

October 14, 2019

TAKE/BSE/2019-20

TAKE/NSE/2019-20

The Manager  
Dept. of Corporate Services-Listing  
Bombay Stock Exchange Limited,  
P. J. Towers, Dalal Street,  
Mumbai - 400001  
Scrip Code: 532890

The Manager-Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza,  
Bandra - Kurla Complex, Bandra (East),  
Mumbai - 400051  
Symbol: TAKE

Sir/ Madam,

**Sub: Report of Corporate Governance pursuant to Regulation 27 (2).**

We are furnishing the Report on Corporate Governance pursuant to Regulation 27 (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the quarter ended September 30, 2019.

Please take note of the same.

Thanking you.

Yours sincerely,  
**For TAKE Solutions Limited**



**Avaneesh Singh**  
Company Secretary



**Encl: As Above**

**ANNEXURE I**

**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity - Take Solutions Limited
2. Quarter ending - 30-Sep-2019

**i. Composition of Board of Director**

Title (Mr./ Ms)	Name of the Director	DIN	PAN	Cat ego ry (Ch airp erso n /Exec utive /Non - Exec utive / Indep ende nt/ Nomi nee)	Su b Ca te go ry	Initia l Date of Appo intme nt	Date of Appoi ntme nt	Date of cessa tion	Ten ure	Date of Birth	No. of Directo rship in listed entitie s includ ing this listed entity	No of Independe nt Directors in listed entities including this listed entity	No of members hips in Audit/ Stakehol der Committ ee(s) includin g this listed entity	No of post of Chair perso n in Audit / Stake holder Comm ittee held in listed entitie s includ ing this listed entity	Memb ership in Comm itees of the Comp any	Rema rks
Mr.	NARAYANAN KUMAR	0000 7848	AABP K274 1B	ID,C & NED		12- Dec- 2006	01- Apr- 2019	31- Mar- 2024	60	28-Jan- 1950	6	1	1	4	SC	
Mr.	VENKATARAM AN MURALI	0073 0218	AAIP M53 40H	ID		18- May- 2017	18- May- 2017	17- May- 2022	60	15- Nov- 1959	2	2	2	1	AC	
Ms.	UMA RATNAM KRISHNAN	0037 0425	AALP U515 8L	ID		12- Nov- 2014	28- Aug- 2015	11- Nov- 2019	60	18- Feb- 1962	1	1	0	0	NRC	



Mr.	GANESAN RAGHURAM	0109 9026	AEEP G252 1A	ID		15- Oct- 2001	01- Apr- 2019	31- Mar- 2024	60	20-Jul- 1955	2	2	0	NA	
Mr.	RAMAN KAPUR	0296 8020	APHP K768 9H	ID		09- Nov- 2015	26- Aug- 2016	08- Nov- 2020	60	21-Jan- 1946	1	0	0	NA	
Mr.	RANGASWAMY SUNDARA RAJAN	0049 8404	AACP R158 0Q	ID		28- Sep- 2005	01- Apr- 2019	31- Mar- 2024	60	28- Apr- 1948	4	1	3	AC,SC,N RC	
Mr.	RAVI DEVAKI VENKATARAM AN	0017 1603	AACP R883 2M	NED		06- Jun- 2006	10- Aug- 2018			05- Sep- 1964	2	0	0	AC,RMC, NRC	
Mr.	SESHAN SRINIVASAN	0001 4652	AAH PS11 68A	NED		14- Feb- 2013	06- Sep- 2013			31-Jul- 1966	1	0	0	NA	
Mr.	SRINIVASAN H.R.	0013 0277	AAM PS68 07R	ED	MD	06- Jun- 2006	01- Apr- 2019	31- Mar- 2022		22- Mar- 1964	2	1	0	SC,RMC	
Mr.	RAM YELESWARAP U	0236 3491	AEVP Y649 0H	ED	CE O	22- Jun- 2005	08- Nov- 2017	06- Nov- 2020	36	08- Nov- 1966	1	0	0	NA	
Ms.	N.S. SHOBANA	0164 9318	APEP S690 4A	ED		02- Feb- 2017	02- Feb- 2017	01- Feb- 2022	60	09- Sep- 1970	1	0	0	RMC	
Ms.	SUBHASRI SRIRAM	0199 8599	ABGP S170 8J	ED		02- Feb- 2017	02- Feb- 2017	01- Feb- 2022	60	08- Apr- 1969	2	1	0	NA	

Company Remarks	
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No



ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	VENKATARAMAN MURALI	ID	Member	17-May-2017	
2	RAVI DEVAKI VENKATARAMAN	NED	Member	06-Jun-2006	
3	RANGASWAMY SUNDARA RAJAN	ID	Chairperson	06-Jun-2006	

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	NARAYANAN KUMAR	ID,C & NED	Chairperson	29-Oct-2007	
2	RANGASWAMY SUNDARA RAJAN	ID	Member	06-Jun-2006	
3	SRINIVASAN H.R.	ED	Member	04-Apr-2013	

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	N.S. SHOBANA	ED	Member	08-Nov-2017	
2	RAVI DEVAKI VENKATARAMAN	NED	Member	12-Nov-2014	
3	SRINIVASAN H.R.	ED	Chairperson	12-Nov-2014	

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	UMA RATNAM KRISHNAN	ID	Member	15-May-2015	
2	RANGASWAMY SUNDARA RAJAN	ID	Chairperson	15-Feb-2008	
3	RAVI DEVAKI VENKATARAMAN	NED	Member	15-Feb-2008	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**iii. 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	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
16-May-2019	08-Aug-2019	Yes	10	5

Company Remarks	
Maximum gap between any two consecutive (in number of days)	83

**iv. Meeting of Committees**

Name of the Committee	Date(s) of meeting during the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	16-May-2019	07-Aug-2019	Yes	2	2
Stakeholders Relationship Committee	16-May-2019	07-Aug-2019	Yes	3	3
Nomination & Remuneration Committee	16-May-2019		Yes		



Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	82

**v. Related Party Transactions**

<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b>	<b>Remark</b>
Whether prior approval of audit committee obtained	Yes	
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	Yes	

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) - **Not applicable**
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:

NIL





Name : Avaneesh Singh  
Designation : Company Secretary

**ANNEXURE III**

**Affirmations**

<b>Broad Heading</b>	<b>Regulation Number</b>	<b>Compliance Status</b>	<b>Company Remark</b>
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	
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:

**Name :** Avaneesh Singh  
**Designation :** Company Secretary

