

Report on Corporate Governance for the Quarter ended December 31, 2024

1. Name of Listed Entity - Tata Elxsi Limited

2. Quarter ending- 31-Dec-2024

i. Composition of Board of Directors:

Title	Name of the Director	DIN	Category	Initial Date of Appointment	Date of Re-Appointment	Date of Cessation	Tenure	Date of Birth	Whether special resolution passed?	No. of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	No 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.	NG Subramanian	07006215	C & NED	01-Nov-2014	04-Jul-2023	-		20-May-1959	NA	3	0	1	1
Mr.	Anurag Kumar	03403112	ID	15-Nov-2020	15-Nov-2020	-	48	13-Jul-1955	NA	1	1	2	0
Ms.	Ashu Suyash	00494515	ID	04-Apr-2024	04-Apr-2024	-	9	02-Feb-1967	NA	3	3	4	2
Mr.	Soumitra Bhattacharya	02783243	ID	04-Apr-2024	04-Apr-2024	-	9	24-Jun-1960	NA	3	2	4	1
Mr.	Ankur Verma	07972892	NED	01-Aug-2018	10-Jul-2024	-		25-Mar-1976	NA	3	0	10	1
Mr.	Manoj Raghavan	08458315	ED	02-Oct-2019	02-Oct-2022	-		16-Oct-1971	NA	1	0	1	0

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

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	Soumitra Bhattacharya	ID	Chairperson	20-Jun-2024	
2	Ankur Verma	NED	Member	01-May-2019	

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3	Ashu Suyash	ID	Member	20-Jun-2024	
4	Anurag Kumar	ID	Member	18-May-2023	

Company Remarks	Nil
Whether Regular chairperson appointed	Yes

b. Stakeholders Relationship Committee

<i>Sr. No.</i>	<i>Name of Committee members</i>	<i>Category</i>	<i>Chairperson/Member</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>
1	NG Subramanian	NED	Chairperson	02-Sep-2024	
2	Raghavan Manoj	ED	Member	21-Oct-2019	
3	Anurag Kumar	ID	Member	18-Dec-2020	

Company Remarks	Nil
Whether Regular chairperson appointed	Yes

c. Risk Management Committee

<i>Sr. No.</i>	<i>Name of Committee members</i>	<i>Category</i>	<i>Chairperson/Member</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>
1	Anurag Kumar	ID	Chairperson	18-Dec-2020	
2	N Ganapathy Subramaniam	C & NED	Member	18-Jul-2019	
3	Ashu Suyash	ID	Member	23-Apr-2024	

Company Remarks	Nil
Whether Regular chairperson appointed	Yes

d. Nomination and Remuneration Committee

<i>Sr. No.</i>	<i>Name of Committee members</i>	<i>Category</i>	<i>Chairperson/Member</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>
1	Ashu Suyash	ID	Chairperson	20-Jun-2024	
2	N Ganapathy Subramaniam	C & NED	Member	01-Nov-2014	
3	Soumitra Bhattacharya	ID	Member	02-Sep-2024	

Company Remarks	Nil
Whether Regular chairperson appointed	Yes

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iii. Meeting of Board of Directors

Date(s) of meeting in relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	No. of Independent Directors present	Date(s) of Meeting in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
-	Yes	7	4	10-Jul-2024	-
10-Oct-2024	Yes	6	3	-	91
Company Remarks		Nil			

iv. Meeting of Committees

Name of the Committee	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	Date(s) of meeting of the Committee in the previous quarter	Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]
Audit Committee	-	Yes	5	4	10-Jul-2024	-
Audit Committee	10-Oct-2024	Yes	4	3	-	91
Risk Management Committee	10-Oct-2024	Yes	3	2	-	-
Company Remarks		Nil				

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 1000 listed entities) - **Yes**
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 : Cauveri Sriram
Designation : Company Secretary & Compliance Officer
Signature : Sd/-