

	XBRL Excel Utility
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4.	Steps for Filing Corporate Governance Report
5.	Fill up the data in excel utility

1. Overview

The excel utility can be used for creating the XBRL/XML file for efiling of Corporate Governance Report

XBRL filling consists of two processes. Firstly generation of XBRL/XML file and upload of generated XBRL/XML file to BSE Listing Center Website (www.listing.bseindia.com).

2. Before you begin

- 1. The version of Microsoft Excel in your system should be Microsoft Office Excel 2007 and above.
- 2. The system should have a file compression software to unzip excel utility file.
- 3. Make sure that you have downloaded the latest Excel Utility from BSE Website to your local system.
- 4. Make sure that you have downloaded the Chrome Browser to view report generated from Excel utility
- 5. Please enable the Macros (if disabled) as per instructions given in manual, so that all the functionalities of Excel Utility works fine. Please first go through Enable Macro Manual attached with zip file.

	3. Index	
1	Details of general information about company	General Info
2	Composition of BOD	Annexure I - Composition of BOD
3	Composition of Committee	Annexure I - Composition of Committee
4	Meeting of BOD	Annexure I - Meeting of BOD
5	Meeting of Committees	Annexure I - Meeting of Committees
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9	Annual Affirmation	Annexure II - Annual Affirmation
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11	Annexure III	Annexure III
12	Annexure III Affirmations	Half yearly Affirmations
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5. Steps for Filing Corporate Governance Report

- I. Fill up the data: Navigate to each field of every section in the sheet to provide applicable data in correct format. (Formats will get reflected while filling data.)
 - Use paste special command to paste data from other sheet.
- II. Validating Sheets: Click on the "Validate" button to ensure that the sheet has been properly filled and also data has been furnished in proper format. If there are some errors on the sheet, excel utility will prompt you about the same.
- III. Validate All Sheets: Click on the "Home" button. And then click on "Validate All Sheet" button to ensure that all sheets has been properly filled and validated successfully. If there are some errors on the sheet, excel utility will prompt you about the same and stop validation at the same time. After correction, once again follow the same procedure to validate all sheets.

Excel Utility will not allow you to generate XBRL/XML until you rectify all errors.

- IV. Generate XML: Excel Utility will not allow you to generate XBRL/XML unless successful validation of all sheet is completed. Now click on 'Generate XML' to generate XBRL/XML file.
 - Save the XBRL/XML file in your desired folder in local system.
- V. Generate Report: Excel Utility will allow you to generate Report. Now click on 'Generate Report' to generate html report.
 - Save the HTML Report file in your desired folder in local system.
 - To view HTML Report open "Chrome Web Browser" .
 - To print report in PDF Format, Click on print button and save as PDF.
- VI. Upload XML file to BSE Listing Center: For uploading the XBRL/XML file generated through Utility, login to BSE Listing Center and upload generated xml file. On Upload screen provide the required information and browse to select XML file and submit the XML.

6. Fill up the data in excel utility

- 1. Cells with red fonts indicate mandatory fields.
- 2. If mandatory field is left empty, then Utility will not allow you to proceed further for generating XML.
- 3. You are not allowed to enter data in the Grey Cells.
- 4. If fields are not applicable to your company then leave it blank. Do not insert Zero unless it is a mandatory field.
- 5. Data provided must be in correct format, otherwise Utility will not allow you to proceed further for generating XML.
- 6. Select data from "Dropdown list" wherever applicable.
- 7. Adding Notes: Click on "Add Notes" button to add notes

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General information abo	ut company			
Scrip code	530431			
NSE Symbol	Notlisted			
MSEI Symbol	Notlisted			
ISIN	INE853A01022			
Name of the entity	ADOR FONTECH LIMITED			
Date of start of financial year	01-04-2023			
Date of end of financial year	31-03-2024			
Reporting Quarter	Yearly			
Date of Report	31-03-2024			
Risk management committee	Not Applicable			
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities			

