

General information about company

| | |
|--|--------------------------|
| Scrip code | 543650 |
| NSE Symbol | DCXINDIA |
| MSEI Symbol | NOTLISTED |
| ISIN | INE0KL801015 |
| Name of the entity | DCX SYSTEMS LIMITED |
| Date of start of financial year | 01-04-2024 |
| Date of end of financial year | 31-03-2025 |
| Reporting Quarter | Quarterly |
| Date of Report | 30-06-2024 |
| 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

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 |
|----|-----------------|-----------------------------------|-----|----------|--|-------------------------|-------------------------|---------------|
| 1 | Mr | H S Raghavendra Rao | | 00379249 | Executive Director | Chairperson | MD | 07-04-1969 |
| 2 | Mr | Neal Jeremy Castleman | | 05159412 | Non-Executive - Non Independent Director | Not Applicable | | 01-04-1949 |
| 3 | Mr | K Chandrasekaran | | 00936289 | Non-Executive - Independent Director | Not Applicable | | 18-02-1962 |
| 4 | Mr | Panchangam Nagashayana | | 00907296 | Non-Executive - Independent Director | Not Applicable | | 20-05-1968 |
| 5 | Mrs | Lathika S Pai | | 00420102 | Non-Executive - Independent Director | Not Applicable | | 09-11-1966 |
| 6 | Mr | Diwakaraiah Neriga Jagannatheswar | | 00427317 | Executive Director | Not Applicable | | 20-06-1964 |

I. Composition of Board of Directors

Disqualification of Directors under section 164 of the Companies Act, 2013

| Sr | Whether the director is disqualified? | Start Date of disqualification | End Date of disqualification | Details of disqualification | Current status |
|----|---------------------------------------|--------------------------------|------------------------------|-----------------------------|----------------|
| 1 | No | | | | Active |
| 2 | No | | | | Active |
| 3 | No | | | | Active |
| 4 | No | | | | Active |
| 5 | No | | | | Active |
| 6 | No | | | | Active |

I. Composition of Board of Directors

| Sr | 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 [with reference to proviso to regulation 17A(1) & 17A(2)] | 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) | Reason for Cessation | Notes for not providing PAN | Notes for not providing DIN |
|----|---|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|--|--|---|--|----------------------|-----------------------------|-----------------------------|
| 1 | NA | | 16-01-2012 | 27-06-2021 | | 60 | 1 | 0 | 2 | 0 | | | |
| 2 | Yes | 25-09-2023 | 14-03-2012 | 11-05-2012 | | | 1 | 0 | 0 | 0 | | Textual Information(1) | |
| 3 | NA | | 28-01-2022 | 28-01-2022 | | 60 | 1 | 1 | 2 | 2 | | | |
| 4 | NA | | 28-01-2022 | 28-01-2022 | | 60 | 1 | 1 | 2 | 0 | | | |
| 5 | NA | | 02-02-2022 | 02-02-2022 | | 60 | 1 | 1 | 0 | 0 | | | |
| 6 | NA | | 28-06-2024 | | | 60 | 1 | 0 | 0 | 0 | | | |

| | |
|------------------------|-----------------------|
| Text Block | |
| Textual Information(1) | Non Resident Director |

| 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 | 00936289 | K Chandrasekaran | Non-Executive - Independent Director | Chairperson | 02-02-2022 | | |
| 2 | 00379249 | H S Raghavendra Rao | Executive Director | Member | 01-04-2024 | | |
| 3 | 00907296 | Panchangam Nagashayana | Non-Executive - Independent Director | Member | 02-02-2022 | | |

| 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 | 00907296 | Panchangam Nagashayana | Non-Executive - Independent Director | Chairperson | 02-02-2022 | | |
| 2 | 00936289 | K Chandrasekaran | Non-Executive - Independent Director | Member | 02-02-2022 | | |
| 3 | 00420102 | Lathika S Pai | Non-Executive - Independent Director | Member | 02-02-2022 | | |

