

XBRL Excel Utility	
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1. Overview

The excel utility can be used for creating the XBRL/XML file for e-filing of Corporate Governance Report

XBRL filing consists of two processes. Firstly generation of XBRL/XML file and upload of generated XBRL/XML file to BSE Listing Center Website (www.listing.bseindia.com) .

2. Before you begin

1. The version of Microsoft Excel in your system should be Microsoft Office Excel 2007 and above.
2. The system should have a file compression software to unzip excel utility file.
3. Make sure that you have downloaded the latest Excel Utility from BSE Website to your local system.
4. Make sure that you have downloaded the Chrome Browser to view report generated from Excel utility
5. Please enable the Macros (if disabled) as per instructions given in manual, so that all the functionalities of Excel Utility works fine. Please first go through Enable Macro - Manual attached with zip file.

3. Index

1	Details of general information about company	General Info
2	Composition of BOD	Annexure I - Composition of BOD
3	Composition of Committee	Annexure I - Composition of Committee
4	Meeting of BOD	Annexure I - Meeting of BOD
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4. Import XBRL file

1. Now you can import and view previously generated XBRL files by clicking Import XBRL button on General information sheet.

5. Steps for Filing Corporate Governance Report

I. Fill up the data: Navigate to each field of every section in the sheet to provide applicable data in correct format. (Formats will get reflected while filling data.)

- Use paste special command to paste data from other sheet.

II. Validating Sheets: Click on the "Validate" button to ensure that the sheet has been properly filled and also data has been furnished in proper format. If there are some errors on the sheet, excel utility will prompt you about the same.

III. Validate All Sheets: Click on the "Home" button. And then click on "Validate All Sheet" button to ensure that all sheets has been properly filled and validated successfully. If there are some errors on the sheet, excel utility will prompt you about the same and stop validation at the same time. After correction, once again follow the same procedure to validate all sheets.

Excel Utility will not allow you to generate XBRL/XML until you rectify all errors.

IV. Generate XML : Excel Utility will not allow you to generate XBRL/XML unless successful validation of all sheet is completed. Now click on 'Generate XML' to generate XBRL/XML file.

- Save the XBRL/XML file in your desired folder in local system.

V. Generate Report : Excel Utility will allow you to generate Report. Now click on "Generate Report" to generate html report.

- Save the HTML Report file in your desired folder in local system.

- To view HTML Report open "Chrome Web Browser"

- To print report in PDF Format, Click on print button and save as PDF.

VI. Upload XML file to BSE Listing Center: For uploading the XBRL/XML file generated through Utility, login to BSE Listing Center and upload generated xml file. On Upload screen provide the required information and browse to select XML file and submit the XML.

6. Fill up the data in excel utility

1. Cells with red fonts indicate mandatory fields.

2. If mandatory field is left empty, then Utility will not allow you to proceed further for generating XML.

3. You are not allowed to enter data in the Grey Cells.

4. If fields are not applicable to your company then leave it blank. Do not insert Zero unless it is a mandatory field.

5. Data provided must be in correct format, otherwise Utility will not allow you to proceed further for generating XML.

6. Select data from "Dropdown list" wherever applicable.

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		Yes																	
Whether Chairperson is related to MD or CEO		Yes																	
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	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/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	No	

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1	Mr	DIVAKAR SANKU SHETTY	AAPSP9636B	00432755	Executive Director	Chairperson		03-06-1943	01-09-2008	16-05-2019		60	1	0	2	0		
2	Mr	KARTIK MANOHAR NAVAK	ABEPN0021D	00477686	Executive Director	Not Applicable	MD	03-03-1967	01-09-2008	16-05-2019		48	1	0	1	0		
3	Mr	PRAVEEN VITTAL MALLY	AANPM3902G	00798354	Executive Director	Not Applicable	MD	05-01-1966	18-07-2016	16-05-2019		36	1	0	0	0		
4	Mr	BABUGOWDA SANGANAGOWDA PATIL	AAMPN4745P	00061959	Non-Executive - Independent Director	Not Applicable		20-01-1944	27-09-2002	17-09-2019		36	2	2	0	2		
5	Mr	PURSHOTAM SHASTRI	AGTPS1841C	02199254	Non-Executive - Independent Director	Not Applicable		10-05-1948	16-09-2015	18-07-2016		60	2	2	2	0		
6	Mr	MOHAN NARAYAN MENON	AACLPN6838R	02838483	Non-Executive - Independent Director	Not Applicable		10-08-1948	18-07-2016			60	1	1	1	0		
7	Mrs	Jyoti Gopalkrishna Baliga	AADPB6156B	00484000	Non-Executive - Independent Director	Not Applicable		04-05-1957	25-07-2019	25-07-2019		36	1	1	0	0		

