

General information about company	
Scrip code	517214
NSE Symbol	DIGISPICE
MSEI Symbol	NOTLISTED
ISIN	INE927C01020
Name of the entity	DiGiSPICE Technologies Limited
Date of start of financial year	01-04-2019
Date of end of financial year	31-03-2020
Reporting Quarter	Quarterly
Date of Report	31-12-2019
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities

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														Textual Information(1)						
Wether the listed entity has a Regular Chairperson														Yes						
Whether Chairperson is related to MD or CEO														No						
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	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	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	Notes for not providing DIN
1	Mr	Dilip Modi			Non-Executive - Non Independent Director	Chairperson related to Promoter			NA		21-08-2006	30-11-2018		2	0	0	0			
2	Mr	Subramanian Murali			Non-Executive - Non Independent Director	Not Applicable			NA		07-05-2015	27-09-2019		1	0	2	1			
3	Mr	Suman Ghose Hazra			Non-Executive - Independent Director	Not Applicable			NA		07-05-2015	07-05-2015		56	1	1	3	2		
4	Mrs	Rashmi Aggarwal			Non-Executive - Independent Director	Not Applicable			NA		02-11-2018	02-11-2018		14	3	3	6	1		

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Wether the listed entity has a Regular Chairperson

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	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	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	Notes for not providing DIN
5	Mr	Mayank Jain			Non-Executive - Independent Director	Not Applicable			NA		01-10-2019	01-10-2019		3	1	1	0	0		
6	Mrs	Preeti Das			Executive Director	Not Applicable			NA		01-10-2019	01-10-2019			1	0	0	0		

Text Block

Textual Information(1)

Mrs. Rashmi Aggarwal, Independent Director of the Company is holding the post of Chairperson of the Audit Committee of a private limited company which is a subsidiary of a public limited company, and, therefore, the same has been included in the number of membership/chairperson of the committees.

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	00012223	Suman Ghose Hazra	Non-Executive - Independent Director	Chairperson	07-05-2015		Textual Information(1)
2	00041261	Subramanian Murali	Non-Executive - Non Independent Director	Member	07-05-2015		
3	07181938	Rashmi Aggarwal	Non-Executive - Independent Director	Member	16-08-2019		

Sr Text Block

Textual Information(1)

Appointed as Chairman of the Committee w.e.f. 13.08.2015

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	07181938	Rashmi Aggarwal	Non-Executive - Independent Director	Chairperson	16-08-2019		
2	00012223	Suman Ghose Hazra	Non-Executive - Independent Director	Member	07-05-2015		
3	00041261	Subramanian Murali	Non-Executive - Non Independent Director	Member	07-05-2015		

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	00041261	Subramanian Murali	Non-Executive - Non Independent Director	Chairperson	07-05-2015		Textual Information(1)
2	00012223	Suman Ghose Hazra	Non-Executive - Independent Director	Member	30-11-2015		
3	07181938	Rashmi Aggarwal	Non-Executive - Independent Director	Member	05-02-2019		

Sr Text Block

Textual Information(1)

Appointed as Chairman of the Committee w.e.f. 30.11.2015

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

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	00029062	Dilip Modi	Non-Executive - Non Independent Director	Chairperson	08-05-2014		
2	00041261	Subramanian Murali	Non-Executive - Non Independent Director	Member	07-05-2015		
3	00012223	Suman Ghose Hazra	Non-Executive - Independent Director	Member	16-08-2019		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1**Annexure 1****III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory				Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)				
1	30-07-2019				Yes	4	2
2	26-09-2019		57		Yes	4	2
3		08-11-2019	42		Yes	6	3

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*
1	Audit Committee	29-07-2019				Yes	3	2
2	Audit Committee	07-11-2019	100			Yes	3	2
3	Stakeholders Relationship Committee	11-09-2019				Yes	2	1
4	Stakeholders Relationship Committee	30-10-2019	48			Yes	3	2

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 of material transaction with related party			Textual Information(1)

Text Block

Textual Information(1)

In pursuance to the Comprehensive Scheme of Arrangement, the DTS Business of Spice Money Limited (SML) (formerly known as Spice Digital Limited), a wholly owned subsidiary of the Company, has been demerged into the Company and the transactions done by SML in relation to this business are the transactions done on behalf of the Company and, therefore, back to back transactions for transitional period and have not been considered for reporting purpose here.

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:	Textual Information(1)

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	M R Bothra
2	Designation	Company Secretary and Compliance Officer

Text Block

Textual Information(1)

This report will be placed before the Board of Directors in its next meeting.

Signatory Details

Name of signatory	M R Bothra
Designation of person	Company Secretary and Compliance Officer
Place	Noida
Date	15-01-2020