General information about company 517415 Scrip code NSE Symbol MSEI Symbol **ISIN** INE791B01014 LEE & NEE SOFTWARE (EXPORTS) LTD Name of the entity Date of start of financial year 01-04-2021 Date of end of financial year 31-03-2022 Yearly **Reporting Quarter** Date of Report 31-03-2022 Risk management committee Not Applicable Market Capitalisation as per immediate previous Financial Year Any other **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 Whether the listed entity has a Regular Chairperson No Whether Chairperson is related to MD or CEO No No of post of Chairperson No of Number of No of Independent memberships in Audit/ Directorship Whether Directorship in Audit/ Stakeholder in listed special Stakeholder Committee in listed Tenure entities resolution Title Date of entities Committee(s) held in listed Notes for Category 2 Category Date **Initial Date** including Date of Re-Name of the Category 1 Date of (Mr passed? passing including including this entities PAN DIN of this listed 3 of of director [Refer Reg. listed entity including this Director of directors special this listed appointment cessation providing directors Birth entity (Refer directors appointment (in Ms) 17(1A) of resolution entity (Refer (Refer listed entity Regulation months) (Refer Listing Regulation Regulation 17A of Regulations] 17A(1) of 26(1) of Regulation Listing Listing Listing 26(1) of Regulations) Regulations Regulations) Listing Regulations) Non-02-**SUSHIL** Executive -27-09-2019 ADLPG3037H Mr KUMAR 00535958 09-NA25-07-2014 93 Applicable Independent **GUPTA** 1962 Director Non-SAGAR Executive -01-Mr MAL ACVPG5705B 00536428 07-NA15-12-1991 363 Applicable 1950 **GUPTA** Independent Director 14-AJAY Executive Not Mr 29-04-2004 **KUMAR** ACEPA2810Q 01265141 12-NA216 Director Applicable AGARWAL 1966 Non-15-LEELA Executive -Not Mrs ADQPM9518E 02413222 07-NA25-07-2014 27-09-2019 93 MURJANI Applicable Independent 1950 Director I. Composition of Board of Directors Disclosure of notes on composition of board of directors explanatory Whether the listed entity has a Regular Chairperson No of Number of No of Independent nemberships Directorship Directorship Whether in Audit/ in listed in listed special Stakeholder Tenure entities entities Title resolution Date of Committee(s) Name of Category Date Initial Date including including Category 2 of (Mr Category 1 Date of Re-Date of including this passed? passing PAN DIN 3 of this listed this listed the of of director special of directors [Refer Reg. appointment cessation listed entity appointment entity (Refer Director directors directors Birth (in entity Ms) 17(1A) of resolution (Refer months) Regulation (Refer Listing Regulation Regulation 17A of Regulations] 26(1) of Listing 17A(1) of Listing Regulations) Listing Regulations) Regulations Non-Executive -ARPITA 02-Mrs ADOPA5454H 02839878 24-12-2009 150 Non NA Applicable **GUPTA** 1982 Independent Director Non-18-VIKASH Executive -Not 06875355 Mr AFOPK4192A 11-27-09-2019 96 NA 25-04-2014 KAMANI Independent Applicable 1980 Director **Audit Committee Details** Whether the Audit Committee has a Regular Chairperson Date of DIN Name of Committee Category 2 of Date of Category 1 of directors Remarks directors Number members Appointment Cessation Non-Executive - Independent VIKAS KAMANI 25-04-2014 06875355 Chairperson Director SUSHIL KUMAR Non-Executive - Independent 00535958 Member 25-07-2014 **GUPTA** Director SAGAR MAL Non-Executive - Non 00536428 Member 15-12-1991 **GUPTA** Independent Director **Nomination and remuneration committee** Whether the Nomination and remuneration committee has a Regular Chairperson Yes DIN Name of Committee Date of Category 2 of Date of Category 1 of directors Remarks Number members directors Appointment Cessation Non-Executive - Non 02839878 ARPITA GUPTA Member 24-10-2009 Independent Director Non-Executive - Independent LEELA MURJANI 02413222 Member 25-07-2014 Director Non-Executive - Independent 25-04-2014 Chairperson 06875355 VIKAS KAMANI Director **Stakeholders Relationship Committee** Whether the Stakeholders Relationship Committee has a Regular Chairperson DIN Name of Committee Date of Category 2 of Date of Category 1 of directors Remarks Number members directors Appointment Cessation Non-Executive - Non 24-10-2009 02839878 | ARPITA GUPTA Chairperson Independent Director Non-Executive - Independent 02413222 LEELA MURJANI 25-07-2014 Member Director Non-Executive - Non SAGAR MAL 00536428 15-12-1991 Member **GUPTA Independent Director Risk Management Committee** Whether the Risk Management Committee has a Regular Chairperson DIN Name of Committee Date of Category 1 of Category 2 of Date of Remarks directors Number members directors Appointment Cessation **Corporate Social Responsibility Committee** Whether the