

General information about company		
Scrip code	532774	
NSE Symbol	INSPIRISYS	
MSEI Symbol	NOTLISTED	
ISIN	INE020G01017	
Name of the entity	INSPIRISYS SOLUTIONS LIMITED	
Date of Start of financial year	01-04-2024	
Date of end of financial year	31-03-2025	
Reporting Quarter	Yearly	
Date of Report	31-03-2025	
Type of Company	Equity	
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	Yes	
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal is applicable to the entity?	Yes	
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition Shares or Voting Rights in Unlisted Companies is applicable to the entity?	No	No acquisition of shares or voting rights aggregating to 5% or more in an unlisted company was made during the quarter ended 31.03.2025
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or penalty is applicable to the entity?	No	No fine or penalty was imposed and paid by the Company during the quarter ended 31.03.2025
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to ongoing Tax Litigation or Disputes is applicable to the entity?	Yes	
Whether Annexure I (Part F) of the SEBI Circular dated December 31, 2024 related to Disclosure Loans / Guarantees / Comfort Letters / Securities Etc. is applicable to the entity?	Yes	
Risk management committee	Not Applicable	
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities	
Is SCORE ID Available?	Yes	
SCORE Registration ID	a00029	
Reason for NO SCORE ID		
Type of Submission	Original	
Remarks (website dissemination)		
Remarks for Exchange (not for Website Dissemination)		



COMPLIANCE REPORT ON CORPORATE GOVERNANCE
Under Regulation 27 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

1. Name of Listed Entity : **Inspirisys Solutions Limited**
2. Quarter ending : **31/03/2025**

I. Composition of Board of Directors

Title (Mr. / Ms)	Name of the Director	PAN \$ & DIN	Category (Chairperson /Executive/ Non- Executive/ independent / Nominee) &	Initial Date of Appointme nt	Date of Re- appointmen t	Date of Cessation	Tenure* (in months)	Date of Birth	No. Of directorship in listed entities including this listed entity [with reference to Regulation 17A]	No. of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & reg. 17A(2)]	No. of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of the LODR Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of the LODR Regulations)
Mr.	Satoshi Iwanaga	10817792	Non-Executive Director – Chairman	01/01/2025	-	NA	NA	22/05/1960	1	0	2	0
Mr.	Murali Gopalakrishnan	08066529	Executive Director - Chief Executive Officer	01/11/2022	-	NA	NA	05/06/1965	1	0	0	0
Mr.	Rajesh Ramniklal Muni	00193527	Independent Director	06/05/2017	06/05/2022	NA	94.25	23/12/1951	2	2	3	2
Mr.	M S Jagan	02002827	Independent Director	07/02/2020	07/02/2025	NA	61.22	29/06/1956	1	1	2	1
Mr.	Toru Horiuchi	08111162	Non-Executive Director	01/11/2022	-	NA	NA	26/08/1967	1	0	0	0
Mrs.	Cauvery Dharmaraj	02917088	Independent Director	08/08/2024	-	NA	7.23	20/06/1967	2	2	2	0

Whether Regular chairperson appointed – Yes

Whether Chairperson is related to managing director or CEO – No

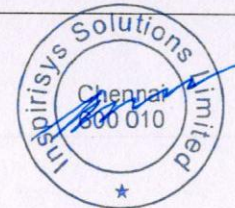
\$PAN of any director would not be displayed on the website of Stock Exchange

