

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **V.S.T Tillers Tractors Limited**
 2. Quarter ending - **31-Mar-2022**

i. Composition Of Board Of Director

T i t l e (M r . / M s)	Name of the Director	DIN	PAN	Cat ego ry (Ch air pers on / Exe cutiv e/ No n- Exec utive/ Inde pend ent/ Nomi nee)	Sub Cat ego ry	Initial Date of Appo intme nt	Dat e of Appo intme nt	Dat e of ces sati on	Tenure	Date of Birth	Whet her speci al resol ution pass ed?	Date of passing special resolution	No. of Dir ect ors hip in list ed enti ties incl udi ng this list ed enti ty	No of Ind epe nde nt Dir ect ors hip in list ed enti ties incl udi ng this list ed enti ty	No of me mb ers hips in Au dit/ Sta keh old er Com mitte e(s) incl udi ng this list ed enti ty	No of post of Chair perso n in Audit/ Stake holder Com mittee held in listed entitie s incl udi ng this list ed entity	Membe rship in Commit tees of the Compa ny	Remark s
Mr.	V K Surendra	00459069	AFXPS6963E	C,NE D		29- Sep- 1980	29- Sep- 1980			18-May- 1941	Yes	23-Mar- 2019	1	0	2	0	SC,RC,NR C	
Mr.	R Subramanian	00357153	AAFPS9946L	ID		14- Aug- 2014	14- Aug- 2019		92	15-Oct- 1943	Yes	23-Mar- 2019	2	2	0	2	AC	

Mr.	M K Bannerjee	00219178	ADAPB9 062A	ID		14- Aug- 2014	14- Aug- 2019		92	16-Aug- 1946	Yes	14-Aug- 2019	1	1	2	0	AC,SC,RC, NRC	
Mr.	K M Pai	01171860	AATPP73 98B	ID		05- Aug- 2015	14- Aug- 2019		80	25-Aug- 1952	NA		2	1	3	1	AC,SC,RC, NRC	
Mr s.	Siva Kameswari Vissa	02336249	AAEPV01 59M	ID		29- Jul- 2016	29- Jul- 2021		68	16-May- 1964	NA		1	1	6	0	AC	
Mr.	V P Mahendra	00033270	ACJPM36 37N	NED		20- Feb- 1984	20- Feb- 2021			16-Jul- 1942	Yes	29-Mar- 2021	2	1	2	0	RMC	
Mr.	V V Pravindra	00239888	ACVPP89 45N	NED		28- Jul- 2008	28- Jul- 2008			11-May- 1965	NA		1	0	0	0		
Mr.	V T Ravindra	00396156	ABNPR4 685G	ED		11- May- 2018	20- Feb- 2021			12-May- 1969	NA		1	0	0	0		
Mr.	Arun V Surendra	01617103	ACAPA57 63E	NED		11- May- 2018	11- May- 2018			24-Aug- 1975	NA		1	0	0	0	RMC	
Mr.	NANDAKUMAR JAIRAM	00321693	ACUPJ23 36E	ID		21- Jun- 2021	21- Jun- 2021		10	26-Sep- 1952	NA		1	1	0	0		

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

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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1	R Subramanian	ID	Chairperson	14-Aug-2014	
2	M K Bannerjee	ID	Member	14-Aug-2014	
3	K M Pai	ID	Member	05-Aug-2015	
4	Siva Kameswari Vissa	ID	Member	29-Jul-2016	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	K M Pai	ID	Chairperson	05-Aug-2015	
2	M K Bannerjee	ID	Member	05-Aug-2015	
3	V K Surendra	C,NED	Member	08-Feb-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	M K Bannerjee	ID	Chairperson	11-Aug-2015	
2	K M Pai	ID	Member	11-Aug-2015	
3	V K Surendra	C,NED	Member	11-Aug-2015	
4	V P Mahendra	NED	Member	11-Aug-2015	
5	Arun V Surendra	NED	Member	17-Mar-2020	

Company Remarks	
Whether Permanent chairperson appointed	Yes

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	M K Bannerjee	ID	Chairperson	06-Nov-2014	
2	K M Pai	ID	Member	05-Aug-2015	

3	V K Surendra	C,NED	Member	06-Nov-2014	
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Company Remarks	
Whether Permanent chairperson appointed	Yes

iii. **Meeting of Board of Directors**

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
09-Nov-2021	14-Feb-2022	Yes	10	5
	14-Mar-2022	Yes	10	5

Company Remarks	
Maximum gap between any two consecutive (in number of days)	96

iv. **Meeting of Committees**

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	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
Audit Committee	09-Nov-2021		Yes		
Audit Committee		14-Feb-2022	Yes	4	4
Risk Management Committee		28-Jan-2022	Yes	5	5
Risk Management Committee		03-Mar-2022	Yes	5	5
Stakeholders Relationship Committee		14-Mar-2022	Yes	3	3

Company Remarks	
Maximum gap between any	96

two consecutive (in number of days) [Only for Audit Committee]	
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v. **Related Party Transactions**

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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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 100 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:

Name : **CHINMAYA KHATUA**
Designation : **Company Secretary & Compliance Officer**

