



Corporate Governance Report

Name of Entity: Indian Clearing Corporation Limited

Quarter ending: December 31, 2022

I. Composition of Board of Directors												
Title (Mr / Ms)	Name of the Director	PAN & DIN	Category (Chairperson /Executive/ Non-Executive/in dependent/ Nominee)	Initial date of appointment	Date of Re-Appointment	Date of cessation	Tenure (from the date of appointment) (Refer regulation 25(2))	Date of birth	No of directorships in all listed entities including this listed entity* (Refer Regulation 17A(1) of Listing Regulations)	No of independent directorships in all listed entities including this listed entity* (Refer proviso to 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)
Mr.	Prasad Dahapute	AGHPD6362K03471995	Independent	April 29, 2016	April 29, 2019	October 13, 2022	6 years and 5.5 Months	November 13, 1978	1	1	Nil	Nil
Mr.	Hemant Kumar Manuj	AANPM0892R08246131	Independent	August 25, 2021	-	-	1 year and 4 months	September 29, 1967	1	1	1	1
Ms.	Medha Tapiawala	AACPT4089J09277265	Independent	August 25, 2021	-	-	1 year and 4 months	August 24, 1968	1	1	1	Nil
Mr.	Vikas Gadre	AACPG9058J06746818	Independent	October 14, 2022	-	-	2.5 Months	December 11, 1951	1	1	Nil	Nil
Mr.	Neeraj Kulshrestha	AAGPK8219D02994647	Non-executive	April 27, 2016	NA	-	-	August 3, 1965	1	Nil	1	Nil
Mr.	Sameer Patil	AOIPP3491G08103042	Non-executive	February 12, 2020	NA	-	-	March 13, 1974	1	Nil	Nil	Nil
Ms.	Devika Shah	ABDPS4524K07980301	Executive	January 01, 2018	January 01, 2021	-	-	October 31, 1963	1	Nil	Nil	Nil

Whether regular Chairperson appointed - Yes
 Whether Chairperson is related to managing director or CEO - No
 * Includes Directorship, Membership and Chairmanship in Indian Clearing Corporation Limited, an unlisted public company

II. Composition of Committees					
Name of Committee	Whether regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)	Date of Appointment	Date of Cessation
Audit Committee	Yes	1. Mr. Hemant Kumar Manuj	Public Interest Director - Chairman of the Committee	October 4, 2021	
		2. Ms. Medha Tapiawala	Public Interest Director	October 4, 2021	
		3. Mr. Neeraj Kulshrestha	Shareholder Director	October 10, 2019	
Nomination & Remuneration Committee	Yes	1. Ms. Medha Tapiawala	Public Interest Director - Chairperson of the Committee	October 4, 2021	October 13, 2022
		2. Mr. Hemant Kumar Manuj	Public Interest Director	October 4, 2021	
		3. Mr. Prasad Dahapute	Public Interest Director	January 24, 2019	
		4. Mr. Vikas Gadre	Public Interest Director	October 18, 2022	
Risk Management Committee	Yes	1. Mr. Hemant Kumar Manuj	Public Interest Director - Chairman of the Committee	October 4, 2021	October 13, 2022
		2. Ms. Medha Tapiawala	Public Interest Director	October 4, 2021	
		3. Mr. Prasad Dahapute	Public Interest Director	January 17, 2018	
		4. Mr. Vikas Gadre	Public Interest Director	October 18, 2022	
		5. Mr. Ajit Ranade	Independent External Person	September 22, 2012	
		6. Mr. Kausick Saha	Independent External Person	June 18, 2016	
Stakeholders Relationship Committee			NA		

I. 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*	Maximum gap between any two consecutive meetings in number of days

July 27, 2022	November 1, 2022	Yes	6	3	97 days
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I. Meetings of Committees – Audit Committee

Date(s) of Meeting of the Committee in the relevant quarter	Whether requirement of Quorum met (details)*	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 meetings in number of days*
November 1, 2022	Yes	3	2	July 27, 2022	97 days

II. Related Party Transactions

Subject	Compliance status (Yes/No/NA) refer note below
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	NA

III. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee
 - b. Nomination & remuneration committee
 - c. Stakeholders' relationship committee NA
 - d. Risk management committee (applicable to the top 100 listed entities)
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 and Companies Act, 2013, read with its applicable rules.
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 and Companies Act, 2013, read with its applicable rules.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here