

General information about company	
Scrip code	544133
NSE Symbol	EXICOM
MSEI Symbol	NOTLISTED
ISIN	INE777F01014
Name of the entity	Exicom Tele-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							Textual Information(1)	
Whether the listed entity has a Regular Chairperson							No	
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
1	Mr	Anant Nahata	ABGPN0784M	02216037	Executive Director	Not Applicable	CEO-MD	04-11-1983
2	Mr	Vivekanand Kumar	AINPK6362J	10244171	Executive Director	Not Applicable		23-01-1974
3	Mr	Himanshu Baid	ABRPB7446D	00014008	Non-Executive - Non Independent Director	Chairperson		08-06-1968
4	Mr	Subhash Chander Rustgi	AACPR8447G	06922968	Non-Executive - Non Independent Director	Not Applicable		23-09-1953
5	Ms	Leena Pribhdas Gidwani	AAAPG9493R	06969243	Non-Executive - Independent Director	Not Applicable		20-01-1967
6	Mrs	Karen Wilson Kumar	AAJPK3651N	05297981	Non-Executive - Independent Director	Not Applicable		03-11-1968
7	Ms	Mahua Acharya	AMAPA5425H	03030535	Non-Executive - Independent Director	Not Applicable		30-04-1977
8	Mr	Manoj Kumar Kohli	AAAPK9079P	00162071	Non-Executive - Independent Director	Not Applicable		03-12-1958

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
7	No				Active
8	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		04-06-2008	07-07-2023			1	0	1	0			
2	NA		21-08-2023	21-08-2023			1	0	1	0			
3	NA		11-11-2008	30-06-2024			2	0	1	0			
4	NA		01-09-2015	29-08-2022			1	0	1	0			
5	NA		01-04-2020	05-08-2020		51	1	1	1	0			
6	NA		16-09-2023	16-09-2023		9.15	1	1	1	1			
7	NA		28-05-2024	28-05-2024		1.04	2	2	1	0			
8	NA		28-05-2024	28-05-2024		1.04	2	2	2	2			

Text Block	
Textual Information(1)	<div>1. Mr. Himanshu Baid tenure as Independent Director was valid till 29-06-2024(end of the day). He is Non-Executive Non-Independent Director w.e.f. 30-06-2024.</div> <div>2. Mr. Himanshu Baid who is Non -Excecutive Non- Independent Director of the Company w.e.f. 30-06-2024, continues to serve as the Chairman of the Board.</div>

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	05297981	Karen Wilson Kumar	Non-Executive - Independent Director	Chairperson	30-06-2024		Textual Information(1)
2	06969243	Leena Pribhdas Gidwani	Non-Executive - Independent Director	Member	30-06-2024		Textual Information(2)
3	06922968	Subhash Chander Rustgi	Non-Executive - Non Independent Director	Member	30-06-2024		Textual Information(3)
4	00014008	Himanshu Baid	Non-Executive - Non Independent Director	Chairperson	15-09-2023	30-06-2024	Textual Information(4)

Sr Text Block	
Textual Information(1)	1. The Board of Directors vide circular resolution no. 04/2024 dated 25-06-2024, reconstituted the Audit Committee and appointed Ms. Karen Wilson Kumar as the Chairperson of the Committee, w.e.f. 30-06-2024.
Textual Information(2)	1. The Board of Directors vide circular resolution no. 04/2024 dated 25-06-2024, reconstituted the Audit Committee and appointed Ms. Leena Pribhdas Gidwani as the Member of the Committee w.e.f. 30-06-2024.
Textual Information(3)	The Board of Directors vide circular resolution no. 04/2024 dated 25-06-2024, reconstituted the Audit Committee and Mr. Subhash Chander Rustgi continue to serve as the Member of the Committee w.e.f. 30-06-2024.
Textual Information(4)	1) Mr. Himanshu Baid tenure as Independent Director was valid till 29-06-2024 (end of the day) due to which he ceased to be the Chairman of the Audit Committee w.e.f. 30-06-2024.

