

WELSPUN SPECIALTY SOLUTIONS LIMITED

(Formerly known as RMG Alloy Steel Limited)



40TH
ANNUAL
REPORT
2021-22



WELSPUN SPECIALTY SOLUTIONS
Alloy & Stainless | Bars & Tubes

(Formerly known as RMG Alloy Steel Limited)

CIN: L27100GJ1980PLC020358

COMPANY INFORMATION

Board Of Directors:

Mr. Balkrishan Goenka	- Chairman
Ms. Amita Misra	- Independent Director
Mr. Atul Desai	- Independent Director
Mr. K.H. Viswanathan	- Independent Director
Mr. Myneni Narayana Rao	- Independent Director
Mr. Prakash Tatia	- Director
Mr. Vipul Mathur	- Director
Mr. Anuj Burakia	- CEO & Whole Time Director

Key Managerial Personnel:

Mr. Anuj Burakia	- CEO & Whole Time Director
Mr. Narendra Kumar Bhandari	- Chief Financial Officer
Ms. Rashmi Mamtura	- Company Secretary & Compliance Officer

Auditors:

Pathak H.D. & Associates LLP.

Bankers:

Indusind Bank Ltd.
Union Bank of India
Yes Bank Ltd.

Registered Office And Factory:

Plot No. 1, G.I.D.C Industrial Estate, Valia Road, Jhagadia,
Dist. Bharuch, Gujarat - 393 110

Corporate Office:

5th Floor, Welspun House, Kamala City, Senapati Bapat Marg,
Lower Parel, Mumbai - 400 013

Tel: 022-66136000/24908000, Fax: 022-24908020

E-mail: companysecretary_wssl@welspun.com

Website: www.welspunspecialty.com

Listing Of Shares:

BSE Ltd. Mumbai
Phiroze Jeejeebhoy Tower, Dalal Street,
Mumbai - 400 001

R&T Agent:

Bigshare Services Pvt. Ltd.

(Unit: Welspun Specialty Solutions Limited)
Office No S6-2, 6th Floor,
Pinnacle Business Park, Next to Ahura Centre,
Mahakali Caves Road, Andheri (East),
Mumbai - 400 093

Email: vinod.y@bigshareonline.com

Tel: 91-22-6263 8200

Fax: 91-22-6263 8261

COMMITTEES OF THE BOARD

Audit Committee:

Mr. K.H. Viswanathan (Chairman- Independent)
Ms. Amita Misra (Member – Independent)
Mr. M. Narayana Rao (Member – Independent)

Risk Management Committee:

Mr. K.H. Viswanathan (Chairman- Independent)
Ms. Amita Misra (Member – Independent)
Mr. M. Narayana Rao (Member – Independent)
Mr. Anuj Burakia (Member – CEO & WTD)
Mr. Narendra Kumar Bhandari (Member – CFO)
Mr. Vipul Mathur
(Member – non-independent, non-executive)

Nomination and Remuneration Committee:

Mr. K.H. Viswanathan (Chairman- Independent)
Ms. Amita Misra (Member – Independent)
Mr. M. Narayana Rao (Member – Independent)

Stakeholders' Relationship Committee:

Mr. K.H. Viswanathan (Chairman- Independent)
Ms. Amita Misra (Member – Independent)
Mr. Anuj Burakia (Member – CEO & WTD)
Mr. Vipul Mathur
(Member – non-independent, non-executive)



WELSPUN SPECIALTY SOLUTIONS LIMITED

(Formerly known as RMG Alloy Steel Limited)

CIN : L27100GJ1980PLC020358

Registered Office : Plot No.1, GIDC Industrial Estate, Valia Road, Jhagadia, Dist. Bharuch, Gujarat- 93110

Corporate Office : 5th Floor, Welspun House, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel (West), Mumbai – 400013.

