

General information about company

| | |
|--|--------------------------|
| Scrip code | 532951 |
| NSE Symbol | GSS |
| MSEI Symbol | NOTLISTED |
| ISIN | INE871H01011 |
| Name of the entity | GSS INFOTECH LIMITED |
| Date of start of financial year | 01-04-2020 |
| Date of end of financial year | 31-03-2021 |
| Reporting Quarter | Half Yearly |
| Date of Report | 30-09-2020 |
| 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

No

| 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 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 Chairperson in Audit Stakeholder Committee held in this listed entity (Refer Regulation 26(1) of Listing Regulations) |
|----|-----------------|------------------------------------|------------|----------|--------------------------------------|---------------------------------|-------------------------|---------------|---|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|--|
| 1 | Mr | Bhargav Marepally | AJSPM0914A | 00505098 | Executive Director | Chairperson related to Promoter | MD | 27-08-1971 | NA | | 13-10-2003 | 01-06-2016 | | | 1 | 0 | 1 | 0 |
| 2 | Mrs | Nagajayanthi Das Juttur Ragavendra | ADJPJ8683L | 05107482 | Non-Executive - Independent Director | Not Applicable | | 14-09-1974 | NA | | 30-09-2015 | 30-09-2019 | | 72 | 1 | 1 | 1 | 1 |
| 3 | Mr | Gowrisankara Padma Rao Lakkaraju | ABOPL7899P | 07926264 | Non-Executive - Independent Director | Not Applicable | | 29-06-1974 | NA | | 08-08-2017 | 30-09-2017 | | 72 | 1 | 1 | 1 | 0 |
| 4 | Mr | Prabhakara Rao Alokam | ADDPA1386P | 02263908 | Non-Executive - Independent Director | Not Applicable | | 15-06-1974 | NA | | 08-08-2017 | 30-09-2017 | | 72 | 2 | 1 | 1 | 1 |

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Wether 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 Chair in A Stake Com hel lis ent in th this entity Regu 26(Lis Regul |
|----|-----------------|---------------------------------------|------------|----------|--|-------------------------|-------------------------|---------------|---|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|---|
| 5 | Mr | RAMBABU SAMPANGI KAIPA | AGSPG9422E | 08238968 | Non-Executive - Non Independent Director | Not Applicable | | 31-12-1968 | NA | | 13-02-2019 | | | | 1 | 0 | 0 | 0 |
| 6 | Mr | SAKIRAN SATYA SURYA RAGHAVENDRA GUNDU | AEBPK3955P | 02224296 | Non-Executive - Non Independent Director | Not Applicable | | 14-08-1976 | NA | | 13-02-2019 | | | | 1 | 0 | 0 | 0 |

| 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 | 02263908 | Prabhakara Rao Alokam | Non-Executive - Independent Director | Chairperson | 08-08-2017 | | |
| 2 | 05107482 | Nagajayanthi Das Juttur Ragavendra | Non-Executive - Independent Director | Member | 10-02-2015 | | |
| 3 | 00505098 | Bhargav Marepally | Executive Director | Member | 22-07-2006 | | |

| 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 | 05107482 | Nagajayanthi Das Juttur Ragavendra | Non-Executive - Independent Director | Chairperson | 30-05-2015 | | |
| 2 | 07926264 | Gowrisankara Padma Rao Lakkaraju | Non-Executive - Independent Director | Member | 08-08-2017 | | |
| 3 | 02263908 | Prabhakara Rao Alokam | Non-Executive - Independent Director | Member | 28-05-2018 | | |

| 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 | 05107482 | Nagajayanthi Das Juttur Ragavendra | Non-Executive - Independent Director | Chairperson | 30-05-2015 | | |
| 2 | 00505098 | Bhargav Marepally | Executive Director | Member | 22-07-2006 | | |
| 3 | 07926264 | Gowrisankara Padma Rao Lakkaraju | Non-Executive - Independent Director | Member | 29-05-2019 | | |

| 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 | Date of Appointment | Date of Cessation | Remarks |

| Corporate Social Responsibility Committee | | | | | | | |
|---|------------|---------------------------------------|--|-------------------------|---------------------|-------------------|---------|
| Whether the Corporate Social Responsibility 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 | 08238968 | RAMBABU SAMPANGI KAIPA | Non-Executive - Non Independent Director | Chairperson | 29-05-2019 | | |
| 2 | 02263908 | Prabhakara Rao Alokam | Non-Executive - Independent Director | Member | 29-05-2019 | | |
| 3 | 05107482 | Nagajayanthi Das Juttur Ragavendra | Non-Executive - Independent Director | Member | 29-05-2019 | | |

| 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 | 21-04-2020 | | | | Yes | 5 | 3 |
| 2 | | 01-08-2020 | 101 | | Yes | 5 | 3 |
| 3 | | 04-09-2020 | 33 | | Yes | 5 | 3 |

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 | 21-04-2020 | | | | Yes | 3 | 3 |
| 2 | Audit Committee | 01-08-2020 | | | | Yes | 3 | 3 |
| 3 | Nomination and remuneration committee | 15-04-2020 | | | | Yes | 3 | 3 |

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 1

| Sr | Subject | Compliance status |
|----|-------------------|--|
| 1 | Name of signatory | AMRITA SINGH |
| 2 | Designation | Company Secretary and Compliance Officer |

Annexure III

III. Affirmations

| Sr | Particulars | Regulation Number | Compliance status (Yes/No/NA) | If status is No details of non-compliance may be given here. |
|--------------------------------------|--|--------------------------------------|-------------------------------|---|
| 1 | 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 | |
| 2 | Presence of Chairperson of Audit Committee at the Annual General Meeting | 18(1)(d) | No | Due to ill health, the chairperson was unable to attend the AGM |
| 3 | Presence of Chairperson of the nomination and remuneration committee at the annual general meeting | 19(3) | No | Due to ill health, the chairperson was unable to attend the AGM |
| 4 | Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting | 20(3) | No | Due to ill health, the chairperson was unable to attend the AGM |
| 5 | Whether Corporate Governance Report disclosed in Annual Report | 34(3) read with para C of Schedule V | Yes | |
| Any other information to be provided | | | | |

Annexure III

| | | |
|---|-------------------|--|
| 1 | Name of signatory | AMRITA SINGH |
| 2 | Designation | Company Secretary and Compliance Officer |

Signatory Details

| | |
|-----------------------|--|
| Name of signatory | AMRITA SINGH |
| Designation of person | Company Secretary and Compliance Officer |
| Place | Hyderabad |
| Date | 09-10-2020 |