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	00162071	Manoj Kumar Kohli	Non-Executive - Independent Director	Chairperson	30-06-2024		Textual Information(1)
2	03030535	Mahua Acharya	Non-Executive - Independent Director	Member	30-06-2024		Textual Information(2)
3	00014008	Himanshu Baid	Non-Executive - Non Independent Director	Member	30-06-2024		Textual Information(3)
4	00014008	Himanshu Baid	Non-Executive - Non Independent Director	Chairperson	15-09-2023	30-06-2024	Textual Information(4)
5	06922968	Subhash Chander Rustgi	Non-Executive - Non Independent Director	Member	15-09-2023	30-06-2024	Textual Information(5)
6	05297981	Karen Wilson Kumar	Non-Executive - Independent Director	Member	15-09-2023	30-06-2024	Textual Information(6)



### Sr Text Block

Textual Information(1)	1. The Board of Directors in its meeting held on 28-05-2024, approved the reconstitution of Nomination and Remuneration Committee with effect from 30-06-2024. As a result, the Board of Directors appointed Mr. Manoj Kumar Kohli as the Chairman of the Nomination and Remuneration Committee with effect from 30-06-2024.
Textual Information(2)	1. The Board of Directors in its meeting held on 28-05-2024, approved the reconstitution of the Nomination and Remuneration Committee with effect from 30-06-2024. As a result, the Board of Directors appointed Ms. Mahua Acharya as the Member of the Nomination and Remuneration Committee with effect from 30-06-2024.
Textual Information(3)	1. The Board of Directors in its meeting held on 28-05-2024, approved the reconstitution of Nomination and Remuneration Committee with effect from 30-06-2024. 2. As a result, the Board of Directors appointed Mr. Himanshu Baid as the Member of the Nomination and Remuneration Committee with effect from 30-06-2024.
Textual Information(4)	1) Mr. Himanshu Baid tenure as Independent Director was valid till 29-06-2024 (end of the day) due to which he ceased to be the Chairman of the Nomination and Remuneration Committee w.e.f. 30-06-2024.
Textual Information(5)	1. The Board of Directors in its meeting held on 28-05-2024, approved the reconstitution of the Nomination and Remuneration Committee with effect from 30-06-2024. As a result, Mr. Subhash Chander Rustgi ceased to be Member of the Nomination and Remuneration Committee with effect from 30-06-2024.
Textual Information(6)	1. The Board of Directors in its meeting held on 28-5-2024, approved reconstitution of the Nomination and Remuneration Committee with effect from 30-06-2024. As a result, Ms. Karen Wilson Kumar ceased to be Member of the Nomination and Remuneration Committee with effect from 30-06-2024.

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	00162071	Manoj Kumar Kohli	Non-Executive - Independent Director	Chairperson	30-06-2024		Textual Information(1)
2	02216037	Anant Nahata	Executive Director	Member	30-06-2024		Textual Information(2)
3	10244171	Vivekanand Kumar	Executive Director	Member	30-06-2024		Textual Information(3)
4	00014008	Himanshu Baid	Non-Executive - Non Independent Director	Chairperson	15-09-2023	30-06-2024	Textual Information(4)

Sr Text Block	
Textual Information(1)	1. The Board of Directors in its meeting held on 28-05-2024, approved the reconstitution of the Stakeholders Relationship Committee with effect from 30-06-2024. As a result, the Board of Directors appointed Mr. Manoj Kumar Kohli as the Chairman of the Stakeholders Relationship Committee with effect from 30-06- 2024.
Textual Information(2)	1. The Board of Directors in its meeting held on 28-05-2024, approved the reconstitution of the Stakeholders Relationship Committee with effect from 30-06-2024. As a result, Mr. Anant Nahata continues to serve as the Member of the Stakeholders Relationship Committee with effect from 30-06- 2024.
Textual Information(3)	1. The Board of Directors in its meeting held on 28-05-2024, approved the reconstitution of the Stakeholders Relationship Committee with effect from 30-06-2024. As a result, Mr. Vivekanand Kumar continues to serve as the Member of the Stakeholders Relationship Committee with effect from 30-06-2024.
Textual Information(4)	1) Mr. Himanshu Baid tenure as Independent Director was valid till 29-06-2024 (end of the day) due to which he ceased to be the Chairman of the Stakeholders Relationship Committee w.e.f. 30-06-2024.