&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 Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) &	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Mr. Rajesh Ramniklal Muni	Independent Director and Chairman of Audit Committee	06/05/2017	NA
		Mr. M S Jagan	Independent Director	11/06/2020	NA
		Mrs. Cauvery Dharmaraj	Independent Director	11/09/2024	NA
		Mr. Satoshi Iwanaga	Non-Executive Director	01/01/2025	NA
2. Nomination & Remuneration Committee	Yes	Mrs. Cauvery Dharmaraj	Independent Director and Chairperson of Nomination & Remuneration Committee	11/09/2024	NA
		Mr. Rajesh Ramniklal Muni	Independent Director	08/08/2019	NA
		Mr. M S Jagan	Independent Director	01/05/2023	NA
		Mr. Satoshi Iwanaga	Non-Executive Director	01/01/2025	NA
3. Risk Management Committee (if applicable)	NA				
4. Stakeholders Relationship Committee	Yes	Mr. M S Jagan	Independent Director and Chairman of Stakeholders Relationship Committee	01/05/2023	NA
		Mr. Rajesh Ramniklal Muni	Independent Director	04/11/2017	NA
		Mrs. Cauvery Dharmaraj	Independent Director	11/09/2024	NA
		Mr. Satoshi Iwanaga	Non-Executive Director	01/01/2025	NA
5. Corporate Social Responsibility Committee	Yes	Mr. M S Jagan	Independent Director and Chairman of Corporate Social Responsibility Committee	01/11/2022	NA
		Mr. Rajesh Ramniklal Muni	Independent Director	07/08/2018	NA
		Mr. Murali Gopalakrishnan	Executive Director	01/05/2023	NA
		Mrs. Cauvery Dharmaraj	Independent Director	11/09/2024	NA
&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					
III. Meeting of Board of Directors					
Date(s) of Meeting in the relevant quarter	Whether requirement of Quorum met*	Number of Directors present*	Number of independent directors present*	Date(s) of Meeting in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
07/02/2025	Yes	6	3	08/11/2024	90 days
* to be filled in only for the current quarter meetings					



IV. Meetings of Committees						
Name of the Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Number of Directors present*	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days**
Audit Committee	07/02/2025	Yes	4	3	08/11/2024	90days
Nomination & Remuneration Committee	-	-	-	-	07/11/2024	-
Stakeholders Relationship Committee	07/02/2024	Yes	4	3	07/11/2024	91 days
Corporate Social Responsibility Committee	-	-	-	-	07/11/2024	-

*to be filled in only for the current quarter meetings
 ** This information has to be mandatorily be given for audit committee and Risk Management Committee, for rest of the committees giving this information is optional

V. Affirmations
1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015. 2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 a. Audit Committee b. Nomination & Remuneration Committee c. Stakeholders Relationship Committee d. Risk management committee (as applicable) - NA 3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. 4. 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. 5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here. NA

For Inspirisys Solutions Limited  S.Sundaramurthy Company Secretary & Compliance Officer 
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Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.

B. INVESTOR GRIEVENCE REPORT

Investor Grievance Redressal Report	
No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	0
No. of investor complaints disposed off during the Quarter	0
No. of investor complaints those remaining unresolved at the end of the Quarter	0

C.DISCLOSURE OF ACQUISITION OF SHARES OR VOTING RIGHTS IN UNLISTED COMPANIES

The details of acquisition of shares or voting rights in unlisted companies during the quarter in terms of sub-para 1 of para A of Part A of Schedule III are given below:

S.No	Name of the unlisted company in which shares or voting rights have been acquired	Date of acquisition	Aggregate holding (% shares or voting rights) as at the end of the previous quarter	% shares or voting rights acquired during the quarter	Aggregate holding (% shares or voting rights) as at the end of the quarter
-	-	-	-	-	-

D.DISCLOSURE OF IMPOSITION OF FINE OR PENALTY

The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:

S.No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad-interim or interim orders, or any other communication from the authority	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
-	-	-	-	-	-



E. DISCLOSURE OF UPDATES TO ONGOING TAX LITIGATIONS OR DISPUTES

The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

S.No	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
1	Kerala Medical Services Corporation Ltd (KMSC Ltd) (Rs.75.89 Lakhs)	30-09-2014	Arbitration is pending in argument stage	Arbitration is pending
2	UOI acting through Central Railways (Rs.194 lakhs)	16-07-2022	Railways Arbitrators has awarded Rs.246 lakhs to be paid by Central Railways to the Company.	Central Railway (CR) has deposited Rs 2,79,31,201/- in court and the argument is pending.
3	Presiding Officer, Employees Provident Fund Appellate Tribunal, New Delhi (Rs.200 Lakhs)	02-01-2011	Pending with High Court of Madras	Orders reserved in tribunal. The next hearing date is 18.4.2025
4	Vinjane Centre, rep by its partners 1) Mr. Cleetus Vincent and 2) Mrs. Imelda Cleetus	07-01-2020	Pending in city civil court Chennai	The 1st partner Mr Cleetus Vincent deceased so the argument is pending.
5	State of Kerala (Rs.51 Lakhs)	14-08-2023	Matter is pending with KVAT Appellate Tribunal, Principal Bench, Ernakulam for disposal	Matter is pending with KVAT Appellate Tribunal, Principal Bench, Ernakulam for disposal. Hearing again posted to 15.05.25
6	State of Kerala (Rs. 75 Lakhs)	14-08-2023	Matter is pending with KVAT Appellate Tribunal, Principal Bench, Ernakulam for disposal	Matter is pending with KVAT Appellate Tribunal, Principal Bench, Ernakulam for disposal. Hearing again posted to 15.05.25
7	State of Kerala (Rs.109 Lakhs)	14-08-2023	Matter is pending with KVAT Appellate Tribunal, Principal Bench, Ernakulam for disposal	Matter is pending with KVAT Appellate Tribunal, Principal Bench, Ernakulam for disposal. Hearing posted on 16.04.2025
8	Deputy Commercial Tax Officer - 1, Commercial Tax Department Begumpet Division, Hyderabad (Rs.82 Lakhs)	14-08-2023	Based on court directive the matter was heard by Appellate Deputy Commissioner Punjagutta Division, Hyderabad. Order was passed remanding the case back to	Appeal filed with ADC(CT) on 18/11/23 and the matter is pending to be heard
9	Assessing Officer, Income tax Department, Chennai (Rs.73.49 Lakhs)	26-10-2010	As per ITAT order in respect of Depreciation on Temporary wooden structure was remanded back to AO and the matter is pending with AO. CIT (Appeals) has dismissed the disallowance of prior period expenses.	1. ITAT has remanded back the case for fresh assessment by the AO for depreciation of temporary partition. 2. CIT (appeals) has dismissed the disallowance of prior period expenses
10	Assessing Officer, Income tax Department, Chennai (Rs.424.18 Lakhs)	29-12-2009	In respect of Depreciation on Application SW and IPO Expenses. ITAT has remanded back the case for fresh assessment by the AO for Depreciation of Temporary Partition allowed 2% on exempted income u/s. 14A	1. Pending with High Court in respect of Depreciation on Application Software and IPO Expenses. 2. ITAT has remanded back the case for fresh assessment by the AO for Depreciation of Temporary Partition. 3. ITAT disallowed 2% on exempted income u/s. 14A. Matter heard and dropped on 05.02.25 with order no.GEXCOM/ADJN/GST/JC/ 2/2025
11	Assessing Officer, Income tax Department, Chennai (Rs.388.10 Lakhs)	28-12-2010	In respect of Depreciation on Application SW, IPO Expenses and disallowance u/s 14A. ITAT has remanded back the case for fresh assessment by the AO with regard to depreciation on Temporary Partition.	1. Pending with High Court in respect of Depreciation on Application Software, IPO Expenses and disallowance u/s 14A. 2. ITAT has remanded back the case for fresh assessment by the AO with regard to depreciation on Temporary Partition and disallowance u/s 14A.
12	Assessing Officer, Income tax Department, Chennai (Rs. 433.61 Lakhs)	27-12-2016	The Appeal is pending with Commissioner of Income Tax (Appeals) Chennai	The Appeal is pending with Commissioner of Income Tax (Appeals) Chennai