Corporate Social Responsibility Committee has a Regular Chairperson DIN Name of Committee Date of Category 1 of Category 2 of Date of Remarks Number members directors directors Appointment Cessation **Other Committee** Name of Committee members | Name of other committee | Category 1 of directors | Category 2 of directors | Remarks Sr DIN Number **Annexure 1 Annexure 1 III. Meeting of Board of Directors** Disclosure of notes on meeting of board of directors explanatory No. of Notes for Whether Number of Directors Date(s) of Date(s) of Maximum gap Independent requirement of present* (All directors meeting (if any) | meeting (if any) between any two not Directors providing including Independent Quorum met in the previous in the current consecutive (in attending the number of days) Date (Yes/No) Director) quarter quarter meeting* 6 13-11-2021 Yes 6 82 Yes 04-02-2022 **Annexure 1 IV. Meeting of Committees** Disclosure of notes on meeting of committees explanatory Number of No. of Date(s) of meeting Maximum gap Whether Directors Reson for Independent Enter dates of Previous between any requirement present* (All Name of Name of other Directors not quarter and Current two consecutive of Quorum directors Committee committee providing attending quarter in chronological (in number of including met date the Independent order) days) (Yes/No) meeting* Director) Audit 13-11-2021 Yes 2 Committee Audit 82 Yes 2 04-02-2022 Committee Nomination and 2 13-11-2021 Yes remuneration committee Nomination and Yes remuneration committee Stakeholders Relationship 04-02-2022 Yes Committee INDEPENDENT Other 04-02-2022 **DIRECTORS** Yes 3 Committee COMMITTEE **Annexure 1** V. Related Party Transactions If status is Noldetails of non-Compliance status Sr | Subject (Yes/No/NA) compliance may be given here. NA Whether prior approval of audit committee obtained Whether shareholder approval obtained for material RPT NAWhether details of RPT entered into pursuant to omnibus approval NA have been reviewed by Audit Committee **Annexure 1 VI. Affirmations** Compliance Sr | Subject status (Yes/No) The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Yes Regulations, 2015 The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Yes Regulations, 2015 a. Audit Committee The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Yes Regulations, 2015. b. Nomination & remuneration committee The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Yes Regulations, 2015. c. Stakeholders relationship committee The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) NA Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities) The committee members have been made aware of their powers, role and responsibilities as specified in SEBI Yes (Listing obligations and disclosure requirements) Regulations, 2015. The meetings of the board of directors and the above committees have been conducted in the manner as specified in Yes SEBI (Listing obligations and disclosure requirements) Regulations, 2015. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Yes **Annexure 1** Subject Compliance status PRITIKA GUPTA Name of signatory Company Secretary and Compliance Officer Designation **Annexure II** Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year) I. Disclosure on website in terms of Listing Regulations If status is Noldetails of non-Compliance status Sr Item Web address compliance may be given here. (Yes/No/NA) Details of business https://lnsel.com/ Yes Terms and conditions of appointment of Yes https://lnsel.com/investors/ independent directors Composition of various committees of board Yes https://lnsel.com/investors/ of directors Code of conduct of board of directors and Yes https://lnsel.com/investors/ senior management personnel Details of establishment of vigil mechanism/ Yes https://lnsel.com/investors/ Whistle Blower policy Criteria of making payments to nonhttps://lnsel.com/investors/ Yes executive directors Policy on dealing with related party Yes https://lnsel.com/investors/ transactions Policy for determining material subsidiaries Yes https://lnsel.com/investors/ Details of familiarization programmes Yes https://lnsel.com/investors/ imparted to independent directors **Annexure II** Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year) I. Disclosure on website in terms of Listing Regulations Compliance If status is Noldetails Web address Sr | Item status of non-compliance (Yes/No/NA) may be given here. Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor Yes https://lnsel.com/investors/ grievances 11 email address for grievance redressal and other relevant details Yes investors@lnsel.com Yes 12 | Financial results https://lnsel.com/investors/ 13 | Shareholding pattern Yes https://lnsel.com/investors/ Details of agreements entered into with the media companies NA and/or their associates Schedule of analyst or institutional investor meet and NA presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange NA 16 New name and the old name of the listed entity Yes Advertisements as per regulation 47 (1) https://lnsel.com/investors/ 18 Credit rating or revision in credit rating obtained NA Separate audited financial statements of each subsidiary of the Yes https://lnsel.com/investors/ listed entity in respect of a relevant financial year Whether company has provided information under separate Yes https://lnsel.com/investors/ section on its website as per Regulation 46(2) Yes 21 | Materiality Policy as per Regulation 30 https://lnsel.com/investors/ Dividend Distribution policy as per Regulation 43A (as NA applicable) It is certified that these contents on the website of the listed entity Yes https://lnsel.com/investors/ are correct **Annexure II II. Annual Affirmations** If status is Nodetails of non-Compliance status Regulation Sr Particulars Number (Yes/No/NA) compliance may be given here. Independent director(s) have been appointed in terms of specified criteria of independence and/or eligibility 16(1)(b) & Yes 25(6) 17(1), 17(1A) & Board composition Yes 17(1B) Yes Meeting of Board of directors 17(2) Yes Quorum of Board meeting 17(2A) Review of Compliance Reports 17(3) Yes Yes Plans for orderly succession for appointments 17(4) Code of Conduct 17(5) Yes 17(6) Yes Fees/compensation 17(7) Yes **Minimum Information** 17(8) Yes Compliance Certificate **Annexure II II. Annual Affirmations** If status is Nordetails of non-compliance Regulation Compliance status Sr Particulars Number (Yes/No/NA) may be given here. 11 Risk Assessment & Management 17(9) NA Performance Evaluation of Independent 17(10) Yes Directors 13 Recommendation of Board 17(11) Yes 17A Yes 14 | Maximum number of Directorships 15 Composition of Audit Committee Yes 18(1) 16 Meeting of Audit Committee 18(2) Yes Composition of nomination & remuneration 19(1) & (2) Yes committee Quorum of Nomination and Remuneration 19(2A) Yes Committee meeting Meeting of Nomination and Remuneration 19(3A) Yes Committee Composition of Stakeholder Relationship 20(1), 20(2) & Yes Committee 20(2A) **Annexure II II. Annual Affirmations** If status is Nodetails of non-Regulation Compliance status Sr Particulars Number (Yes/No/NA) compliance may be given here. Yes 21 Meeting of Stakeholders Relationship Committee 20(3A) 21(1),(2),(3),(4) 22 Composition and role of risk management committee NA NA 23 | Meeting of Risk Management Committee 21(3A) 22 Yes 24 Vigil Mechanism 23(1),(1A),(5), Yes 25 | Policy for related party Transaction (6),(7) & (8)Prior or Omnibus approval of Audit Committee for 23(2), (3) Yes all related party transactions 27 Approval for material related party transactions NA 23(4) Disclosure of related party transactions on 23(9) Yes consolidated basis Composition of Board of Directors of unlisted 24(1) Yes material Subsidiary Other Corporate Governance requirements with 24(2),(3),(4),(5) Yes respect to subsidiary of listed entity & (6) **Annexure II II. Annual Affirmations** Compliance If status is Noldetails of non-Regulation Sr Particulars status Number compliance may be given here. (Yes/No/NA) 31 | Annual Secretarial Compliance Report 24(A) Yes 32 | Alternate Director to Independent Director 25(1) Yes 33 | Maximum Tenure 25(2) Yes 25(3) & 34 Meeting of independent directors Yes (4) 35 | Familiarization of independent directors 25(7) Yes 25(8) & 36 Declaration from Independent Director Yes (9) 37 D & O Insurance for Independent Directors 25(10) NA Memberships in Committees 26(1) Yes Affirmation with compliance to code of conduct from members of 26(3) Yes Board of Directors and Senior management personnel 40 Disclosure of Shareholding by Non-Executive Directors 26(4) Yes Policy with respect to Obligations of directors and senior 26(2) & Yes 26(5) management Any other information to be provided - Add Notes **Annexure II** PRITIKA GUPTA Name of signatory Designation Company Secretary and Compliance Officer **Annexure II III. Affirmations Compliance status** Sr Particulars (Yes/No/NA) The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with Yes respect to subsidiary of Listed Entity have been complied Any other information to be provided **Annexure II** Name of signatory PRITIKA GUPTA 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 PRITIKA GUPTA Designation of person Company Secretary Place **KOLKATA** 12-04-2022 Date

Notes for

not

providing

DIN

No of post

Chairperson

in Audit/

Stakeholder

Committee

held in listed

entities

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entity (Refer

Regulation

26(1) of

Listing Regulations) Notes for

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