Email : companysecretary_wssl@welspun.com Website: www.welspunspecialty.com

Tel: +91 -22-66136000 Fax: +91-22-2490 8020

NOTICE

To,
The Members,

NOTICE is hereby given that 40th Annual General Meeting of **Welspun Specialty Solutions Limited** (Formerly known as RMG Alloy Steel Limited) will be held via Video Conference or Other Audio-Visual Means on Wednesday, June 29, 2022, at 11.30 am to transact the following businesses:

ORDINARY BUSINESS

1. To consider and adopt the Audited Financial Statements for the financial year ended 31st March, 2022 and the reports of the Board of Directors and the Auditors thereon.
2. To appoint a director in place of Mr. Anuj Burakia (DIN: 02840211), who retires by rotation, and being eligible, offers himself for re-appointment.
3. To consider and, if thought fit, to pass the following resolution as an **ordinary resolution**.

“RESOLVED THAT subject to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013, read with Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and based on the recommendation of the Audit Committee, M/s. Price Waterhouse Chartered Accountants LLP, Chartered Accountants (having Firm Registration Number 012754N/N500016), be and are hereby appointed as the Auditors of the Company in place of the retiring Auditors, M/s. Pathak H.D. & Associates LLP, Chartered Accountants (having Firm Registration Number 107783W /W100593), to hold office from the conclusion of this i.e. 40th Annual General Meeting until the conclusion of 45th Annual General Meeting of the Company, at a remuneration to be determined by the Board of Directors of the Company in addition to the out-of pocket expenses as may be incurred by them during the course of the audit.”

SPECIAL BUSINESS

4. To consider and, if thought fit, to pass the following resolution as an **ordinary resolution**:

“RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit) Rules, 2014, (including any statutory modification or re-enactment thereof for the time being in force), the total remuneration of Rs.40,000/- approved by the Board of Directors of the Company based on the recommendation of the Audit Committee to M/s. Kiran J. Mehta & Co. Cost Accountants (Firm Registration No. 000025), appointed as the Cost Auditors of the Company for the financial year ending March 31, 2023 and the other duties in accordance with the applicable legal provisions, be and is hereby ratified.”

5. To consider and, if thought fit, to pass the following resolution as a **special resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 161 and other applicable provisions, if any of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (“Rules”) read with Schedule IV of the Act and other applicable rules made pursuant to the Act (including any statutory modification(s) or re-enactment thereof for the time being in force) and any other law for the time being in force, if applicable, Ms. Amita Misra (holding DIN: 07942122), who was appointed as an additional director (independent) with effect from April 27, 2022 by the Board of Directors of the Company as recommended by the Nomination & Remuneration Committee and who holds office as such upto the date of this Annual General Meeting and who has submitted a declaration that she meets the criteria for independence as prescribed under Section 149 of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company to hold office for a term of four years upto April 26, 2026 and whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT approval of the Members be and is hereby accorded to the Board of the Company (hereinafter referred to as “the Board”, which term shall be deemed to include any Committee thereof, which may exercise its powers, including the powers, conferred by this resolution) to do all such acts, deeds, matters and things and to take all such steps as may be required to give effect to this resolution and to settle any questions, difficulties or doubts that may arise in this regard.”

6. To consider and, if thought fit, to pass the following resolution as a **special resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 161 and other applicable provisions, if any of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (“Rules”) read with Schedule IV of the Act and other applicable rules made pursuant to the Act (including any statutory modification(s) or re-enactment thereof for the time being in force) and any other law for the time being in force, if applicable, Mr. K.H. Viswanathan (holding DIN: 00391263), who was appointed as an additional director (independent) with effect from April 27, 2022 by the Board of Directors of the Company as recommended by the Nomination & Remuneration Committee and who holds office as such upto the date of this Annual General Meeting and who has submitted a declaration that he meets the criteria for independence as prescribed under Section 149 of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company to hold office for a term of four years upto April 26, 2026 and whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT approval of the Members be and is hereby accorded to the Board of the Company (hereinafter referred to as “the Board”, which term shall be deemed to include any Committee thereof, which may exercise its powers, including the powers, conferred by this resolution) to do all such acts, deeds, matters and things and to take all such steps as may be required to give effect to this resolution and to settle any questions, difficulties or doubts that may arise in this regard.”

