Independent Director	Member	16-10-2017	

Nomination and Remuneration Committee

The Nomination and Remuneration Committee has a Regular Chairperson

Sr. No.	DIN Number	Name of Committee Member	Category 1 of Directors	Category 2 of Directors	Date of Appointment	Date of Cessation
1	00116303	Sandip Das	Non-Executive - Independent Director	Chairperson	16-10-2017	
2	00020916	Arun Todarwal	Non-Executive - Independent Director	Member	25-01-2003	
3	00818169	A R Narayanaswamy	Non-Executive - Independent Director	Member	30-04-2007	
4	06487248	Kumud Srinivasan	Non-Executive - Independent Director	Member	24-10-2018	

Stakeholder Relationship Committee

The Stakeholder Relationship Committee has a Regular Chairperson

Sr. No.	DIN Number	Name of Committee Member	Category 1 of Directors	Category 2 of Directors	Date of Appointment	Date of Cessation
1	06487248	Kumud Srinivasan	Non-Executive - Independent Director	Chairperson	22-05-2018	
2	00020916	Arun Todarwal	Non-Executive - Independent Director	Member	09-10-2003	
3	00116303	Sandip Das	Non-Executive - Independent Director	Member	16-10-2017	
4	00022096	Pravin Agarwal	Executive Director	Member	25-10-2005	

Risk Management Committee

The Risk Management Committee has a Regular Chairperson

Sr. No.	DIN Number	Name of Committee Member	Category 1 of Directors	Category 2 of Directors	Date of Appointment	Date of Cessation
1	06487248	Kumud Srinivasan	Non-Executive - Independent Director	Chairperson	24-10-2019	
2	00020916	Arun Todarwal	Non-Executive - Independent Director	Member	24-10-2019	
3	00116303	Sandip Das	Non-Executive - Independent Director	Member	24-10-2019	
4	00057364	Anand Agarwal	Executive Director	Member	24-10-2019	
5	03401046	Mihir Modi	CFO- Member	Member	22-10-2020	

Sustainability and Corporate Social Responsibility Committee

The Sustainability and Corporate Social Responsibility Committee has a Regular Chairperson

Sr. No.	DIN Number	Name of Committee Member	Category 1 of Directors	Category 2 of Directors	Date of Appointment	Date of Cessation
1	00020916	Arun Tadarwal	Non-Executive - Independent Director	Chairperson	30-04-2014	
2	00818169	A R Narayanaswamy	Non-Executive - Independent Director	Member	30-04-2014	
3	00022096	Pravin Agarwal	Executive Director	Member	30-04-2014	
4	00057364	Anand Agarwal	Executive Director	Member	30-04-2014	

Annexure I
III. Meeting of BOD

Sr.	Date(s)of Meeting (Dates of Previous Quarter and Current Quarter are in Chronological Order)	Maximum gap between any two consecutive meetings (in number of days)	Whether requirement of Quorum Met(Yes/NO)	Number of Directors Present	No.of Independent Directors Attending the Meeting
1	05-10-2020		Yes	7	4
2	22-10-2020	16	Yes	6	4
3	20-01-2021	89	Yes	10	6
4	17-03-2021	55	Yes	10	6

Annexure I
IV. Meeting of Committees

Sr.	Name of Committee	Date(s)of Meeting (Dates of Previous Quarter and Current Quarter are in Chronological Order)	Maximum gap between any two consecutive meetings (in number of days)	Whether requirement of Quorum Met(Yes/NO)	Number of Directors Present	No.of Independ ent Directors Attending the Meeting
1	Audit Committee	05-10-2020		Yes	4	3
2	Audit Committee	21-10-2020	15	Yes	4	3
3	Audit Committee	04-12-2020	43	Yes	2	2
4	Audit Committee	19-01-2021	45	Yes	4	3

Annexure 1
V. Related Party Transactions

Sr. No.	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 II

I. Disclosure on Website in terms of Listing Regulations

Sr. No.	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.stl.tech/about-us/
2	Terms and conditions of appointment of independent directors	Yes		https://www.stl.tech/Code-of-Conduct-and-Policies.html
3	Composition of various committees of board of directors	Yes		https://www.stl.tech/Code-of-Conduct-and-Policies.html
4	Code of conduct of board of directors and senior management personnel	Yes		https://www.stl.tech/Code-of-Conduct-and-Policies.html
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://www.stl.tech/Code-of-Conduct-and-Policies.html
6	Criteria of making payments to non-executive directors	Yes		https://www.stl.tech/Code-of-Conduct-and-Policies.html
7	Policy on dealing with related party transactions	Yes		https://www.stl.tech/Code-of-Conduct-and-Policies.html
8	Policy for determining 'material' subsidiaries	Yes		https://www.stl.tech/Code-of-Conduct-and-Policies.html
9	Details of familiarization programmes imparted to independent directors	Yes		https://www.stl.tech/Code-of-Conduct-and-Policies.html
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://www.stl.tech/investors.html
11	E-mail address for grievance redressal and other relevant details	Yes		https://www.stl.tech/investors.html
12	Financial results	Yes		https://www.stl.tech/downloads.html
13	Shareholding pattern	Yes		https://www.stl.tech/downloads.html
14	Details of agreements entered into with the media companies and/or their associates	Yes		https://www.stl.tech/downloads.html

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.stl.tech/downloads.html
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		https://www.stl.tech/downloads.html
18	Credit rating or revision in credit rating obtained	Yes		https://www.stl.tech/downloads.html
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		https://www.stl.tech/downloads.html
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		https://www.stl.tech/investors.html
21	Materiality Policy as per Regulation 30	Yes		https://www.stl.tech/Code-of-Conduct-and-Policies.html
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		https://www.stl.tech/Code-of-Conduct-and-Policies.html
23	It is certified that these contents on the website of the listed entity are correct	Yes		https://www.stl.tech/investors.html

Annexure I
VI. Affirmations

Sr No.	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 b. Nomination & Remuneration Committee c. Stakeholders Relationship Committee d. Risk Management Committee (applicable to the top 100 listed entities)	Yes
3	The Committee have 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/will be placed before Board of Directors.	Yes

Annexure 1

Sr No.	Subject	Compliance Status (Yes/ No)
1	Name of signatory	Amit Deshpande
2	Designation	Company Secretary and Compliance Officer

Annexure II
II. Annual Affirmations

Sr. No.	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	
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	
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)	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	
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	

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

Annexure II

1	Name of signatory	Amit Deshpande
2	Designation	Company Secretary and Compliance Officer

Signatory Details

Name of Signatory	Amit Deshpande
Designation	Company Secretary and Compliance Officer
Place	Pune
Date	14-04-2021