

| General information about company | |
|--|---|
| Scrip code | 534139 |
| NSE Symbol | SCHNEIDER |
| MSEI Symbol | NOTLISTED |
| ISIN | INE839M01018 |
| Name of the entity | Schneider Electric Infrastructure Limited |
| Date of start of financial year | 01-04-2022 |
| Date of end of financial year | 31-03-2023 |
| Reporting Quarter | Half Yearly |
| Date of Report | 30-09-2022 |
| Risk management committee | Applicable |
| Market Capitalisation as per immediate previous Financial Year | Top 1000 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)

| Entity has a Regular Chairperson | | Yes | | | | | | | | | | | | | | |
|----------------------------------|-------------------------|--|---------------|---------------------------------------|--------------------------------|------------------------------|-----------------------------|----------------|---|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|
| Chairperson related to Promoter | | No | | | | | | | | | | | | | | |
| | | Disqualification of Directors under section 164 of the Companies Act, 2013 | | | | | | | | | | | | | | |
| Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of Birth | Whether the director is disqualified? | Start Date of disqualification | End Date of disqualification | Details of disqualification | Current status | 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) |
| Executive - Independent Director | Chairperson | Shareholder Director | 15-03-1964 | No | | | | Active | NA | | 06-11-2019 | | | 35 | 3 | 3 |
| Executive - Independent Director | Not Applicable | Shareholder Director | 09-08-1948 | No | | | | Active | Yes | 07-09-2022 | 21-05-2022 | | | 5 | 1 | 1 |
| Executive Director | Not Applicable | CEO-MD | 19-10-1971 | No | | | | Active | NA | | 01-05-2021 | | | | 1 | 0 |
| Executive Director | Not Applicable | | 27-12-1966 | No | | | | Active | NA | | 01-05-2021 | | | | 1 | 0 |

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

| Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of Birth | Whether the director is disqualified? | Start Date of disqualification | End Date of disqualification | Details of disqualification | Current status | 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) | n : C ir l F |
|----------------------------------|-------------------------|-------------------------|---------------|---------------------------------------|--------------------------------|------------------------------|-----------------------------|----------------|---|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---------------------------------|
| Executive - Independent Director | Not Applicable | | 11-03-1961 | No | | | | Active | NA | | 12-03-2011 | | | | 1 | 0 | 0 |
| Executive - Independent Director | Not Applicable | | 28-08-1973 | No | | | | Active | NA | | 16-06-2020 | | | | 1 | 0 | 4 |

| Text Block | |
|------------------------|--|
| Textual Information(1) | Ms. Namrata Kaul has been re-appointed as Independent Director for a second and final term of 3 years, effective from November 6, 2022 i.e., immediately after expiry of her first term on November 5, 2022. |

| 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 | 00994532 | Namrata Kaul | Non-Executive - Independent Director | Chairperson | 05-02-2020 | | Textual Information(1) |
| 2 | 02533080 | Pravin Kumar Purang | Non-Executive - Independent Director | Member | 21-05-2022 | | |
| 3 | 02522674 | Arnab Roy | Non-Executive - Non Independent Director | Member | 21-05-2022 | | |

| Sr Text Block | |
|------------------------|--|
| Textual Information(1) | Ms. Namrata Kaul has been appointed as Chairperson of the Audit Committee w.e.f. May 21, 2022, however, she has been the member of the Audit Committee since February 5, 2022. |

| 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 | 02533080 | Pravin Kumar Purang | Non-Executive - Independent Director | Chairperson | 21-05-2022 | | |
| 2 | 00994532 | Namrata Kaul | Non-Executive - Independent Director | Member | 21-05-2022 | | |
| 3 | 03213517 | Anil Chaudhry | Non-Executive - Non Independent Director | Member | 22-05-2013 | | |

| 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 | 00994532 | Namrata Kaul | Non-Executive - Independent Director | Chairperson | 21-05-2022 | | |
| 2 | 00212610 | Sanjay Sudhakaran | Executive Director | Member | 01-05-2021 | | |
| 3 | 02522674 | Arnab Roy | Non-Executive - Non Independent Director | Member | 21-05-2022 | | |