7. To consider and, if thought fit, to pass the following resolution as an **ordinary resolution**:

“RESOLVED THAT pursuant to Section 160 of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (“Rules”) and other applicable rules made pursuant to the Act (including any statutory modification(s) or re-enactment thereof for the time being in force) and any other law for the time being in force, if applicable, Mr. Vipul Mathur (holding DIN: 007990476), who was appointed by the Board of Directors as an additional director of the Company with effect from April 27, 2022, and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161 (1) of the Companies Act, 2013 (“the Act”), and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act proposing his candidature for the office of director of the Company, be and is hereby appointed a director of the Company whose office shall be liable to retirement by rotation.

RESOLVED FURTHER THAT approval of the Members be and is hereby accorded to the Board of the Company (hereinafter referred to as “the Board”, which term shall be deemed to include any Committee thereof, which may exercise its powers, including the powers, conferred by this resolution) to do all such acts, deeds, matters and things and to take all such steps as may be required to give effect to this resolution and to settle any questions, difficulties or doubts that may arise in this regard.”

8. To consider and, if thought fit, to pass the following resolution as an **special resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 14 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the approval of the Members be and is hereby granted for adoption of new set of Articles of Association after following changes:

- a) deletion of Article 4A, 6A, 6B, 56A, 112A, 136A, 142(A), 142(B), 156(A), 156(B), 157, 175A and 183A.
- b) deletion of the words and symbols ““ASP” means Rajendra Mechanical Industries Limited and Doshi Group NRI.” and words and symbols ““Corporation” means Gujarat Industrial Investment Corporation Limited (GIIC) and its nominees, assigns and successors.” from the Articles 2;
- c) substitute the words “Seal of the Company, which shall be affixed in the presence of two Directors” with the words “under the signature of one Director” in the Article 19(a);
- d) addition of the words and symbols “, as specified in the Companies Act, 2013” after the words “candidate for that office” in the Article 133(1);
- e) deletion of the words “Provided always that the committee so appointed shall include at least one Corporation Director” from the Article 147;
- f) deletion of the words “Provided that a Selection Committee including therein at least one Corporation Director for recruitment of all categories of employees shall be constituted. Provided further that any appointment with a minimum remuneration of Rs. 6,000/- per month shall be by a resolution passed by the Board of Directors.” From the Article 152(16); and
- g) addition of the words and symbols “, if any” after the words “under the Seal of the company” in the Article 152(20).

RESOLVED FURTHER THAT approval of the Members be and is hereby accorded to the Board of the Company (hereinafter referred to as “the Board”, which term shall be deemed to include any Committee thereof, which may exercise its powers, including the powers, conferred by this resolution) to do all such acts, deeds, matters and things and to take all such steps as may be required to give effect to this resolution and to settle any questions, difficulties or doubts that may arise in this regard.”

9. To consider and, if thought fit, to pass the following resolution as an **ordinary resolution**:

"RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 (“the Act”) and Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any amendment, modification, variation or re-enactment to any of the foregoing), and subject to such other approvals, consents, permissions and sanctions of other authorities as may be necessary, and also pursuant to the recommendation by the Audit Committee and the Board of Directors, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall be deemed to include any Committee thereof, which may exercise its powers, including the powers, conferred by this resolution), to ratify/approve the transactions (including any

modifications, alterations or amendments thereto) entered into/ to be entered into by the Company in the ordinary course of business and on an arm's length basis with related Party/ies within the meaning of the Act and Listing Regulations, as per below framework:

