

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Newgen Software Technologies Limited**
 2. Quarter ending - **30-Sep-2022**

i. Composition Of Board Of Director

T i t l e (M r . / M s)	N a m e o f t h e D i r e c t o r	D I 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	I n i 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	W h e t h e r t h e d i r e c t o r i s d i s q u a l i f i e d ?	S t a r t D a t e o f d i s q u a l i f i c a t i o n	E n d D a t e o f d i s q u a l i f i c a t i o n	D e t a i l s o f d i s q u a l i f i c a t i o n	C u r r e n t s t a t u s	W h e t h e r s p e c i a l r e s o l u t i o n p a s s e d ? [R e f e r R e g . 1 7 (1 A) o f L i s t i n g R e g u l a t i o n s]	D a t e o f p a s s i n g s p e c i a l r e s o l u t i o n	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 [i n r e f e r e n c e t o R e g u l a t i o n 1 7 A (1)]	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 [i n r e f e r e n c e t o p r o v i s o t o r e	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 (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	M e m b e r s h i p i n C o m m i t t e s o f t h e C o m p a n y	R e m a r k s
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																	g l a t i o n 1 7 A (1)		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 r.	DI W A K A R NI G A M	0 0 2 6 3 2 2 2	C, E D	M D	0 1 - A p r - 1 9 9 3	0 1- Ju n- 2 0 1 9		3 5 4	1 2- O c t - 1 9 5 4	N o					N A		1 0	1 0	0	SC, RC
M r.	T. S. V	0 0 2	E D		0 5 - Ju	0 1- Ju		3 6 4	0 5- M	N o					N A		1 0	1 0	0	SC

	A R A D A R A J A N	6 3 1 1 5			J u n - 1 9 9 2	n- 2 0 1 9			ay - 1 9 5 2													
M r s.	P R I Y A D A R S H I N I N I G A M	0 0 2 6 7 1 0 0	E D		2 0 - S e p - 1 9 9 7	0 1- J u n- 2 0 1 9		3 0 0	2 6- M a r - 1 9 5 7	N o					N A		1	0	0	0		
M r.	K A U S H I K D U T T A	0 3 3 2 8 8 9 0	ID		0 9 - J u l- 2 0 1 4	0 9- J u l- 2 0 1 9		9 9	0 1- M a y - 1 9 6 2	N o					N A		5	5	8	4	AC, RC, NR C	
M r.	S A U R A B H S R I V A S T A V A	0 0 3 8 0 4 5 3	ID		3 0 - A u g - 2 0 1 7	3 0- A u g - 2 0 2 2		6 1	0 4- M a r - 1 9 4 6	N o					Ye s	2 3- J u n- 2 0 2 2	3	3	4	1	AC, NR C	

M r.	S U B R A M A N I A M R A M N A T H I Y E R	0 5 2 4 1 8 7	ID		2 2 - N o v - 2 0 1 7	2 2 - N o v - 2 0 1 7		5 8	2 7 - J a n - 1 9 5 8	N o					N A		1	1	2	1	AC, SC, RC, NR C
M r. s.	P A D M A J A K R I S H N A N	0 3 1 5 6 1 0	ID		2 4 - M a r - 2 0 2 0	2 4 - M a r - 2 0 2 0		3 0	2 4 - M a y - 1 9 5 6	N o					N A		1	1	0	0	RM C

Company Remarks	
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	KAUSHIK DUTTA	ID	Chairperson	09-Jul-2014	
2	SAURABH SRIVASTAVA	ID	Member	18-Sep-2017	
3	SUBRAMANIAM RAMNATH IYER	ID	Member	22-Nov-2017	

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	SUBRAMANIAM RAMNATH IYER	ID	Chairperson	22-Nov-2017	
2	DIWAKAR NIGAM	C,ED	Member	14-Jun-2017	
3	T.S. VARADARAJAN	ED	Member	14-Jun-2017	

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	PADMAJA KRISHNAN	ID	Chairperson	25-May-2021	
2	DIWAKAR NIGAM	C,ED	Member	25-May-2021	
3	KAUSHIK DUTTA	ID	Member	25-May-2021	
4	SUBRAMANIAM RAMNATH IYER	ID	Member	25-May-2021	
5	VIRENDER JEET	CHIEF EXECUTIVE OFFICER	Member	25-May-2021	
6	SURENDER JEET RAJ	SENIOR VICE PRESIDENT	Member	25-May-2021	

Company Remarks	
Whether Permanent chairperson appointed	Yes

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	SUBRAMANIAM RAMNATH IYER	ID	Chairperson	22-Nov-2017	
2	KAUSHIK DUTTA	ID	Member	09-Jul-2014	
3	SAURABH SRIVASTAVA	ID	Member	18-Sep-2017	

Company Remarks	
Whether Permanent chairperson appointed	Yes

iii. Meeting of Board of Directors

Date(s) of meeting of the committee(s) in the	Whether requirement	Total Number of Directors as	Number of Directors present (All	Number of Independent Directors present
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previous quarter and in the relevant quarter	of Quorum met (Yes/No)	on date of the meeting	directors including Independent Director)	
03-May-2022	Yes	7	7	4
20-Jul-2022	Yes	7	7	4

Company Remarks	
Maximum gap between any two consecutive (in number of days)	77

iv. **Meeting of Committees**

Name of the Committee	Date(s) of meeting of the committee(s) in the previous quarter and in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Total Number of Directors attended the meeting (All directors including Independent Director)	Number of Independent directors attending the meeting	Number of Members attending the Meeting (Other than Board of Directors)
Audit Committee	02-May-2022	Yes	3	3	3	0
Audit Committee	20-Jul-2022	Yes	3	3	3	0
Nomination & Remuneration Committee	02-May-2022	Yes	3	3	3	0
Stakeholders Relationship Committee	02-May-2022	Yes	3	3	1	0
Risk Management Committee	20-Jul-2022	Yes	4	4	3	2

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	78

v. **Related Party Transactions**

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Not Applicable	
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	Not Applicable	

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 : Aman Mourya
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	46(2)	Yes	

report, business responsibility report displayed on website			
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 : Aman Mourya
Designation : Company Secretary & Compliance Officer

ANNEXURE IV

%symbol%	%companyName%	%quarterEnded%
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(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to

Aggregate amount advanced during six months	Balance outstanding at the end of six months
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<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>	<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
<i>Promoter or any other entity controlled by them</i>			
<i>Promoter Group or any other entity controlled by them</i>			
<i>Directors (including relatives) or any other entity controlled by them</i>			
<i>KMPs or any other entity controlled by them</i>			

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of Security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
<i>Promoter or any other entity</i>			

<i>controlled by them</i>			
<i>Promoter Group or any other entity controlled by them</i>			
<i>Directors (including relatives) or any other entity controlled by them</i>			
<i>KMPs or any other entity controlled by them</i>			

(D) If the Listed Entity would like to provide any other information the same may be indicated here

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Affirmations

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company

Company Remarks in case of non-compliant status

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Name:
Designation: Chief Executive Officer
Place:
Date: