Corporate Governance

General information about company						
Scrip Code	543644					
NSE Symbol	INFOBEAN					
MSEI Symbol	NA					
ISIN	INE344S01016					
Name of the entity	InfoBeans Techno. Ltd.					
Date of start of financial year	01-APR-2023					
Date of end of financial year	31-MAR-2024					
Reporting Quarter	Yearly					
Date of Report	31-Mar-2024					
Risk management committee	Not Applicable					

_				
Annex	ure I to be submitted by listed entity on	quarterly basis		
Mr.	AVINASH SETHI	AEXPS7740G	01548292	Executive Director
Mr.	SIDDHARTH SETHI	AVGPS0623L	01548305	Executive Director
Mr.	MITESH BOHRA	AIUPB1580E	01567885	Executive Director
Mr.	SUMER BAHADUR SINGH	AASPS0840A	07514667	Non-Executive - Independent Director
Mrs.	MAYURI MUKHERJEE	ABFPB5071L	10117888	Non-Executive - Independent Director
Mrs.	SHILPA SABOO	EHNPS3410L	06454413	Non-Executive - Independent Director

		a Regular Chairperson	Yes				
S	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remark
1	07514667	SUMER BAHADUR SINGH	Non-Executive - Independent Director	Member	28-Oct-2021		
2	01548292	AVINASH SETHI	Executive Director	Member	11-Feb-2017		
3	06454413	SHILPA SABOO	Non-Executive - Independent Director	Chairperson	28-Apr-2023		
			Nomination and remuner	ration committee			

Audit Committee Details

		a Regular Chairperson	Yes								
Sı	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remark				
1	07514667	SUMER BAHADUR SINGH	Non-Executive - Independent Director	Chairperson	28-Oct-2021						
2	06454413	SHILPA SABOO	Non-Executive - Independent Director	Member	11-Feb-2017						
3	10117888	MAYURI MUKHERJEE	Non-Executive - Independent Director	Member	28-Apr-2023						
	•						,				
			Stakeholders Relations	hip Committee							
			Whether the Stakeholders Rela	ationship Committee has	a Regular Chairperson	Yes					

Sr DIN Number Name of Committee members | Category 1 of directors

SUMER BAHADUR SINGH

Risk Management Committee

Nomination and remuneration committee

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

Number of cyber security incidence or breaches or loss of data event occurred during the quarter

Other details of cyber security incidence or breaches or loss of data event

Sr

Item

Details of business

Terms and conditions of appointment of independent

1 07514667

2	01548292	AVINASH SETHI	Executive Director	Member	11-Feb-2017							
3 06454413 SHILPA SABOO		SHILPA SABOO	Non-Executive - Independent Director	Chairperson	28-Apr-2023							
	Risk Management Committee											
			Whether the Risk Man	agement 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	06454413	SHILPA SABOO	Non-Executive - Independent Director	Chairperson	28-Apr-2023							
2	01548292	AVINASH SETHI	Executive Director	Member	30-Jul-2021							

Non-Executive - Independent Director | Member

| Category 2 of directors | Date of Appointment | Date of Cessation | Remarks

28-Oct-2021

83

true

true

Yes

Yes

Yes

3	07514667	SUMER BAHADUR SINGH	Non-Executive - Independ	lent Director	Member		30-Jul-2021						
1	31-0	Oct-2023				true		6		5		2	
2	24-3	Jan-2024		84		true		6		5		2	
1	Audit Comr	mittee			31-Oct-2023	3			true	3	3	2	4
2	Audit Comr	mittee			24-Jan-2024	ļ	84		true	3	3	2	4
3	Risk Manag	gement Committee							true	3	3	2	2
4	Risk Manag	gement Committee			31-Oct-2023	3	40		true	3	3	2	2

23-Jan-2024

23-Jan-2024

Related Party Transactions			
Subject		Compliance status (Yes/No/NA)	If status is No details of non-compliance may be given here.
Whether prior approval of audit committee ob	tained	Yes	
Whether shareholder approval obtained for ma	aterial RPT	NA	
Whether details of RPT entered into pursuant reviewed by Audit Committee	to omnibus approval have been	Yes	
sclosure of notes on related party transactions			
sclosure of notes of material transaction with ated party			
	Subject Whether prior approval of audit committee ob Whether shareholder approval obtained for material whether details of RPT entered into pursuant reviewed by Audit Committee sclosure of notes on related party transactions sclosure of notes of material transaction with	Subject Whether prior approval of audit committee obtained Whether shareholder approval obtained for material RPT Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee sclosure of notes on related party transactions sclosure of notes of material transaction with	Subject Compliance status (Yes/No/NA) Whether prior approval of audit committee obtained Whether shareholder approval obtained for material RPT NA Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee sclosure of notes on related party transactions sclosure of notes of material transaction with

