

## Corporate Governance : Quarter ending : Mar-2020

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Quarter Ending :Mar-2020

Annexure 1  
Composition of Board of Directors

Title	Name of the Director	Category	Initial Date of Appointment	Date of Appointment in Current Term (Date of Re-appointment)	Date of cessation	Tenure of Director (in months)	No of Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr	RAJAN PILLAI	Non-Executive - Independent Director,Shareholder Director	12 Aug 2016	25 Sep 2019	-	7.00	1	3	1
Mr	SAILESH PETHE	Non-Executive - Independent Director,Shareholder Director	12 Aug 2016	25 Sep 2019	-	7.00	1	2	1
Mr	VIVEK HEBBAR	Non-Executive - Independent Director,Chairperson,Shareholder Director	02 Jul 2007	-	-	27.00	1	2	1
Mrs	LEENA V	Non-Executive - Independent Director,Shareholder Director	23 Sep 2017	27 Sep 2019	-	7.00	1	2	0

- [Composition of Committee](#)

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Mr	VIVEK HEBBAR	Non-Executive - Independent Director,Chairperson,Shareholder Director	02 Jul 2007	-	-	27.00	1	2	1
Mrs	LEENA V	Non-Executive - Independent Director,Shareholder Director	23 Sep 2017	27 Sep 2019	-	7.00	1	2	0

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Annexure 1  
Composition Of Committee

Audit Committee			
Name of Committee members	Category	Date Of Appointment	Date of Cessation
RAJAN PILLAI	Non-Executive - Independent Director,Chairperson	01-04-2019	-
VIVEK HEBBAR	Non-Executive - Independent Director,Member	01-04-2019	-
LEENA V	Non-Executive - Independent Director,Member	01-04-2019	-
Nomination and remuneration committee			
Name of Committee members	Category	Date Of Appointment	Date of Cessation
RAJAN PILLAI	Non-Executive - Independent Director,Chairperson	01-04-2019	-
VIVEK HEBBAR	Non-Executive - Independent Director,Member	01-04-2019	-
LEENA V	Non-Executive - Independent Director,Member	01-04-2019	-
Stakeholders Relationship Committee			
Name of Committee members	Category	Date Of Appointment	Date of Cessation
SAILESH PETHE	Non-Executive - Independent Director,Chairperson	01-04-2019	-
	Non-Executive - Independent Director,Member	01-04-2019	-

RAJAN PILLAI			
LEENA V	Non-Executive - Independent Director,Member	01-04-2019	-

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## Annexure 1

### Meeting Of Board Of Directors

Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the relevant quarter	Maximum gap between any two consecutive meeting (in number of days)
11 Oct 2019	-	0
14 Nov 2019	-	33
18 Dec 2019	-	33
-	31 Jan 2020	43
-	14 Feb 2020	13
-	11 Mar 2020	25

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## Annexure 1

### Meeting Of Committees

Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
Audit Committee	-	Yes,	04 Nov 2019	0
Audit Committee	03 Feb 2020	Yes,	-	90

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## Annexure 1

### Related Party Transactions

Subject	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance
Whether prior approval of audit committee obtained	NA	-

Whether shareholder approval obtained for material RPT	NA	-
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by audit committee	NA	-

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### Annexure 1

#### Affirmations

Subject	Compliance status (Yes/No)
The composition of board of directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of audit committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the nomination and remuneration committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the stakeholders relationship committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the risk management committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	NA

The committee members have been made aware of their powers, role and responsibilities as specified in of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The meetings of the board of directors and the above committees have been conducted in the manner as specified SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
5.This report and/or the report submitted in the previous quarter has been placed before board of directors	Yes

#### Signatory Details

Name of signatory	J R URRINKALA
Designation of person	Compliance Officer

#### Annexure 2 Website Affirmations

Item	Compliance status	Details of non-compliance
Details of business	Yes	-
Terms and conditions of appointment of independent directors	Yes	-
Composition of various committees of board of directors	Yes	-
Code of conduct of board of directors and senior management personnel	Yes	-
Details of establishment of vigil mechanism or whistle blower policy	Yes	-
Criteria of making payments to non-executive directors	Yes	-
Policy on dealing with related party transactions	NA	-
Policy for determining material subsidiaries	Yes	-

Details of familiarization programmes imparted to independent directors	Yes	-
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	-
Email address for grievance redressal and other relevant details	Yes	-
Financial results	Yes	-
Shareholding pattern	Yes	-
Details of agreements entered into with the media companies and/or their associates	Yes	-
New name and the old name of the listed entity	Yes	-
Criteria of making payments to non-executive directors	Yes	-

- [Annual Affirmation](#)
- [Affirmation](#)

#### Annexure 3

Broad heading	Regulation Number	Compliance status(Yes/No/NA)	If status is “No” details of non-compliance
no record found			

Name of signatory	J R URRINKALA
Designation of person	Compliance Officer