

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name: NESCO LIMITED

Quarter Ended: 30 September 2020

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 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 Chairman	15.08.1935	28.10.1959	01.04.2018	-		1	Nil	Nil	Nil
Mr. Mahendra K. Chouhan	00187253	Independent / Non-Executive	05.12.1955	19.04.2005*	01.04.2019	-	78	1	1	2	1
Mr. Jai Shishir Diwanji	00910410	Independent / Non-Executive	04.02.1973	03.11.2012*	01.04.2019	-	78	2	2	4	Nil
Mr. Srinivasa Kuruganti	00499663	Independent / Non-Executive	04.09.1943	30.07.2007*	01.04.2019	-	78	1	1	2	Nil
Mr. Manu Mahmud Parpia	00118333	Independent/ Non-Executive	16.01.1950	10.05.2017	10.05.2017	-	41	1	1	2	Nil
Mrs. Sudha Sumant Patel	00187055	Non-Executive	25.05.1938	16.07.2001	01.04.2019	-		1	Nil	1	1
Mr. Krishna Sumant Patel	01519572	Vice Chairman & Managing Director	09.08.1979	30.06.2008	01.07.2018	-		1	Nil	2	Nil
Ms. Amrita Verma Chowdhury	02178520	Independent / Non-Executive	16.11.1970	14.05.2019	14.05.2019	-	17	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

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	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	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>
19.05.2020	14.08.2020	86	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 – 19.05.2020	14.08.2020	86	Yes	6	5

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  
 15 October 2020

HALF YEARLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name: NESCO LIMITED

Half Year Ended: 30 September 2020

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  
 15 October 2020