13	Assessing Officer, Income tax Department, Chennai (Rs.34.19 Lakhs)	30-03-2013	In respect of Depreciation on Application SW, IPO Expenses and disallowance u/s 14A. ITAT has remanded back the case for fresh assessment by the AO with regard to depreciation on Temporary Partition.	1. Pending with High Court in respect of Depreciation on Application Software, IPO Expenses and disallowance u/s.14A. 2. ITAT has remanded back the case for fresh assessment by the AO with regard to depreciation on Temporary Partition.
14	Assessing Officer, Income tax Department, Chennai (Rs.117.10 Lakhs)	25-03-2014	In respect of IPO Expenses u/s 35D and ITAT has remanded back depreciation on Temporary Partition and Interest on interest free advance to related parties to Assessing Officer.	1. Pending with High Court in respect of IPO expenses. 2. ITAT has remanded back Depreciation on Temporary Partition and Interest on interest free advance to related parties to AO.
15	Assessing Officer, Income tax Department, Chennai (Rs.190.92 lakhs)	31-03-2015	Based on Commissioner of Income Tax (Appeals), Chennai has passed the order 29-10-2021, we have filed Memorandum of Cross Objections for the dismissed cases as well for the case where Department has gone for higher appeals.	ITAT has passed the order on 26-07-2024. As we have not yet received any giving effect order from AO, we are awaiting for further proceedings.
16	Assessing Officer, Income tax Department, Chennai (Rs.248.91 Lakhs)	31-03-2016	The case is pending with Commissioner of Income Tax (appeals) Chennai	The case is pending with Commissioner of Income Tax (appeals) Chennai.
17	Assessing Officer, Income tax Department, Chennai (Rs.411.77 Lakhs)	30-12-2016	Based on Commissioner of Income Tax (Appeals), Chennai has passed the order 29-10-2021, we have filed Memorandum of Cross Objections for the dismissed cases as well for the case where Department has gone for higher appeals.	ITAT has passed the order on 26-07-2024. As we have not yet received any giving effect order from AO, we are awaiting for further proceedings.
18	Assessing Officer, Income tax Department, Chennai (Rs.181.68 Lakhs)	27-12-2017	Based on Commissioner of Income Tax (Appeals), Chennai has passed the order 29-10-2021, we have filed Memorandum of Cross Objections for the dismissed cases as well for the case where Department has gone for higher appeals.	ITAT has passed the order on 26-07-2024. As we have not yet received any giving effect order from AO, we are awaiting for further proceedings.
19	Assessing Officer, Income tax Department, Chennai (Rs.2744 Lakhs)	30-12-2018	1. Filed petition u/s 154 for rectification of mistake apparent on records. Which is in progress. 2. Filed Form 35 to CIT (Appeals) for the disallowances made by DCIT, Corporate Circle I(1) for depreciation on Goodwill and Application Software on 29-Jan-2019. 3. Revised Assessment order was passed on 10-04-2019 after rectifying the mistakes apparent on record.	The Appeal is pending with Commissioner of Income Tax (Appeals) Chennai.
20	CIT Appeals Chennai (Rs. 109.65 Lakhs)	09-03-2022	The case is pending with Commissioner of Income Tax (appeals) Chennai	The case is pending with Commissioner of Income Tax (appeals) Chennai.
21	Additional Commissioner, Central Tax & Central Excise, Audit - I, Commissionerate, Chennai (Rs. 264 Lakhs)	25-09-2023	Demand has been raised vide show cause notice dated 12th September 2023 towards GST liabilities basis the details provided therein for the period from 2017 to 2021	Appeal filed with The Additional/Joint Commissioner of CGST & Central Excise (Appeals-I), - Chennai 600 034 ON 28/3/24 Personal hearing was held on 08.07.24 matter was heard by Commissioner (Appeals) of GST, Chennai north Commissionerate Order is awaited
22	Excise & Taxation Officer of State Tax-cum-proper Officer SGST, Gurugram (East)	29-09-2023	Demand has been raised vide show cause notice dated 29th September	Online appeal filed on 22.03.24 Ref No.AD0603240526800 Notice received stating "Appeal Accepted Dated 13/03/2025 Ref.no. Z0060325013579D"