| Risk Management Committee | | | | | | | |
|---|------------|---------------------------|--|-------------------------|---------------------|-------------------|------------------------|
| Whether the Risk Management 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 | 00994532 | Namrata Kaul | Non-Executive - Independent Director | Chairperson | 05-02-2020 | | Textual Information(1) |
| 2 | 00212610 | Sanjay Sudhakaran | Executive Director | Member | 01-05-2021 | | |
| 3 | 02533080 | Pravin Kumar Purang | Non-Executive - Independent Director | Member | 21-05-2022 | | |
| 4 | 02522674 | Arnab Roy | Non-Executive - Non Independent Director | Member | 21-05-2022 | | |

| Sr Text Block | |
|------------------------|--|
| Textual Information(1) | Ms. Namrata Kaul has been appointed as Chairperson of the Risk Management Committee w.e.f. May 21, 2022, however, she has been the member of the Risk Management Committee since February 5, 2020. |

| Corporate Social Responsibility Committee | | | | | | | |
|---|------------|---------------------------|--|-------------------------|---------------------|-------------------|---------|
| Whether the Corporate Social Responsibility Committee has a Regular Chairperson | | | | | No | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1 | 00212610 | Sanjay Sudhakaran | Executive Director | Member | 01-05-2021 | | |
| 2 | 02533080 | Pravin Kumar Purang | Non-Executive - Independent Director | Member | 21-05-2022 | | |
| 3 | 03213517 | Anil Chaudhry | Non-Executive - Non Independent Director | Member | 21-05-2022 | | |

| 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 | | | | | | | Textual Information(1) | 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) | Notes for not providing Date | Whether requirement of Quorum met (Yes/No) | Total Number of Directors as on date of the meeting | Number of Directors present* (All directors including Independent Director) | |
| 1 | 21-05-2022 | | | | Yes | 6 | 6 | 2 |
| 2 | | 02-08-2022 | 72 | | Yes | 6 | 5 | 1 |

| Text Block | |
|------------------------|---|
| Textual Information(1) | <p>The Company had 4 Independent Directors at start of the meeting on May 21, 2022. An additional Independent Director was appointed at the meeting. Further, the term of 3 Independent Directors concluded on same day from the close of business hours. Consequently, effective from close of May 21, 2022, the Company had only 2 IDs. Further, one non-executive director also resigned effective May 21, 2022.</p> <p>The CGR utility is not allowing to insert the actual total number of directors on May 21, 2022 as it exceeds the number mentioned in Annexure 1- Composition of Board.</p> |

| Annexure 1 | | | | | | | | | | |
|--|---------------------------------------|---|---|-------------------------|-------------------------------|--|---|--|---|--|
| IV. Meeting of Committees | | | | | | | | | | |
| Disclosure of notes on meeting of committees explanatory | | | | | | | Textual Information(1) | | | |
| 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) | Total Number of Directors as on date of the meeting | Number of Directors (All directors including Independent director) | No. of Independent Directors attending the meeting* | No. of members attending the meeting (other than Board of Directors) |
| 1 | Audit Committee | 21-05-2022 | | | | Yes | 6 | 4 | 4 | 0 |
| 2 | Audit Committee | 02-08-2022 | 72 | | | Yes | 6 | 3 | 2 | 0 |
| 3 | Risk Management Committee | 02-08-2022 | | | | Yes | 6 | 4 | 1 | 0 |
| 4 | Nomination and remuneration committee | 21-05-2022 | | | | Yes | 6 | 4 | 3 | 0 |

| | |
|------------------------|--|
| Text Block | |
| Textual Information(1) | The Number of Directors in Column M are being considered as Composition of a particular Committee. |

| 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 | |

| 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 1000 listed entities) | Yes |
| 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 |

| Annexure 1 | | |
|-------------------|-------------------|--|
| Sr | Subject | Compliance status |
| 1 | Name of signatory | Bhumika Sood |
| 2 | Designation | Company Secretary and Compliance Officer |

| 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 | | | | |

| Annexure III | | |
|---------------------|-------------------|--|
| 1 | Name of signatory | Bhumika Sood |
| 2 | 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 | Bhumika Sood |
| Designation of person | Company Secretary and Compliance Officer |
| Place | Gurugram |
| Date | 18-10-2022 |

