

General information about company

Scrip code	532240
NSE Symbol	INDNIPPON
MSEI Symbol	NOTLISTED
ISIN	INE092B01025
Name of the entity	INDIA NIPPON ELECTRICALD LIMITED
Date of start of financial year	01-04-2021
Date of end of financial year	31-03-2022
Reporting Quarter	Half Yearly
Date of Report	30-09-2021
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 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													Textual Information(1)							
Whether the listed entity has a Regular Chairperson													Yes							
Whether Chairperson is related to MD or CEO													Yes							
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 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	Mr	T K BALAJI	AAF7797J	00002010	Non-Executive - Non Independent Director	Chairperson		12-07-1948	NA		28-07-1986	16-08-2019			2	0	2	0		
2	Mr	ARVIND BALAJI	AALPA3558Q	00557711	Executive Director	Not Applicable	MD	08-12-1974	NA		01-04-2013	01-04-2018			2	1	3	0		
3	Mr	ANANT JAIVANT TALAULICAR	AAAPT2311F	00031051	Non-Executive - Independent Director	Not Applicable		11-07-1961	NA		06-04-2019	16-08-2019		30	7	6	6	0		
4	Mr	V BALARAMAN	AAAPB3329D	00267829	Non-Executive - Independent Director	Not Applicable		18-08-1946	Yes	16-08-2019	27-08-2014	16-08-2019		90	1	1	2	0		

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether 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 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
5	Mrs	JAYSHREE SURESH	AAFPP0115Q	06861217	Non-Executive - Independent Director	Not Applicable		02-10-1952	NA		27-08-2014	16-08-2019		90	1	1	1	1		
6	Mr	T MOMOSE	ZZZZZ9999Z	06984707	Non-Executive - Non Independent Director	Not Applicable		29-09-1959	NA		27-08-2014	21-09-2020	07-08-2021		0	0	0	0	Textual Information(2)	
7	Mr	MUKESH KUMAR SOMANI	AAXPS2995K	06608983	Non-Executive - Non Independent Director	Not Applicable		16-10-1970	NA		28-05-2016		07-08-2021		0	0	0	0		
8	Ms	PRIYAMVADA BALAJI	AAKPP1194L	00730712	Non-Executive - Non Independent Director	Not Applicable		23-10-1978	NA		29-01-2018	17-09-2021			1	0	1	0		

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether 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 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
9	Mr	K G RAGHAVAN	ACEPR8858H	00359471	Non-Executive - Independent Director	Not Applicable		02-05-1954	NA		27-08-2014	16-08-2019		90	1	1	1	1		
10	Mr	R VIJAYARAGHAVAN	AAFPV6706P	00026763	Non-Executive - Independent Director	Not Applicable		02-01-1950	NA		27-08-2014	16-08-2019		90	4	4	10	4		
11	Mr	JAKOB RUEMMLER	FHFPR3284C	09237428	Non-Executive - Non Independent Director	Not Applicable		27-03-1985	NA		07-08-2021				1	0	0	0		
12	Mr	KIYOYASU KAWAKAMI	ZZZZZ9999Z	09283649	Non-Executive - Non Independent Director	Not Applicable		24-09-1963	NA		18-08-2021				1	0	0	0	Textual Information(3)	

Text Block	
Textual Information(1)	In case of Directors retiring by rotation, their date of appointment after reitirement is shown under the heading "Date of Re-appointment".
Textual Information(2)	Mr T Momose is a Japanese national and he does not have have PAN issued by the Govt of India.
Textual Information(3)	Mr Kiyoyasu Kawakami is a Japanese National and he does have a PAN issued by the Govt. of India.

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	00359471	K G RAGHAVAN	Non-Executive - Independent Director	Chairperson	27-03-2018		
2	00267829	V BALARAMAN	Non-Executive - Independent Director	Member	27-03-2018		
3	00026763	R VIJAYARAGHAVAN	Non-Executive - Independent Director	Member	27-03-2018		
4	00031051	ANANT JAIVANT TALAULICAR	Non-Executive - Independent Director	Member	30-05-2019		

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	00267829	V BALARAMAN	Non-Executive - Independent Director	Chairperson	06-08-2014		
2	00002010	T K BALAJI	Non-Executive - Non Independent Director	Member	06-08-2014		
3	00026763	R VIJAYARAGHAVAN	Non-Executive - Independent Director	Member	06-08-2014		

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	06861217	JAYSHREE SURESH	Non-Executive - Independent Director	Chairperson	06-04-2019		Textual Information(1)
2	00002010	T K BALAJI	Non-Executive - Non Independent Director	Member	29-01-2018		
3	00026763	R VIJAYARAGHAVAN	Non-Executive - Independent Director	Member	29-01-2018		

Sr Text Block

Textual Information(1)

Ms Jayshree Suresh was appointed as the Chairperson of Stakeholder Relationship Committee with effect from 7th August 2021.