Sr. No.	Particulars	Framework for terms of contract
1.	Name of the Related Party	Welspun Corp Limited, a company incorporated under the Companies Act, 1956 and having its registered office at Welspun City, Village Versamedi, Taluka Anjar, Dist. Kutch, Gujarat – 370110 ("WCL")
2.	Name of the Director or Key Managerial Personnel who is/may be related	Mr. Balkrishan Goenka – Chairman (Non-Executive) Mr. Vipul Mathur- Director of the Company and MD & CEO of WCL Ms. Amita Misra and Mr. K.H. Viswanathan (common Independent Directors)
3.	Nature of Relationship	WCL is the holding company of the Company holding 50.03% equity shares in the Company.
4.	Nature and particulars of the contract / arrangement	Availing of Loan /Inter Corporate Deposit (ICD)
5.	Material terms of the contract / arrangement	In line with prevailing market comparable rates on arm's length basis as may be mutually agreed.
6.	Monetary value of the contract / arrangement	Such amount as may be agreed between the Company and WCL. Provided however that the loan/ ICD amount shall not exceed Rs.200 Crore at any given point in time.
7.	Duration of the transaction	The tenor of loan will be for 36 months. The loan can be pre-paid or extended as per mutual agreement.
8.	The indicative base price or current contracted price and the formula for variation in the price, if any	The rate of interest as may be mutually agreed in line with prevailing comparable market rates on arm's length basis
9.	Any other information relevant or important for the members to take a decision on the proposed resolution	None

RESOLVED FURTHER THAT approval of the Members be and is hereby accorded to the Board of the Company (hereinafter referred to as "the Board", which term shall be deemed to include any Committee thereof, which may exercise its powers, including the powers, conferred by this resolution) to do all such acts, deeds, matters and things and to take all such steps as may be required to give effect to this resolution and to settle any questions, difficulties or doubts that may arise in this regard."

Place: Mumbai
Date: May 23, 2022

By Order of the Board

Sd/-
Rashmi Mamtura
Company Secretary
FCS- 8658

EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 102 OF THE COMPANIES ACT, 2013 AND THE INFORMATION AS REQUIRED PURSUANT TO SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATION, 2015

RESOLUTION NO. 2

Disclosures pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Mr. Anuj Burakia is a qualified Chartered Accountant having experience of about 20 years in steel industry. Mr. Burakia is aged 43 years and have remained involved since the year 2002 with various businesses of Welspun group from time to time. Since 2008, he has been heading steel business of the group namely Welspun Steel Limited and later the Company as the whole time director. He possesses very strong business acumen and exercises effective controls over end to end aspects of strategy, manufacturing, supply chain, marketing etc.

Mr. Burakia is not related to any other director of the Company.

Names of the listed entities in which the person also holds the directorship and the membership of Committees of the board:

Company Name	Committee Type	Chairmanship / Membership
Welspun Specialty Solutions Limited* (Formerly known as RMG Alloy Steel Ltd)	Stakeholders Relationship Committee	Member
	Risk Management Committee	Member

* Shareholding of Mr. Anuj Burakia as on March 31, 2022: 10,35,000 Equity Shares.

Except Mr. Anuj Burakia, none of the Directors and Key Managerial Personnel or their relatives are in any way concerned or interested, financially or otherwise, in the proposed Resolution.

In terms of Regulation 17 of the SEBI (LODR) Regulations, 2015, the Board recommends passing of the ordinary resolution at Resolution No. 2 of the accompanying Notice for approval by the Members of the Company.

RESOLUTION NO. 3

M/s. Pathak H.D. & Associates LLP, Chartered Accountants (Firm Registration No. 107783W /W100593) have been the auditors of the Company from the conclusion of 35th Annual General Meeting till the conclusion of 40th Annual General Meeting.

Pursuant to the recommendation of the Audit Committee, the Board of Directors of the Company proposes to appoint M/s. Price Waterhouse Chartered Accountants LLP, Chartered Accountants (having Firm Registration Number 012754N/N500016) as the Auditors of the Company for the first term of five consecutive years and to hold office as such from the conclusion of this AGM until the conclusion of the 45th AGM of the Company. M/s. Price Waterhouse Chartered Accountants LLP, Chartered Accountants have consented to the said appointment and issued a certificate to the effect that the appointment, if made, shall be in accordance with the conditions as prescribed in Section 139 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014.

