

July 12, 2019

BSE Limited Department of Corporate Services Listing Department P J Towers Dalal Street Mumbai – 400001 <i>Scrip Code: 542367</i>	National Stock Exchange of India Limited Listing Department Exchange Plaza Plot no. C/1, G Block Bandra-Kurla Complex, Bandra (E) Mumbai – 400051 <i>Scrip Symbol: XELPMOC</i>
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Dear Sir/Madam,

Sub: Submission of Compliance Report on Corporate Governance.

Pursuant to Regulation 27 (2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the Compliance Report on Corporate Governance for the quarter ended on June 30, 2019.

Please take the same on record.

Thanking You,

Yours faithfully,

For Xelpmoc Design And Tech Limited



Vaishali Kondbhar
Company Secretary



Encl.: as above

XELPMOC DESIGN AND TECH LIMITED

Regd & Corp Address: #17, 4th Floor, Agies Building, 1st A Cross, 5th Block, Koramangala, Bengaluru – 560034

Phone number: 080 4370 8360 | Website: www.xelpmoc.in | Email: info@xelpmoc.in

CIN NO: U72200KA2015PLC082873 | GST NO: 29AAACX1880G1Z5

CORPORATE GOVERNANCE REPORT

(Pursuant to Regulation 27 (2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015)

1. Name of the Listed Entity : Xelpmoc Design And Tech Limited
 2. Quarter Ended : June 30, 2019

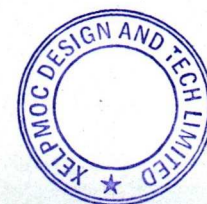
I. Composition of Board of Directors

Title (Mr. / Ms)	Name of the Director	PAN & DIN	Category * (Chairperson / Executive / Non Executive / Independent / Nominee)	Date of appointment in the current term / cessation	Tenure	No of Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit / Stakeholder Committee held in listed entities including this listed entity
Mr.	Tushar Trivedi	AAGPT2627Q & 08164751	Chairman and Independent Director	02-07-2018	5 Years	1	1	1
Mr.	Sandipan Chattopadhyay	ACKPC7850L & 00794717	Managing Director and Chief Executive Officer	02-07-2018	NA	1	0	0
Mr.	Srinivas Koora	AQOPS6687D & 07227584	Whole-Time Director and Chief Financial Officer	02-07-2018	NA	1	2	0
Mr.	<u>Jaison Jose</u>	ADGPJ2574D & 07719333	Whole-Time Director	02-07-2018	NA	<u>1</u>	<u>1</u>	<u>0</u>

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Title (Mr. / Ms)	Name of the Director	PAN & DIN	Category * (Chairperson / Executive / Non Executive / Independent / Nominee)	Date of appointment in the current term / cessation	Tenure	No of Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit / Stakeholder Committee held in listed entities including this listed entity
Mr.	<u>Vishal Chaddha</u>	AAFPC2465C & 05321782	Whole-Time Director	02-07-2018	NA	1	0	0
Ms.	<u>Bhavna Chattopadhyay</u>	ASOPS7294Q & 08164750	Non-executive Director	02-07-2018	NA	1	0	0
Mr.	<u>Premal Mehta</u>	AAVPM4861C & 00090389	Independent Director	02-07-2018	5 Years	1	0	0
Ms.	<u>Pratiksha Pingle</u>	ADRPJ0966E & 06878382	Independent Director	02-07-2018	5 Years	1	0	1

\$PAN number of any director would not be displayed on the website of Stock Exchange.

&Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen.

* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

II. Composition of Committees

Name of the Committee	Name of the Committee Members	Category (Chairperson / Executive / Non Executive / Independent / Nominee)
1. Audit Committee	Mrs. Pratiksha Pingle Mr. Tushar Trivedi Mr. Srinivas Koora	Chairperson – Independent – Non Executive Member – Independent – Non Executive Member – Executive
2. Nomination & Remuneration Committee	Mr. Premal Mehta Mr. Tushar Trivedi Mrs. Pratiksha Pingle	Chairperson – Independent – Non Executive Member – Independent – Non Executive Member – Independent – Non Executive



Name of the Committee	Name of the Committee Members	Category (Chairperson / Executive / Non Executive / Independent / Nominee)
3. Stakeholders' Relationship Committee	Mr. Tushar Trivedi Mr. Srinivas Koora Mr. Jaison Jose	Chairperson – Independent – Non Executive Member – Executive Member – Executive

III. Meeting of the Board of Directors

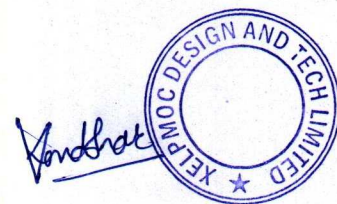
Date(s) of the meeting (if any in the previous quarter)	Date(s) of the meeting (if any in the relevant quarter)	Maximum gap between any two consecutive meetings (in number of days)
16-01-2019		
30-01-2019		13 Days
31-01-2019		0 Days
28-03-2019		55 Days
-	24-05-2019	56 Days

IV. Meeting of Committees

Date(s) of the meeting of the committee in the relevant quarter	Whether requirement of quorum met	Date of the meeting of the Committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
AUDIT COMMITTEE			
24-05-2019	Yes	-	-
NOMINATION AND REMUNERATION COMMITTEE			
24-05-2019	Yes	28-03-2019	56 Days
STAKEHOLDERS' RELATIONSHIP COMMITTEE			
-	-	-	-

V. Related Party Transactions

Subject	Compliance status (Yes / No/ N.A.)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	N.A.



VI. Affirmations

1. The composition of Board of Directors is in terms of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “SEBI Listing Regulations”).
2. The composition of the following committees is in terms of the SEBI Listing Regulations:
 - a. Audit Committee
 - b. Nomination & Remuneration Committee
 - c. Stakeholders Relationship Committee
3. The committee members have been made aware of their powers, role and responsibilities as specified in the SEBI Listing Regulations.
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in the SEBI Listing Regulations.
5. This report will be placed before the ensuing meeting of the Board of Directors of the Company and comments/observations/advice, if any, will be informed to the Exchanges. Further, in respect of the report for the previous quarter was placed before the Board on May 24, 2019. There were no comments observation/advice given by the Board.

For Xelpmoc Design And Tech Limited



Vaishali Kondbhar
Company Secretary



Date: 12/07/2019
Place: Bangalore