Risk Management Committee							
Whether the Risk Management 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	00031051	ANANT JAIVANT TALAULICAR	Non Executive Independent Director	Chairperson	07-08-2021		
2	00557711	ARVIND BALAJI	Managing Director	Member	07-08-2021		
3	00000000	Ravinder Sharma	President	Member	07-08-2021		Textual Information(1)

Sr Text Block

Textual Information(1)

Mr Ravinder Sharma, President is a Non-Director Member of the Risk Management Committee. He does not hold a Director Identification Number.

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility 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
1	06861217	JAYSHREE SURESH	Non-Executive - Independent Director	Chairperson	06-08-2014		Textual Information(1)
2	00557711	ARVIND BALAJI	Executive Director	Member	06-08-2014		
3	00730712	PRIYAMVADA BALAJI	Non-Executive - Non Independent Director	Member	06-04-2019		

Sr Text Block

Textual Information(1)

Ms Jayshree Suresh was appointed as the Chairperson of Corporate Social Responsibility Committee with effect from 6th April 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* (other than Independent Director)	No. of Independent Directors attending the meeting*
1	28-05-2021				Yes		
2		07-08-2021	70		Yes	3	5

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory							Textual Information(1)	
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* (other than Independent Director)	No. of Independent Directors attending the meeting*
1	Nomination and remuneration committee	28-05-2021				Yes		
2	Nomination and remuneration committee	06-08-2021				Yes	1	2
3	Stakeholders Relationship Committee	06-08-2021				Yes	1	2
4	Risk Management Committee	31-08-2021				Yes	1	1
5	Corporate Social Responsibility Committee	28-05-2021				Yes		
6	Corporate Social Responsibility Committee	06-08-2021				Yes	2	1

Annexure 1**IV. Meeting of Committees**

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* (other than Independent Director)	No. of Independent Directors attending the meeting*
7	Audit Committee	28-05-2021				Yes		
8	Audit Committee	06-08-2021	69			Yes	0	4

Text Block

Textual Information(1)

Mr Ravinder Sharma Member of Risk Management Committee, attended the meeting held on 31st August 2021. His attendance was not given since he is not a Director.

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	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes of material transaction with related party			Textual Information(1)

Text Block

Textual Information(1)

Report on material related party transactions with TVS Motor Company Ltd during the period 1st April 2021 to 30th September 2021. As per the Regulation 27 (2) of the SEBI (LODR) Reg.2015 details of all transactions with related parties as defined under Reg.2(1) (zc) of SEBI (LODR) Reg 2015 is given below:

Name of the related party: TVS Motor Company Ltd

Nature of related party relationship: Related to Ultimate Parent Company

Nature of Transactions: Purchase of Goods:

Value of Transactions: NIL (Apr'21-Sep'21)

Nature of transactions: Sale of goods

Value of transaction: Rs. 10,135.14 Lakhs (Jul'21-Sep'21)

Value of transaction: Rs. 17,234.18 Lakhs (Apr'21-Sep'21)

Nature of Transactions: Services rendered:

Value of Transactions: NIL (Jul'21-Sep'21)

Value of transaction: Rs.6.29 Lakhs (Apr'21-Sep'21)

Nature of Transactions: Services received:

Value of Transactions: Rs.1.11 Lakhs (Jul'21-Sep'21)

Value of transaction: Rs.1.11 Lakhs (Apr'21-Sep'21)

Remarks: Approval of the shareholders obtained at the AGM held on 27th August 2018 which was revised subsequently at the AGM held on 17th September, 2021.

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)	Yes
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
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	G Venkatram
2	Designation	Company Secretary and Compliance Officer

Text Block	
Textual Information(1)	The Company falls under 799th/ 850th position in BSE and NSE respectively as of 31st March 2021 based on market cap and the requirement of constituting the Risk Management Committee is effective November 2021. Since the company has constituted the Committee during the reporting quarter, we are showing Yes under sl no.5.

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)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
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	G Venkatram
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure	
Applicability of disclosure	Not Applicable
Reason for Non Applicability	Textual Information(1)

Signatory Details	
Name of signatory	G Venkatram
Designation of person	Company Secretary and Compliance Officer
Place	Chennai
Date	20-10-2021