Audit Committee Details

Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00061959	BABUGOWDA SANGANAGOWDA PATIL	Non-Executive - Independent Director	Chairperson	10-04-2009		<input type="text"/>
2	00432755	DIVAKAR SANKU SHETTY	Executive Director	Member	30-05-2017		<input type="text"/>
3	02199254	PURSHOTAM SHASTRI	Non-Executive - Independent Director	Member	30-05-2017		<input type="text"/>
4	02838483	MOHAN NARAYAN MENON	Non-Executive - Independent Director	Member	30-05-2017		<input type="text"/>
5							<input type="text"/>
6							<input type="text"/>
7							<input type="text"/>
8							<input type="text"/>
9							<input type="text"/>
10							<input type="text"/>

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be pre-filled automatically

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00061959	BABUGOWDA SANGANAGOWDA PATIL	Non-Executive - Independent Director	Chairperson	30-10-2014		<input type="text"/>
2	00432755	DIVAKAR SANKU SHETTY	Executive Director	Member	30-10-2014		<input type="text"/>
3	02199254	PURSHOTAM SHASTRI	Non-Executive - Independent Director	Member	02-02-2015		<input type="text"/>
4	02838483	MOHAN NARAYAN MENON	Non-Executive - Independent Director	Member	30-05-2017		<input type="text"/>
5							<input type="text"/>
6							<input type="text"/>
7							<input type="text"/>
8							<input type="text"/>
9							<input type="text"/>
10							<input type="text"/>

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be pre-filled automatically

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00061959	BABUGOWDA SANGANAGOWDA PATIL	Non-Executive - Independent Director	Chairperson	30-10-2006		<input type="text"/>
2	00432755	DIVAKAR SANKU SHETTY	Executive Director	Member	10-04-2009		<input type="text"/>
3	00477686	KARTIK MANOHAR NAYAK	Executive Director	Member	30-10-2006		<input type="text"/>
4							<input type="text"/>
5							<input type="text"/>
6							<input type="text"/>
7							<input type="text"/>

8							<input type="text"/>
9							<input type="text"/>
10							<input type="text"/>

Risk Management Committee

Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1							<input type="text"/>
2							<input type="text"/>
3							<input type="text"/>
4							<input type="text"/>
5							<input type="text"/>
6							<input type="text"/>
7							<input type="text"/>
8							<input type="text"/>
9							<input type="text"/>
10							<input type="text"/>

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically.

Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1							<input type="text"/>
2							<input type="text"/>
3							<input type="text"/>
4							<input type="text"/>
5							<input type="text"/>
6							<input type="text"/>
7							<input type="text"/>
8							<input type="text"/>
9							<input type="text"/>
10							<input type="text"/>

Other Committee

Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1						<input type="text"/>
2						<input type="text"/>
3						<input type="text"/>
4						<input type="text"/>

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory

Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
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1	17-04-2019		<input type="text"/>	Yes	5	3
2	20-05-2019		<input type="text"/>	Yes	6	3
3	25-07-2019		<input type="text"/>	Yes	7	4

* to be filled in only for the current quarter meetings

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*	Reason for not providing date
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1	Nomination and remuneration committee	17-04-2019			<input type="text"/>	Yes	4	3	
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2	Audit Committee	20-05-2019	32		<input type="text"/>	Yes	4	3
3	Audit Committee	25-07-2019	65		<input type="text"/>	Yes	4	3
4	Nomination and remuneration committee	25-07-2019			<input type="text"/>	Yes	4	3

* to be filled in only for the current quarter meetings

Sheet 7: *Annx 1 - RPT*

Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is No details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes on related party transactions			<input type="text"/>
Disclosure of notes of material transaction with related party			<input type="text"/>

Sheet 8: *Annx 1 - Affirmations*

Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
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
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities)	NA
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	<input type="text"/>

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Jagruti Mursenia
2	Designation	Company Secretary and Compliance Officer

Sheet 9: *Half yearly Affirmations*

Annexure III

III. Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is No details of non-compliance may be given here.
1	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	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Whether Corporate Governance Report disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				<input type="text"/>

Annexure III

1	Name of signatory	Jagruti Mursenia
2	Designation	Company Secretary and Compliance Officer

Sheet 10: Signatory Details

Signatory Details

Name of signatory	JAGRUTI MURSENIA
Designation of person	Company Secretary and Compliance Officer
Place	Bangalore
Date	04-10-2019