Credential of the auditors as required under Reg. 36(5) of the SEBI (LODR), 2015:

M/s. Price Waterhouse Chartered Accountants LLP (Firm Registration No. 012754N/N500016) (the 'Firm') is a separate, distinct and independent member firm of the PW India Network of Firms which includes similarly situated independent Firms, each of which are registered with the Institute of Chartered Accountants of India. PW India Network of Firms cumulatively are more than 100 years old in India and

have offices in 14 cities in India - Mumbai, Ahmedabad, Bengaluru, Bhopal, Bhubaneswar, Chennai, Dehradun, Delhi NCR, Hyderabad, Jaipur, Kolkata, Patna, Pune, Raipur. The registered office of the Firm is at New Delhi.

There are 190+ partners and EDs working the PW Network Firm across India.

The Firm has a valid Peer Review certificate and has been subject to inspection by the Quality Review Board, as per the provisions of the Chartered Accountants Act, 1949.

The Firm serves some of the large clients, which includes listed entities, unlisted entities and Private Limited entities.

The Firm complies with the relevant requirements of quality control as per International Standard on Quality Control 1, Quality Control for Firms that Perform Audits and Reviews of Financial Statements, and Other Assurance and Related Services Engagements; and Indian SQC 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and other Assurance and Related Services Engagements.

They have also confirmed that they meet the criteria for independence, eligibility and qualification as prescribed in Section 141 of the Companies Act, 2013 and do not have any pecuniary interest in the Company or its subsidiary and associate companies, except being statutory auditors, tax auditors in Welspun Corp Limited (the holding Company), Welspun Wasco Coatings Private Limited, Welspun Tradings Limited, Welspun Metalics Limited, Welspun DI Pipes Limited, Anjar TMT Steel Private Limited, and Mahatva Plastic Products and Building Materials Private Limited (Co-Subsidiaries of the Company).

In terms of Regulation 17 of the SEBI (LODR) Regulations, 2015, the Board recommends passing of the ordinary resolution at Resolution No. 3 of the accompanying Notice for approval by the Members of the Company.

None of the Directors or Key Managerial Personnel of the Company or their relatives are in any way concerned or interested, financially or otherwise, in the said resolution.

RESOLUTION NO. 4

As provided under the provisions of Section 148 of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, the Board, at the recommendation of the Audit Committee, had appointed M/s. Kiran J. Mehta & Co., Cost Accountants as the Cost Auditors to conduct the audit of cost records of the Company for the Financial Year ending March 31, 2023 and also to perform other duties under the applicable provisions of the law, on the total remuneration of Rs.40,000/- , subject to ratification by the Members in general meeting.

None of the Directors, Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in this resolution.

In terms of Regulation 17 of the SEBI (LODR) Regulations, 2015, the Board recommends passing of the ordinary resolution at Resolution No. 4 of the accompanying Notice for approval by the Members of the Company.

RESOLUTION NO. 5

Ms. Amita Misra was appointed as an additional director (independent) on April 27, 2022 by the Board of Directors of the Company.

Profile of Ms. Amita Misra, aged 66 years

Education:

Post graduate in Economics – Jaipur University.

Certification from Harvard Business School (Boston), the National Defense College (New Delhi), the Indian Institute of Chartered Accountants (New Delhi) and the Indian School of Public Administration (New Delhi).

Key Expertise: Finance, Oversight, Procurement, Governance, Technical Cooperation, Framing Policy, Advocacy, Resource Mobilization etc.

The Board is of the view that Ms. Misra possess skills and capabilities required for the role.

Key Experience (over 40 years) –

Experience in various government, international organizations like – Additional Secretary Level in Government Comptroller and Auditor General, Director Department of Financial Services of United Nations Industrial Development Organization (“UNIDO”) during 2004-2010 and Director of Regional Programmes of UNIDO, etc. She last served as Director of the Department of Regional Bureau and Field Operations from 2010 until 2017.