Enter the quarter ended date only

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										Annexure I to be submit	ted by listed entity on qu	uarterly basis										
										I. Composit	ion of Board of Directors											
	Disclosure o	f notes on composit	ion of board of directors explanat	cory Add Notes																		
		Whether the lis	ted entity has a Regular Chairpers	rson Yes																		
			Chairperson is related to MD or C					Disqualification of D	irectors under section 164 of the	Companies Act, 2013												
Title Sr (Mr / Name of the Director Ms)	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re- Data appointment cess	e 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
Add Delete	•	•	•					•				•		•	•	•		•	•			
1 Mr Aditya Tarachand Malkani	AAFPM3373D	01585637	Non-Executive - Non Independent Director	Chairperson related to Promoter		26-08-1980	No				Active	NA		20-07-2007	28-07-2022		2	0	0	(
2 Mr Harish Phatandas Ledwani	AAAPL4346E	00040629	Executive Director	Not Applicable	CEO-MD	29-10-1953	No				Active	NA		23-04-1998	01-05-2023		1	0	1	C		
3 Mrs Ninotchka Malkani Nagpal	AABPN5266G	00031985	Non-Executive - Non Independent Director	Not Applicable		06-07-1971	No				Active	NA		20-07-2007	11-08-2023		2	0	2	(0	
<u> </u>		00085754	Non-Executive - Independe Director	Not Applicable		21-03-1976	No				Active	NA		29-04-2009	01-08-2019	179.00	4	3	4	2	2	
4 Mr Navroze S Marshall	AACPM5508R					i e e e e e e e e e e e e e e e e e e e																
	AACPM5508R AAIPI7902B	06801226	Non-Executive - Independe Director Non-Executive - Independe	Not Applicable		22-08-1978	No				Active	NA		25-07-2013	01-08-2019	128.00	2	2	3		2	

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

Aud	Audit Committee Details											
			Whethe	r 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	00085754	Navroze S Marshall	Non-Executive - Independent Director	Chairperson	01-08-2019							
2	00031985	Ninotchka Malkani Nagpal	Non-Executive - Non Independent Director	Member	11-08-2023							
3	06801226	Santosh Janakiram	Non-Executive - Independent Director	Member	01-08-2019							
4	00521563	Rafique Malik	Non-Executive - Independent Director	Member	23-09-2020							
5												
6												
7												
8												
9												
10												

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

Nor	Iomination and remuneration committee											
			Whether the Nomination and rem	nuneration 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	00521563	Rafique Malik	Non-Executive - Independent Director	Chairperson	23-09-2020							
2	00031985	Ninotchka Malkani Nagpal	Non-Executive - Non Independent Director	Member	11-08-2023							
3	06801226	Santosh Janakiram	Non-Executive - Independent Director	Member	01-08-2019							
4	00085754	Navroze S Marshall	Non-Executive - Independent Director	Member	01-08-2019							
5												
6												
7												
8												
9												
10												

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

Stal	Stakeholders Relationship Committee											
			Whether the Stakeholders Re	Yes								
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks					
1	06801226	Santosh Janakiram	Non-Executive - Independent Director	Chairperson	01-08-2019							
2	00040629	Harish Phatandas Ledwani	Executive Director	Member	01-05-2023							
3	00031985	Ninotchka Malkani Nagpal	Non-Executive - Non Independent Director	Member	11-08-2023							
4	00521563	Rafique Malik	Non-Executive - Independent Director	Member	23-09-2020							
5												
6												
7												
8												
9												
10												

Risk N	isk Management Committee											
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks					
1												
2												
3												
4												
5												
6												
7												
8												
9												
10												