	(Rs.47 Lakhs)		2023 towards GST liabilities basis the details provided therein for the period from 2017 to 2018	
23	Deputy Commissioner of State Tax, Andheri Division, Mumbai Maharashtra (Rs. 47 Lakhs)	04-01-2024	Notice for intimating discrepancies in the return after scrutiny (section 61(1) r/w rule 99(1) of the GST Act 2017. Excess claim of ITC in GSTR -9/3B as compared to GSTR-2A (para 73) for the period FY 2021-22.	Reply submitted with details 01-02-24. No further notice from department.
24	Income Tax Department, Office of the Income Tax Officer, Corporate Ward 1(1) Chennai, (Rs. 111.88 Lakhs)	10-03-2025	Show Cause Notice received from the Income Tax Department Office to submit documentary evidences in respect of genuineness of purchase transaction and considered as unexplained expenditure of the assessee during the financial year 2019-2020.	1. Reply to the Show cause notice under Section 147 has been submitted. 2. The Income Tax Department has issued an order under Section 147, disallowing transactions totaling ₹1,11,88,760. No further communication has been received from the department. The company is evaluating various options including filing of an appeal.
25	Income Tax Department, Office of the Income Tax Officer, Corporate Ward 1(1) Chennai, (Rs. 36.14 Lakhs)	28-03-2025	Show Cause Notice received from the Income Tax Department Office to submit documentary evidences in respect of genuineness of purchase transaction and considered as unexplained expenditure of the assessee during the financial year 2020-2021.	Reply to the Show Cause Notice under Section 148A received from the Income Tax Department is in progress.



**F. DISCLOSURE OF LOANS / GUARANTEES / COMFORT LETTERS / SECURITIES ETC.
HALF YEAR ENDING – 31.03.2025**

I. Disclosure of Loans / guarantees / comfort letters / securities etc.

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

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	Nil	Nil
Promoter Group or any other entity controlled by them	Nil	Nil
Directors (including relatives) or any other entity controlled by them	Nil	Nil
KMPs or any other entity controlled by them	Nil	Nil

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

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	Nil	Nil	Nil
Promoter Group or any other entity controlled by them	Nil	Nil	Nil
Directors (including relatives) or any other entity controlled by them	Nil	Nil	Nil
KMPs or any other entity controlled by them	Nil	Nil	Nil

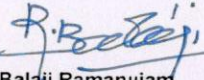
(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

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	Nil	Nil	Nil
Promoter Group or any other entity controlled by them	Nil	Nil	Nil
Directors (including relatives) or any other entity controlled by them	Nil	Nil	Nil
KMPs or any other entity controlled by them	Nil	Nil	Nil

II. Affirmations:

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.

For Inspirisys Solutions Limited


Balaji Ramanujam
Chief Financial Officer



NOTE

These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;

- a) by a government company to/ for the Government or government company
- b) by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.
- c) by a banking company or an insurance company; and
- d) by the listed entity to its employees or directors as a part of the service conditions

