

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name: NESCO LIMITED

Quarter Ended: 30 September 2021

I. Composition of Board of Directors											
Whether Regular Chairperson appointed									Yes		
Whether Chairperson is related to Managing Director or CEO									Yes		
Name of the Director	DIN	Category	Date of Birth	Initial Date of appointment	Date of Reappointment	Date of Cessation	Tenure (in months)	No. of directorship in listed entities including this listed entity [In reference to Regulation 17A(1)]	No of Independent Directorship in listed entity including this Listed Entity [In reference to proviso to Regulation 17A(1)]	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/ Stake holder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
**Mr. Sumant Jethabhai Patel	00186976	Executive Director & Chief Mentor / Non-Independent	15.08.1935	28.10.1959	01.04.2018	-	-	1	Nil	Nil	Nil
**Mr. Krishna Sumant Patel	01519572	Chairman & Managing Director / Executive	09.08.1979	30.06.2008	01.07.2018	-	-	1	Nil	2	Nil
Mr. Mahendra K. Chouhan	00187253	Independent / Non-Executive	05.12.1955	19.04.2005*	01.04.2019	-	90	1	1	2	1
Mr. Jai Shishir Diwanji	00910410	Independent / Non-Executive	04.02.1973	03.11.2012*	01.04.2019	-	90	3	3	5	Nil
Mr. Srinivasa Kuruganti	00499663	Independent / Non-Executive	04.09.1943	30.07.2007*	01.04.2019	-	90	1	1	2	Nil
Mr. Manu Mahmud Parpia	00118333	Independent/ Non-Executive	16.01.1950	10.05.2017	10.05.2017	-	53	1	1	2	Nil
Mrs. Sudha Sumant Patel	00187055	Non-Independent/ Non-Executive	25.05.1938	16.07.2001	01.04.2019	-	-	1	Nil	1	1
Ms. Amrita Verma Chowdhury	02178520	Independent / Non-Executive	16.11.1970	14.05.2019	14.05.2019	-	29	3	3	3	Nil

*Mr. Mahendra K. Chouhan, Mr. Jai Shishir Diwanji and Mr. Srinivasa Kuruganti were appointed as Independent Directors at the Annual General Meeting held on 20 August 2014 with effect from 01 April 2014 to 31 March 2019 under the new provisions of the Companies Act, 2013. They have been re-appointed for a second term of five years commencing from 01 April 2019 to 31 March 2024.

**Mr Sumant J. Patel was appointed as Executive Director & Chief Mentor and Mr. Krishna S. Patel was appointed as Chairman & Managing Director of the Company in the Board of Directors meeting held on 15 June 2021 with effect from 15 June 2021.

II. Composition of Committees					
Name of Committee	Whether regular Chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Date of Appointment	Date of Cessation
Audit Committee	Yes	Mr. Mahendra K. Chouhan	Chairperson / Non-Executive / Independent	19.04.2005	--
		Mr. Jai Shishir Diwanji	Member / Non-Executive / Independent	03.11.2012	--
		Mr. Srinivasa Kuruganti	Member / Non-Executive / Independent	30.07.2007	--
		Mr. Manu Mahmud Parpia	Member / Non-Executive / Independent	29.05.2017	--
		Ms. Amrita Verma Chowdhury	Member / Non-Executive / Independent	14.05.2019	--
		Mr. Krishna Sumant Patel	Member / Executive	03.08.2015	--
Stakeholders Relationship Committee	Yes	Mrs. Sudha Sumant Patel	Chairperson / Non- Executive / Non-Independent	30.07.2005	--
		Mr. Jai Shishir Diwanji	Member / Non-Executive / Independent	03.11.2012	--
		Mr. Srinivasa Kuruganti	Member / Non-Executive / Independent	30.07.2007	--
		Mr. Krishna Sumant Patel	Member / Executive	30.05.2016	--
Nomination and Remuneration Committee	Yes	Mr. Jai Shishir Diwanji	Chairperson / Non-Executive / Independent	03.11.2012	--
		Mr. Mahendra K. Chouhan	Member / Non-Executive / Independent	19.04.2005	--
		Mrs. Sudha Sumant Patel	Member / Non-Executive / Non-Independent	03.08.2015	--

Risk Management Committee	Yes	Mr. Krishna Sumant Patel	Chairperson / Executive	03.11.2015	--
		Mr. Jai Shishir Diwanji	Member / Non-Executive / Independent	03.11.2015	--
		Mr. Mahendra K. Chouhan	Member / Non-Executive / Independent	03.11.2015	--
		Mr. Dipesh R. Singhania	Member / Chief Financial Officer	03.11.2015	-

III. Meeting of Board of Directors					
<i>Date(s) of Meeting in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>	<i>Whether requirement of Quorum met (Yes/No)</i>	<i>Number of Directors present</i>	<i>No. of Independent Directors attending the meeting</i>
28.05.2021	--	17	--	--	--
15.06.2021	11.08.2021	56	Yes	8	5

IV. Meeting of Committees					
<i>Date(s) of Meeting in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>	<i>Whether requirement of Quorum met (Yes/No)</i>	<i>Number of Directors present</i>	<i>No. of Independent Directors attending the meeting</i>
Audit Committee - 27.05.2021	10.08.2021	74	Yes	6	5
Risk Management Committee	11.08.2021	--	Yes	4	2

V. Related Party Transactions	
<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>
Whether prior approval of audit committee obtained	Yes
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

VI. Affirmation

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee
 - b. Nomination & Remuneration Committee
 - c. Stakeholders Relationship Committee
 - d. Risk Management Committee
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.
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.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors.

For Nesco Limited

Jinal J. Shah
Company Secretary and
Compliance Officer

19 October 2021

HALF YEARLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name: NESCO LIMITED

Half Year Ended: 30 September 2021

I. Affirmations

Broad Heading	Regulation Number	Compliance Status (Yes/No/NA)
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 Stakeholders 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

For Nesco Limited

**Jinal J. Shah
Company Secretary and
Compliance Officer**

19 October 2021

HALF YEARLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name: NESCO LIMITED

Half Year Ended: 30 September 2021

I. Disclosure of Loans / guarantees / comfort letters / securities etc.

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them		
Promoter Group or any other entity controlled by them	Not Applicable	
Directors (including relatives) or any other entity controlled by them		
KMPs or any other entity controlled by them		

(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)
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them	Not Applicable		
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			

(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
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them	Not Applicable		
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			

II. 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. - **Not Applicable**

Note:

No loans / guarantees / comfort letters / securities are given or provided to any promoters / promoter group / directors / KMPs or any of their relatives.

For Nesco Limited

Dipesh R. Singhania
Chief Financial Officer

19 October 2021