

General information about company	
Scrip code	543958
NSE Symbol	VLEGOV
MSEI Symbol	NOTLISTED
ISIN	INE03HW01020
Name of the entity	VL E GOVERNANCE & IT SOLUTIONS LIMITED
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Quarterly
Date of Report	31-12-2023
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

**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

No

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
1	Mr	Dinesh Nandwana	AAFPN9185Q	00062532	Executive Director	Chairperson		06-06-1963
2	Mr	Amit Sabarwal	BITPS4733E	06478938	Non-Executive - Non Independent Director	Not Applicable		24-06-1984
3	Mr	Yogesh Kharate	BHFPK0109P	09831227	Non-Executive - Non Independent Director	Not Applicable		20-01-1990
4	Mr	Sanjeev Bohra	AJCPB4990P	02863736	Non-Executive - Independent Director	Not Applicable		26-10-1972
5	Mr	Vishal Chalia	AFLPC4917L	01744585	Non-Executive - Independent Director	Not Applicable		20-09-1974
6	Ms	Tanu Shukla	CQVPS0864B	09656470	Non-Executive - Independent Director	Not Applicable		07-02-1992

I. Composition of Board of Directors					
Disqualification of Directors under section 164 of the Companies Act, 2013					
Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active

### I. Composition of Board of Directors

Sr	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 [with reference to proviso to regulation 17A(1) & 17A(2)]	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)	Notes for not providing PAN	Notes for not providing DIN
1	NA		21-11-2016	21-11-2016			2	0	2	0		
2	NA		22-05-2018	22-05-2018			1	0	1	1		
3	NA		21-12-2022	21-12-2022			1	0	0	0		
4	NA		08-06-2023	08-06-2023		6.23	1	1	1	1		
5	NA		08-06-2023	08-06-2023		6.23	1	1	1	0		
6	NA		08-06-2023	08-06-2023		6.23	1	1	1	0		

Text Block	
Textual Information(1)	<p>Company does not have a regular chairperson. But as per NSE Circular Ref No: NSE/CML/2023/31 point no. 27 which states that the person who chaired the latest board/committee Meeting should be selected as the Chairperson of the Company.</p> <p>Hence Mr. Dinesh Nandwana who chaired the latest Board Meeting has been selected as chairperson for the purpose of filing Corporate Governance Report.</p>

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	02863736	Sanjeev Bohra	Non-Executive - Independent Director	Chairperson	08-06-2023		
2	00062532	Dinesh Nandwana	Executive Director	Member	08-06-2023		
3	01744585	Vishal Chalia	Non-Executive - Independent Director	Member	08-06-2023		

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	02863736	Sanjeev Bohra	Non-Executive - Independent Director	Chairperson	08-06-2023		
2	06478938	Amit Sabarwal	Non-Executive - Non Independent Director	Member	08-06-2023		
3	01744585	Vishal Chalia	Non-Executive - Independent Director	Member	08-06-2023		

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	06478938	Amit Sabarwal	Non-Executive - Non Independent Director	Chairperson	08-06-2023		
2	00062532	Dinesh Nandwana	Executive Director	Member	08-06-2023		
3	09656470	Tanu Shukla	Non-Executive - Independent Director	Member	08-06-2023		



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	06478938	Amit Sabarwal	Non-Executive - Non Independent Director	Chairperson	08-06-2023		
2	02863736	Sanjeev Bohra	Non-Executive - Independent Director	Member	08-06-2023		
3	09656470	Tanu Shukla	Non-Executive - Independent Director	Member	08-06-2023		

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)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	05-07-2023				Yes	6	6	3
2		03-10-2023	89		Yes	6	6	3
3		11-11-2023	38		Yes	6	6	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)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	05-07-2023				Yes	3	3	2	0
2	Nomination and remuneration committee	03-10-2023	89			Yes	3	3	2	0
3	Audit Committee	11-11-2023	38			Yes	3	3	2	0

**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 1000 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	Keval Vikmani
2	Designation	Company Secretary and Compliance Officer



Details of Cyber security incidence	
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No

Signatory Details	
Name of signatory	Keval Vikmani
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	15-01-2024