ANNEXURE II

Format 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			
Item	Compliance status	Company Remark	Website
As per regulation 46(2) of the LODR:			
Details of business	Yes		www.vsttractors.com
Terms and conditions of appointment of	Yes		www.vsttractors.com
Composition of various committees of	Yes		www.vsttractors.com
Code of conduct of board of directors and	Yes		www.vsttractors.com
Details of establishment of vigil mechanism/	Yes		www.vsttractors.com
Criteria of making payments to non-	Yes		www.vsttractors.com
Policy on dealing with related party	Yes		www.vsttractors.com
Policy for determining 'material' subsidiaries	Not		
Details of familiarization programs imparted	Yes		www.vsttractors.com
Email address for grievance redressal and other relevant details entity who are	Yes		www.vsttractors.com
Contact information of the designated	Yes		www.vsttractors.com
Financial results	Yes		www.vsttractors.com
Shareholding pattern	Yes		www.vsttractors.com
Details of agreements entered into with the media companies and/or their associates	Not Applicable		
Schedule of analyst or institutional investor meet and presentations made by the listed	Yes		www.vsttractors.com
New name and the old name of the listed	Not		
Advertisements as per regulation 47 (1)	Yes		www.vsttractors.com
Credit rating or revision in credit rating	Not		
Separate audited financial statements of	Not		
As per other regulations of the LODR:			
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.vsttractors.com
Materiality Policy as per Regulation 30	Yes		www.vsttractors.com
Dividend Distribution policy as per	Yes		www.vsttractors.com
It is certified that these contents on the	Yes		www.vsttractors.com
II Annual Affirmations			

Particulars	Regulation Number	Compliance status	Company Remark
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes	
<i>Board composition</i>	17(1), 17(1A) & 17(1B)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Quorum of Board meeting</i>	17(2A)	Yes	
<i>Review of Compliance Reports</i>	17(3)	Yes	
<i>Plans for orderly succession for appointments</i>	17(4)	Yes	
<i>Code of Conduct</i>	17(5)	Yes	
<i>Fees/compensation</i>	17(6)	Yes	
<i>Minimum Information</i>	17(7)	Yes	
<i>Compliance Certificate</i>	17(8)	Yes	
<i>Risk Assessment & Management</i>	17(9)	Yes	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	
<i>Recommendation of Board</i>	17(11)	Yes	
<i>Maximum number of directorship</i>	17A	Yes	
<i>Composition of Audit Committee</i>	18(1)	Yes	
<i>Meeting of Audit Committee</i>	18(2)	Yes	
<i>Composition of nomination & remuneration committee</i>	19(1) & (2)	Yes	
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Yes	
<i>Meeting of nomination & remuneration committee</i>	19(3A)	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	Yes	
<i>Meeting of stakeholder relationship committee</i>	20(3A)	Yes	
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Yes	
<i>Meeting of Risk Management Committee</i>	22	Yes	
<i>Vigil Mechanism</i>	22	Yes	

<i>Policy for related party Transaction</i>	23(1),(1A),(5),(6)	Yes	
<i>Prior or Omnibus approval of Audit Committee for all related party</i>	23(2), (3)	Yes	
<i>Approval for material related party transactions</i>	23(4)	Not Applicable	
<i>Disclosure of related party transactions on consolidated basis</i>	23(9)	Yes	
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Not Applicable	
<i>Other Corporate Governance requirements with respect to subsidiary of Annual Secretarial Compliance Report</i>	24(2),(3),(4),(5) & (6)	Not Applicable	
	24(A)	Yes	
<i>Alternate Director to Independent Director</i>	25(1)	Not Applicable	
<i>Maximum Tenure</i>	25(2)	Yes	
<i>Meeting of independent directors</i>	25(3) & (4)	Yes	
<i>Familiarization of independent directors</i>	25(7)	Yes	
<i>Declaration from Independent Director</i>	25(8) & (9)	Yes	
<i>D & O Insurance for Independent</i>	25(10)	Yes	
<i>Memberships in Committees</i>	26(1)	Yes	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes	
<i>Disclosure of Shareholding by Non-Executive Directors</i>	26(4)	Yes	
<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	Yes	

Other Information	
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III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Not Applicable**

Other Information	
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Name : **CHINMAYA KHATUA**
Designation : **Company Secretary & Compliance Officer**

ANNEXURE IV

%symbol%	%companyName%	%quarterEnded%
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(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to

Aggregate amount advanced during six months				Balance outstanding at the end of six months			
<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>	<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>
0	0	0	0	1500	0	0	0

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
<i>Promoter or any other entity controlled by them</i>	0	0	0

<i>Promoter Group or any other entity controlled by them</i>	0	0	0
<i>Directors (including relatives) or any other entity controlled by them</i>	0	0	0
<i>KMPs or any other entity controlled by them</i>	0	0	0

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of Security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
<i>Promoter or any other entity controlled by them</i>	0	0	0
<i>Promoter Group or any other entity controlled by them</i>	0	0	0
<i>Directors (including relatives) or any other entity</i>	0	0	0

<i>controlled by them</i>			
<i>KMPs or any other entity controlled by them</i>	0	0	0

(D) If the Listed Entity would like to provide any other information the same may be indicated here

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Affirmations

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company

Company Remarks in case of non-compliant status

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<p>Name: Pankaj Khemka Designation: Chief Financial Officer Place: Bengaluru Date: 20-Apr-2022</p>