Details of Cyber security incidence

No

Annexure 1

Date of the event Brief details of the event Annexure 1 VI. Affirmations Compliance status (Yes/No) Sr Subject Yes 1 The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015

The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee

The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee

The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee

Sr 1 2	Subject Name of signatory Designation	Annexure 1 Compliance status SURBHI JAIN Company Secretary and Compliance Officer Annexure II						
1	Name of signatory	Compliance status SURBHI JAIN						
1	Name of signatory	Compliance status SURBHI JAIN						
Sr		Compliance status						
Sr	Subject							
		Annexure 1						
	Board of Directors may be mentioned here:							
	Any comments/observations/advice of	· · · · · · · · · · · · · · · · · · ·						
8	This report and/or the report submitted in the	previous quarter has been placed before Board of Directors.	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							
6	The committee members have been made aw disclosure requirements) Regulations, 2015.	vare of their powers, role and responsibilities as specified in SEBI (Listing obligations and	Yes					
G	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)							
5			Yes					

Compliance status (Yes/No/NA)

Yes

Yes

If status is No details of non-compliance may be given here.

Web address

https://www.infobeans.com/

https://www.infobeans.com/wp-content/uploads/2015/12/Terms-Conditions-of-Independent-Directors-2.pdf

				1		
3	Composition of various committees of board of directors	Yes		https://www.infobeans	.com/investors/	
4	Code of conduct of board of directors and senior management personnel	Yes		https://www.infobeans content/uploads/2023/0	.com/wp- 06/CODE-OF-CONDUCT.pdf	
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://www.infobeans content/uploads/2015/2	.com/wp- 12/Whistle-Blower-Policy.pdf	
6	Criteria of making payments to non-executive directors	Yes		https://www.infobeans content/uploads/2021/0 IDs.pdf	.com/wp- 04/Criteria-for-making-payment-to-	
7	Policy on dealing with related party transactions	Yes		https://www.infobeans.com/wp-content/uploads/2015/12/Draft-Related-Party-Transac1-7-1.pdf		
8	Policy for determining 'material' subsidiaries	Yes		https://www.infobeans content/uploads/2015/2	.com/wp- 12/Policy-on-Material-Subsidiary.pdf	
9	Details of familiarization programmes imparted to independent directors	Yes		https://www.infobeans.com/wp-content/uploads/2015/12/Familiarization-Programme-of-Independent-Director.pdf		
10	Email address for grievance redressal and other relevant details	Yes		https://www.infobeans	.com/investors/	
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://www.infobeans	.com/investors/	
12	Financial results	Yes		https://www.infobeans	.com/investors/	
13	Shareholding pattern	Yes		https://www.infobeans content/uploads/2024/0		
14	Details of agreements entered into with the media companies and/or their associates	NA				
15.1	Schedule of analyst or institutional investor meet and presentations madeby the listed entity to analysts or institutional investors simultaneously withsubmission to stock exchange	Yes		https://www.infobeans	.com/investors/	
15.2	Audio or video recordings and transcripts of post earnings/quarterly calls	Yes		https://www.infobeans.com/investors/		
16	New name and the old name of the listed entity	NA				
17	Advertisements as per regulation 47 (1)	Yes		https://www.infobeans.com/investors/		
18	Credit rating or revision in credit rating obtained	Yes		https://www.infobeans.com/investors/		
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		https://www.infobeans.com/investors/ https://www.infobeans.com/investors/		
20	Secretarial Compliance Report	Yes		https://www.infobeans.com/wp-		
21	Materiality Policy as per Regulation 30(4)	Yes		content/uploads/2023/09/Policy-for-Determining- Materiality-of-events.pdf		
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes		https://www.infobeans.com/investors/		
23	Disclosures under regulation 30(8)	Yes		https://www.infobeans	.com/investors/	
24	Statements of deviation(s) or variations(s) as specified in regulation 32	NA				
25	Dividend distribution policy as specified in regulation 43A(1)	Yes		https://www.infobeans content/uploads/2022/0	.com/wp- 05/Dividend-Policy.pdf	
26	Annual return as provided under section 92 of the Companies Act, 2013	Yes		https://www.infobeans	.com/investors/	
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes		https://www.infobeans	.com/investors/	
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updation	Yes		https://www.infobeans	.com/investors/	
Disc	closure of notes on website in terms of Listing Regulations	explanatory				
		Anı	nexure II			
II. A	Annual Affirmations					
	Particulars		Regulation Number	Compliance status	If status is No details of non-	
1	Independent director(s) have been appointed in terms of sp	ecified criteria	16(1)(b) & 25(6)	(Yes/No/NA) Yes	compliance may be given here.	
	of 'independence' and/or 'eligibility' Board composition		17(1), 17(1A), 17(1C),	Yes		
	Meeting of Board of directors		17(1D) & 17(1E) 17(2)	Yes		
	Quorum of Board meeting		17(2A)	Yes		
	Review of Compliance Reports		17(3)	Yes		
	Plans for orderly succession for appointments		17(4)	Yes		
	Code of Conduct		17(5)	Yes		
	Fees/compensation		17(6)	Yes		
	Minimum Information		17(7)	Yes		
			(-)			