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	02216037	Anant Nahata	Executive Director	Chairperson	30-06-2024		Textual Information(1)
2	10244171	Vivekanand Kumar	Executive Director	Member	30-06-2024		Textual Information(2)
3	06969243	Leena Pribhdas Gidwani	Non-Executive - Independent Director	Member	30-06-2024		Textual Information(3)
4	00000000	Shiraz Khanna	Chief Financial Officer	Member	30-06-2024		Textual Information(4)

Sr Text Block	
Textual Information(1)	1. The Board of Directors in its Meeting held on 28-05-2024, approved the reconstitution of the Risk Management Committee w.e.f 30-06-2024. As a result, Mr. Anant Nahata continues to serve as the Chairperson of the Committee w.e.f 30-06-2024.
Textual Information(2)	1. The Board of Directors in its Meeting held on 28-05-2024, approved the reconstitution of the Risk Management Committee w.e.f 30-06-2024. As a result, Mr. Vivekanand Kumar continues to serve as the Member of the Committee w.e.f 30-06-2024.
Textual Information(3)	1. The Board of Directors in its Meeting held on 28-05-2024, approved the reconstitution of the Risk Management Committee w.e.f 30-06-2024. As a result, Ms. Leena Pribhdas Gidwani continues to serve as the Member of the Committee w.e.f. 30-06-2024.
Textual Information(4)	1. Mr. Shiraz Khanna is the CFO of the Company, The Board of Director in its meeting held on 28-05-2024, approved his continuation as the Member of Risk Management Committee w.e.f. 30-06-2024.

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	06969243	Leena Pribhdas Gidwani	Non-Executive - Independent Director	Chairperson	30-06-2024		Textual Information(1)
2	02216037	Anant Nahata	Executive Director	Member	30-06-2024		Textual Information(2)
3	05297981	Karen Wilson Kumar	Non-Executive - Independent Director	Member	30-06-2024		Textual Information(3)
4	10244171	Vivekanand Kumar	Executive Director	Member	15-09-2023	30-06-2024	Textual Information(4)

Sr Text Block	
Textual Information(1)	1. The Board of Directors in its Meeting held on 28-05-2024, approved the reconstitution of the Corporate Social Responsibility Committee w.e.f 30-06-2024. As a result, Ms.Leena Pribhdas Gidwani continues to serve as the Chairperson of the Committee w.e.f 30-06-2024.
Textual Information(2)	1. The Board of Directors in its Meeting held on 28-05-2024, approved the reconstitution of the Corporate Social Responsibility Committee w.e.f 30-06-2024. As a result, Mr. Anant Nahata continues to serve as the Member of the Committee w.e.f 30-06-2024.
Textual Information(3)	1. The Board of Directors in its meeting held on 28-05-2024, approved the reconstitution of the Corporate Social Responsibility Committee with effect from 30-06-2024. As a result, the Board of Directors appointed Ms. Karen Wilson Kumar as the Member of the Corporate Social Responsibility Committee with effect from 30-06-2024.
Textual Information(4)	1. The Board of Directors in its meeting held on 28-05-2024, approved the reconstitution of the Corporate Social Responsibility Committee with effect from 30-06-2024. As a result, Mr. Vivekanand Kumar ceased to be Member of the Corporate Social Responsibility Committee with effect from 30-06-2024.

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	20-02-2024				Yes	6	6	3
2	21-03-2024		29		Yes	6	6	3
3		28-05-2024	67		Yes	8	8	5

## 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	20-02-2024				Yes	3	3	2	0
2	Audit Committee	21-03-2024	29			Yes	3	3	2	0
3	Audit Committee	28-05-2024	67			Yes	3	3	2	0
4	Nomination and remuneration committee	20-02-2024				Yes	3	3	2	0
5	Nomination and remuneration committee	28-05-2024	97			Yes	3	3	2	0
6	Risk Management Committee	28-05-2024				Yes	3	3	1	1

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	Mrs Sangeeta Karnatak
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	Mrs. Sangeeta Karnatak
Designation of person	Company Secretary and Compliance Officer
Place	Gurugram
Date	19-07-2024