

<b>General information about company</b>	
Scrip code	532616
NSE Symbol	XCHANGING
MSEI Symbol	NOTLISTED
ISIN	INE692G01013
Name of the entity	XCHANGING SOLUTIONS LIMITED
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Quarterly
Date of Report	31-12-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 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	Nachiket Vibhakar Sukhtankar	AAGPS8941J	08778377	Executive Director	Chairperson	CEO-MD	26-06-1968
2	Mr	Shrenik Kumar Champalal	ABHPS5955Q	08099410	Executive Director	Not Applicable		01-02-1976
3	Mr	Henry D Souza	AAVPD9726B	00276157	Non-Executive - Independent Director	Not Applicable		26-04-1964
4	Mrs	Nonavinakeri Srinivasaiyengar Rama	ABFPR4806B	06720033	Non-Executive - Independent Director	Not Applicable		22-06-1949
5	Mrs	Gidugu Kalpana Tatavarti	ACXPT4118R	06644105	Non-Executive - Non Independent Director	Not Applicable		30-07-1966
6	Mr	Pankaj Vaish	AABPV3825F	00367424	Non-Executive - Independent Director	Not Applicable		09-02-1962

<b>I. Composition of Board of Directors</b>					
<b>Disqualification of Directors under section 164 of the Companies Act, 2013</b>					
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)	Notes for not providing PAN	Notes for not providing DIN
1	NA		13-08-2021	27-09-2021			1	0	0	0		
2	NA		31-03-2018	31-03-2021			1	0	2	0		
3	NA		29-02-2012	25-05-2020		142	1	1	2	1		
4	NA		01-04-2019	13-08-2019		57	2	2	4	2		
5	NA		27-03-2018	26-09-2018			1	0	1	0		
6	NA		04-05-2022	03-08-2022		19.28	4	4	6	0		

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	06720033	Nonavinakeri Srinivasaiyengar Rama	Non-Executive - Independent Director	Chairperson	01-04-2019		
2	00276157	Henry D Souza	Non-Executive - Independent Director	Member	29-02-2012		
3	08099410	Shrenik Kumar Champalal	Executive Director	Member	31-03-2018		
4	00367424	Pankaj Vaish	Non-Executive - Independent Director	Member	04-05-2022		

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	00367424	Pankaj Vaish	Non-Executive - Independent Director	Chairperson	04-05-2022		
2	00276157	Henry D Souza	Non-Executive - Independent Director	Member	07-11-2014		
3	06720033	Nonavinakeri Srinivasaiyengar Rama	Non-Executive - Independent Director	Member	01-04-2019		
4	06644105	Gidugu Kalpana Tatavarti	Non-Executive - Non Independent Director	Member	27-03-2018		

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	00276157	Henry D Souza	Non-Executive - Independent Director	Chairperson	07-11-2014		
2	06720033	Nonavinakeri Srinivasaiyengar Rama	Non-Executive - Independent Director	Member	01-04-2019		
3	06644105	Gidugu Kalpana Tatavarti	Non-Executive - Non Independent Director	Member	27-03-2018		
4	08099410	Shrenik Kumar Champalal	Executive Director	Member	31-03-2018		
5	00367424	Pankaj Vaish	Non-Executive - Independent Director	Member	04-05-2022		

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	08099410	Shrenik Kumar Champalal	Executive Director	Chairperson	31-05-2021		
2	06720033	Nonavinakeri Srinivasaiyengar Rama	Non-Executive - Independent Director	Member	31-05-2021		
3	08778377	Nachiket Vibhakar Sukhtankar	Executive Director	Member	13-08-2021		



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	00276157	Henry D Souza	Non-Executive - Independent Director	Chairperson	07-11-2014		
2	06720033	Nonavinakeri Srinivasaiyengar Rama	Non-Executive - Independent Director	Member	01-04-2019		
3	06644105	Gidugu Kalpana Tatavarti	Non-Executive - Non Independent Director	Member	27-03-2018		
4	08099410	Shrenik Kumar Champalal	Executive Director	Member	31-03-2018		
5	00367424	Pankaj Vaish	Non-Executive - Independent Director	Member	04-05-2022		

<b>Other Committee</b>						
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	10-07-2023				Yes	6	6	3
2	03-08-2023				Yes	6	6	3
3		02-11-2023			Yes	6	6	3
4		14-11-2023			Yes	6	6	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	10-07-2023				Yes	4	4	3	0
2	Audit Committee	03-08-2023	23			Yes	4	4	3	0
3	Audit Committee	02-11-2023	90			Yes	4	4	3	0
4	Audit Committee	14-11-2023				Yes	4	4	3	0
5	Stakeholders Relationship Committee	03-08-2023				Yes	5	5	3	0
6	Stakeholders Relationship Committee	02-11-2023				Yes	5	5	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	Risk Management Committee	04-08-2023				Yes	3	3	1	0

<b>Annexure 1</b>			
<b>V. Related Party Transactions</b>			
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	

<b>Annexure 1</b>		
<b>VI. Affirmations</b>		
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

<b>Annexure 1</b>		
Sr	Subject	Compliance status
1	Name of signatory	MAYANK JAIN
2	Designation	Company Secretary and Compliance Officer



<b>Details of Cyber security incidence</b>	
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

<b>Signatory Details</b>	
Name of signatory	Mayank Jain
Designation of person	Company Secretary and Compliance Officer
Place	Delhi
Date	19-01-2024