10 Compliance Certificate	17(8)	Yes	
11 Risk Assessment & Management	17(9)	Yes	
12 Performance Evaluation of Independent Directors	17(10)	Yes	
13 Recommendation of Board	17(11)	Yes	
14 Maximum number of directorship	17A	Yes	
15 Composition of Audit Committee	18(1)	Yes	
16 Meeting of Audit Committee	18(2)	Yes	
Role of Audit Committee and information to be reviewed by the audit	. ,		
committee	18(3)	Yes	
18 Composition of nomination & remuneration committee	19(1) & (2)	Yes	
19 Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
20 Meeting of nomination & remuneration committee	19(3A)	Yes	
21 Role of Nomination and Remuneration Committee	19(4)	Yes	
22 Composition of Stakeholder Relationship Committee	20(1), 20(2) and 20(2A	Yes	
23 Meeting of stakeholder relationship committee	20(3A)	Yes	
24 Role of Stakeholders Relationship Committee	20(4)	Yes	
25 Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
26 Meeting of Risk Management Committee	21(3A)	Yes	
27 Quorum of Risk Management Committee meeting	21(3B)	Yes	
28 Gap between the meetings of the Risk Management Committee	21(3C)	Yes	
29 Vigil Mechanism	22	Yes	
30 Policy for related party Transaction	23(1), (1A), (5),(6) & (8)	Yes	
Prior or Omnibus approval of Audit Committee for all related party			
transactions	23(2),(3)	Yes	
32 Approval for material related party transactions	23(4)	Yes	
33 Disclosure of related party transactions on consolidated basis	23(9)	Yes	
34 Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
36 Alternate Director to Independent Director	25(1)	NA	
37 Maximum Tenure	25(2)	Yes	
Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes	
39 Meeting of independent directors	25(3) & (4)	Yes	
40 Familiarization of independent directors	25(7)	Yes	
41 Declaration from Independent Director	25(8) & (9)	Yes	
42 Directors and Officers insurance	25(10)	Yes	
Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	Yes	
44 Memberships in Committees	26(1)	Yes	
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
46 Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
47 Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	NA	
49 Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	Yes	
Any other information to be provided - Add Notes	N Y		
An	nexure II		
1 Name of signatory	SUI	RBHI JAIN	
2 Designation	Cor	npany Secretary and Compliance	Officer
	nexure II		
III. Affirmations			Compliance status
Sr Particulars The Listed Entity has approved Material Subsidiary Policy and the Compared	· ·		Compliance status (Yes/No/NA)
The Listed Entity has approved Material Subsidiary Policy and the Corporat Listed Entity have been complied	e Governance requireme	ins with respect to subsidiary (Yes
Any other information to be provided			
Additional Ha	lf yearly Disclosure		
	J 325342 C		

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			
(B) Any guarantee / comfort letter (by whatever form of debt availed By	er name called) provided by the	listed entity directly or indirectly, in co	nnection with any loan(s) or any other
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			
(C) Any security provided by the listed entity (directly or indirectly, in connect	ion with any loan(s) or any other form o	of debt availed by
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			

Balance outstanding at the end of six

Not Applicable

I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below

(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to

No such transaction happened

Aggregate amount advanced

Applicability of disclosure

Designation

Place

Date

Reason for Non Applicability

Promoter or any other entity controlled by them		
Promoter Group or any other entity controlled by them		
Directors (including relatives) or any other entity controlled by them		
KMPs or any other entity controlled by them		
(D) Additional Information		
II. Affirmations		
A 66:		
Affirmations	Compliance Status	Company Remarks