She has been a member of the Committees on Standards at UN, Chair and Member of various governance, HR, Procurement and technical project approved committees.

She has written a Thesis for National Defense College, New Delhi.

Names of entities in which Ms. Misra holds the directorship and the membership of Committees of the board (along with listed entities from which she has resigned in the past three years)

Sr. No.	Name of the Company	Listed / Unlisted	Date of Appointment	Name of Committee	Member / Chairman	Date of Cessation
1.	Dalmia Bharat Sugar Industries Limited	Listed	29.08.2019	Audit Committee	Chairperson	-
				Finance Committee	Chairperson	
				CSR Committee	Chairperson	
				Nomination and Remuneration Committee	Chairperson	
2.	Welspun Corp Limited	Listed	07.08.2019	Audit Committee	Member	-
				Risk Management Committee	Chairperson	
3.	Welspun Tradings Limited	Unlisted	22.12.2020	CSR Committee	Member	14.05.2022
4.	Welspun Specialty Solutions Limited (Formerly known as RMG Alloy Steel Ltd)	Listed	27.04.2022	Audit Committee	Member	-
				Nomination and Remuneration Committee	Member	
				Risk Management Committee	Member	
				Stakeholders' Relationship Committee	Member	

Ms. Misra is not related to any of the directors of the Company and she holds NIL shares in the Company.

In terms of Section 149, 150, 152, 161 and other applicable provisions of the Companies Act, 2013 ("the Act"), Ms. Misra, being eligible, is proposed to be confirmed as an independent director for a period of four years upto April 26, 2026.

In the opinion of the Board, she fulfills the criteria specified in the Act and Rules made thereunder and SEBI (LODR) Regulations, 2015 for her appointment as an independent director of the Company and that she is independent of the management. Ms. Misra is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013 or debarred from holding the office of director by virtue of SEBI order or any other authority. A copy of the letter of appointment of Ms. Misra as an independent director setting out the terms and conditions is available for inspection without any fee by the Members at the Registered Office of the Company during normal business hours on any working day, excluding Saturday.

The Board considers that her association would benefit the Company and it is therefore desirable to avail services of Ms. Misra as an independent director.

Except Ms. Misra, none of the Directors and Key Managerial Personnel or their relatives are in any way concerned or interested, financially or otherwise, in the proposed Resolution.

In terms of Regulation 17 of the SEBI (LODR) Regulations, 2015, the Board recommends passing of the special resolution at Sr. No. 5 of the accompanying Notice for approval by the Members of the Company.

RESOLUTION NO. 6

Mr. K.H. Viswanathan was appointed as an additional director (independent) on April 27, 2022 by the Board of Directors of the Company.

Profile of CMA Viswanathan Hariharan Kollengode

Corporate Advisor (Age: 60 years)

Education:

Bachelor Degree of Commerce (B.Com) – Mumbai University

Associate Cost & Management Accountant (ACMA)- The Institute of Cost Accountants of India

Total Post Qualification Experience: 36+ Years

Key Expertise: Risk Advisory - Internal / Management / Forensic Audits & Tax Advisory and Corporate Structuring, M & A - Due Diligence (Accounting & Tax), Corporate Governance & Legal Compliances.

The Board is of the view that Mr. Viswanathan possess skills and capabilities required for the role.

Key Experience (over 40 years) –

- **As Corporate Adviser** – Has been advising some large and medium Companies (both Listed and Unlisted in Manufacturing, Global Trading, Information Technology and Services) in areas such as
 - IA strategy, ERM/IFC, Digital/IT Audit strategies & approach, SOP etc.
 - M & A / Business – Corporate Restructuring – Due diligence, Structuring and related tax and legal advisory.
 - Corporate Governance practices (SEBI / MCA guidelines) – Process structuring, effectiveness improvement & compliance in related areas
 - Management effectiveness review in select areas – benchmarking / suggestions for improvements
 - Board evaluation policies and practices,