| 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 | 00936289 | K Chandrasekaran | Non-Executive - Independent Director | Chairperson | 02-02-2022 | | |
| 2 | 00379249 | H S Raghavendra Rao | Executive Director | Member | 01-04-2024 | | |
| 3 | 00907296 | Panchangam Nagashayana | Non-Executive - Independent Director | Member | 02-02-2022 | | |

| 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 | 00379249 | H S Raghavendra Rao | Executive Director | Chairperson | 02-02-2022 | | |
| 2 | 00936289 | K Chandrasekaran | Non-Executive - Independent Director | Member | 02-02-2022 | | |
| 3 | 00907296 | Panchangam Nagashayana | Non-Executive - Independent Director | Member | 01-04-2024 | | |

| 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 | 00420102 | Lathika S Pai | Non-Executive - Independent Director | Chairperson | 02-02-2022 | | |
| 2 | 00379249 | H S Raghavendra Rao | Executive Director | Member | 02-04-2019 | | |
| 3 | 00907296 | Panchangam Nagashayana | Non-Executive - Independent Director | Member | 02-02-2022 | | |

| 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 | | | | | | | | |
|--|---|--|---|------------------------------|--|---|---|---|
| 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) | No. of Independent Directors attending the meeting* |
| 1 | 08-02-2024 | | | | Yes | 6 | 6 | 3 |
| 2 | 19-02-2024 | | 10 | | Yes | 6 | 6 | 3 |
| 3 | 04-03-2024 | | 13 | | Yes | 6 | 6 | 3 |
| 4 | 29-03-2024 | | 24 | | Yes | 6 | 6 | 3 |
| 5 | | 10-04-2024 | 11 | | Yes | 5 | 4 | 3 |
| 6 | | 16-05-2024 | 35 | | Yes | 5 | 5 | 3 |
| 7 | | 17-06-2024 | 31 | | Yes | 5 | 5 | 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) | Total Number of Directors in the Committee as on date of the meeting | Number of Directors Present (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 | 08-02-2024 | | | | Yes | 3 | 3 | 2 | 0 |
| 2 | Audit Committee | 29-03-2024 | 49 | | | Yes | 3 | 2 | 2 | 0 |
| 3 | Audit Committee | 10-04-2024 | 11 | | | Yes | 3 | 3 | 2 | 0 |
| 4 | Audit Committee | 16-05-2024 | 35 | | | Yes | 3 | 3 | 2 | 0 |
| 5 | Nomination and remuneration committee | 08-02-2024 | | | | Yes | 3 | 3 | 3 | 0 |
| 6 | Nomination and remuneration committee | 10-04-2024 | 61 | | | Yes | 3 | 3 | 3 | 0 |

Annexure 1

IV. Meeting of Committees

| 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 in the Committee as on date of the meeting | Number of Directors Present (All Directors including Independent Director) | No. of Independent Directors attending the meeting* | No. of members attending the meeting (other than Board of Directors) |
|----|---------------------------------------|---|---|-------------------------|-------------------------------|--|--|--|---|--|
| 7 | Nomination and remuneration committee | 17-06-2024 | 67 | | | Yes | 3 | 2 | 2 | 0 |
| 8 | Stakeholders Relationship Committee | 08-02-2024 | | | | Yes | 3 | 3 | 2 | 0 |
| 9 | Stakeholders Relationship Committee | 16-05-2024 | 97 | | | Yes | 3 | 3 | 2 | 0 |
| 10 | Risk Management Committee | 30-01-2024 | | | | Yes | 3 | 3 | 1 | 0 |

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 | Yes | |
| 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 | GURUMURTHY HEGDE |
| 2 | Designation | Company Secretary and Compliance Officer |

| Details of Cyber security incidence | | |
|--|-------------------|----------------------------|
| Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter | | No |
| Number of cyber security incidence or breaches or loss of data event occurred during the quarter | | |
| Sr. | Date of the event | Brief details of the event |

Signatory Details

| | |
|-----------------------|--|
| Name of signatory | GURUMURTHY HEGDE |
| Designation of person | Company Secretary and Compliance Officer |
| Place | BENGALURU |
| Date | 16-07-2024 |