If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table

H. WEBSITE AFFIRMATIONS

I. Disclosure on website in terms of LODR Regulations		
Item	Compliance status (Yes/No/NA)refer note below	If Yes provide link to website. If No / NA provide reasons
As per regulation 46(2) of the LODR:		
a) Details of business	Yes	www.inspirisys.com
aa) Memorandum of Association and Articles of Association	Yes	www.inspirisys.com
ab) Brief profile of board of directors including directorship and full-time positions in body corporates	Yes	www.inspirisys.com
b) Terms and conditions of appointment of independent directors	Yes	www.inspirisys.com
c) Composition of various committees of board of directors	Yes	www.inspirisys.com
d) Code of conduct of board of directors and senior management personnel	Yes	www.inspirisys.com
e) Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	www.inspirisys.com
f) Criteria of making payments to non-executive directors	Yes, the same is disclosed in the Annual Report for the FY 2023-2024 under Investor Section on the website	www.inspirisys.com
g) Policy on dealing with related party transactions	Yes	www.inspirisys.com
h) Policy for determining 'material' subsidiaries	Yes	www.inspirisys.com
i) Details of familiarization programmes imparted to independent directors	Yes	www.inspirisys.com
j) email address for grievance redressal and other relevant details	Yes	www.inspirisys.com
k) Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	www.inspirisys.com
l) Financial results	Yes	www.inspirisys.com
m) Shareholding pattern	Yes	www.inspirisys.com
n) Details of agreements entered into with the media companies and/or their associates	NA	-
o) (i) Schedule of analyst or institutional investor meet	NA	-
(ii) Presentations prepared by the listed entity for analysts or institutional investors meet, post earnings or quarterly calls prior to beginning of such events.		
oa) Audio recordings, video recordings, if any, and transcripts of post earnings or quarterly calls, by whatever name called, conducted physically or through digital means	NA	-
p) New name and the old name of the listed entity	NA	-
q) Advertisements as per regulation 47(1)	Yes	www.inspirisys.com
r) Credit rating or revision in credit rating obtained	NA	-
s) Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes	www.inspirisys.com
t) Secretarial Compliance Report	Yes	www.inspirisys.com
u) Materiality Policy as per Regulation 30(4)	Yes	www.inspirisys.com



v) Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes	www.inspirisys.com
w) Disclosures under regulation 30(8)	Yes	www.inspirisys.com
x) Statements of deviation(s) or variations(s) as specified in regulation 32	NA	-
y) Dividend distribution policy as specified in regulation 43A(1)	NA	-
z) Annual return as provided under section 92 of the Companies Act, 2013	Yes	www.inspirisys.com
za) Employee Benefit scheme documents framed in terms of SEBI (SBEB) Regulations, 2021	NA	-
✓ Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes	www.inspirisys.com
✓ Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updation	Yes	www.inspirisys.com

I.AFFIRMATIONSS W.R.T. COMPLIANCE WITH CORPORATE GOVERNANCE PROVISIONS

II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA) refer note below
Independent director(s) have been appointed in terms of specified criteria of 'independence' and / or 'eligibility'	16(1)(b)	Yes
Board composition	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	Yes
Meeting of Board of directors	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
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Recommendation of Board	17(11)	Yes
Maximum number of directorship	17A	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes
Composition of nomination & remuneration committee	19(1) & (2)	Yes
Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes
Meeting of Nomination & Remuneration Committee	19(3A)	Yes
Role of Nomination and Remuneration Committee	19(4)	Yes
Composition of Stakeholder Relationship Committee	20(1), 20(2) and 20(2A)	Yes
Meeting of Stakeholder Relationship Committee	20(3A)	Yes
Role of Stakeholder Relationship Committee	20(4)	Yes
Composition and role of risk management committee	21(1),(2),(3),(4)	NA



Meeting of Risk Management Committee	21(3A)	NA
Quorum of Risk Management Committee meeting	21(3B)	NA
Gap between the meetings of the Risk Management Committee	21(3C)	NA
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party transactions	23(4)	NA
Disclosure of related party transactions on consolidated basis	23(9)	Yes
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
Alternate Director to Independent Director	25(1)	Yes
Maximum Tenure	25(2)	Yes
Appointment, Re-appointment or removal of an Independent Director through Special Resolution or the alternate mechanism	25(2A)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Declaration from Independent Director	25(8) & (9)	Yes
Directors and Officers insurance	25(10)	Yes
Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	Yes
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
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
Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	NA

Note

1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.

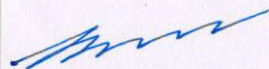
2 If status is "No" details of non-compliance may be given here.

3 If the Listed Entity would like to provide any other information the same may be indicated here.

III Affirmations:

The Listed Entity has approved the Material Subsidiary Policy and the Corporate Governance requirements with respect to the subsidiary of Listed Entity have been complied.

For Inspirisys Solutions Limited



S.Sundaramurthy
Company Secretary & Compliance Officer



Details of Cyber Security Incidence		
Whether as per Regulations 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
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		-
Sr.	Date of event	Brief details of the event

