

BSE LTD
ACKNOWLEDGEMENT

Acknowledgement No	: 1510201905075427	Date & Time	: 15/10/2019 05:07:54 PM
Scrip Code	: 531126		
Entity Name	: VIRTUALSOFT SYSTEMS LIMITED		
Compliance Type	: Regulation 27(2)- Corporate Governance		
Quarter / Period	: 30/09/2019		
Mode	: E-Filing		

General information about company	
Scrip code	531126
NSE Symbol	
MSEI Symbol	
ISIN	INE237C01016
Name of the entity	VIRTUALSOFT SYSTEMS LIMITED
Date of start of financial year	01-04-2019
Date of end of financial year	31-03-2020
Reporting Quarter	Half Yearly
Date of Report	30-09-2019
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

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																		
Wether the listed entity has a Regular Chairperson													Yes					
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	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 (Refer Regulation 17A(1) of Listing Regulations)	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	Mr	Gokul Naresh Tandan	AACPT0696H	00441563	Executive Director	Not Applicable	MD	25-03-1955	31-07-2000				1	0	0	0		
2	Mr	Rajendra V Kulkarni	ABBPk8717J	00988255	Non-Executive - Non Independent Director	Not Applicable		18-09-1957	01-07-2002				1	0	3	0		
3	Mr	Suresh Chandra Rajpal	ADKPR8440E	01595407	Non-Executive - Independent Director	Not Applicable		17-08-1943	13-08-2001	01-04-2014		66	1	1	2	1		
4	Mrs	Ritu Tandan	ABTPT2451N	00793571	Non-Executive - Non Independent Director	Not Applicable		22-03-1964	30-05-2014				1	0	1	0		

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

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	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 (Refer Regulation 17A(1) of Listing Regulations)	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
5	Mrs	Ashima Puri	AXTPP1547M	07823446	Non-Executive - Independent Director	Chairperson		25-11-1985	30-09-2015			48	1	1	3	2		
6	Mr	Sriniwas Chandan	AMDPC4976A	07263320	Non-Executive - Independent Director	Not Applicable		03-12-1977	30-09-2019			0	1	1	0	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	07823446	Ashima Puri	Non-Executive - Independent Director	Chairperson	13-10-2015		
2	00988255	Rajendra V Kulkarni	Non-Executive - Non Independent Director	Member	13-10-2015		
3	01595407	Suresh Chandra Rajpal	Non-Executive - Independent Director	Member	13-10-2015		

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	01595407	Suresh Chandra Rajpal	Non-Executive - Independent Director	Chairperson	14-11-2018		
2	07823446	Ashima Puri	Non-Executive - Independent Director	Member	14-11-2018		
3	00988255	Rajendra V Kulkarni	Non-Executive - Non Independent Director	Member	14-11-2018		

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	07823446	Ashima Puri	Non-Executive - Independent Director	Chairperson	14-02-2019		
2	00793571	Ritu Tandan	Non-Executive - Non Independent Director	Member	14-02-2019		
3	00988255	Rajendra V Kulkarni	Non-Executive - Non Independent Director	Member	14-02-2019		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

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)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	30-05-2019				Yes	4	1
2		10-08-2019	71		Yes	4	1

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)	Number of Directors present*	No. of Independent Directors attending the meeting*

1	Audit Committee	30-05-2019				Yes		
2	Audit Committee	10-08-2019	71			Yes	2	1
3	Nomination and remuneration committee	30-05-2019				Yes		
4	Nomination and remuneration committee	10-08-2019	71			Yes	2	1
5	Stakeholders Relationship Committee	30-05-2019				Yes		
6	Stakeholders Relationship Committee	10-08-2019	71			Yes	3	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	NA	
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	NA	

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 500 listed entities)	NA
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
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Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Mukta Ahuja
2	Designation	Company Secretary and Compliance Officer

Annexure III				
III. Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	NA	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

Annexure III		
1	Name of signatory	Mukta Ahuja
2	Designation	Company Secretary and Compliance Officer

Signatory Details	
Name of signatory	Mukta Ahuja
Designation of person	Company Secretary and Compliance Officer
Place	New Delhi
Date	14-10-2019