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

r DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
. 00031985	Ninotchka Malkani Nagpal	Non-Executive - Non Independent Director	Chairperson	11-08-2023		
00040629	Harish Phatandas Ledwani	Executive Director	Member	01-05-2023		
01585637	Aditya Tarachand Malkani	Non-Executive - Non Independent Director	Member	28-07-2022		
00085754	Navroze S Marshall	Non-Executive - Independent Director	Member	01-08-2019		
5						
5						
,						
)						
0						

Oth	Other Committee											
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks						
1												
2												
3												
4												
5												
6												
7												
8												
9												
10												

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	Annexure 1								
III.	III. Meeting of Board of Directors								
	Disclosure of notes on meeting of board of directors explanatory Add Notes								
Sr	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)	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*		
	Add Delete								
1	07-11-2023			Yes	6	5	2		
2	02-02-2024	86		Yes	6	5	2		
3	21-02-2024	18		Yes	6	5			
	Prev				1		No		

* to be filled in only for the current quarter meetings

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	Tioffie Validate									
	Annexure 1									
			ng of Committees							
				Disclosure of	notes on meeting o	of committees explanatory	Add Not	es		
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	Reson 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)
	Add Delete									
1	Audit Committee	07-11-2023				Yes	4	3	2	0
2	Audit Committee	02-02-2024	86			Yes	4	3	2	0
3		21-02-2024	18			Yes	4	4	3	0
4		07-11-2023				Yes	4	3	2	0
5		02-02-2024	86			Yes	4	3	2	0
6		21-02-2024	18			Yes	4	4	3	0
7		07-11-2023				Yes	4	3	2	0
8		02-02-2024	86			Yes	4	3	2	0
9		21-02-2024	18			Yes	4	4	3	0
10		07-11-2023				Yes	4	4	1	0
11	Corporate Social Responsibility Committee	02-02-2024	86			Yes	4	4	1	0

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^{*} to be filled in only for the current quarter meetings

Details of Cyber se	curity incidence
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	No
documents during the quarter	
Other details of cyber security incidence or breaches or loss of data even	Add Notes
Number of cyber security incidence or breaches or loss of data event	
occurred during the quarter	
Sr. Date of the event	Brief details of the event

	Annexure 1						
V	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	Yes					
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	Yes					
	Disclosure of notes on related	party transactions	Add Notes				
	Disclosure of notes of material transaction	with related party	Add Notes				

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	Annexure 1						
V	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 1000 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					
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Add					

		Annexure 1					
ľ	Sr	Subject	Compliance status				
Ī	1	Name of signatory	Geetha D				
	2	Designation	Company Secretary and Compliance Officer				

Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

	I. Disclosure on	website in ter	ms of Listing Regulations	
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		https://www2.adorfon.com/about-us/
2	Terms and conditions of appointment of independent directors	Yes		https://www2.adorfon.com/investors-info/policies- code-and-practices/
3	Composition of various committees of board of directors	Yes		https://www2.adorfon.com/investors-info/policies- code-and-practices/
4	Code of conduct of board of directors and senior management personnel	Yes		https://www2.adorfon.com/investors-info/policies- code-and-practices/
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://www2.adorfon.com/investors-info/policies- code-and-practices/
6	Criteria of making payments to non-executive directors	Yes		https://www2.adorfon.com/investors-info/policies- code-and-practices/
7	Policy on dealing with related party transactions	Yes		https://www2.adorfon.com/investors-info/policies- code-and-practices/
8	Policy for determining 'material' subsidiaries	Yes		https://www2.adorfon.com/investors-info/policies- code-and-practices/
9	Details of familiarization programmes imparted to independent directors	Yes		https://www2.adorfon.com/investors-info/policies- code-and-practices/
10	Email address for grievance redressal and other relevant details	Yes		https://www2.adorfon.com/investors-info/contacts/
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://www2.adorfon.com/investors-info/contacts/
12	Financial results	Yes		https://www2.adorfon.com/investors-info/financial-results/
13	Shareholding pattern	Yes		https://www2.adorfon.com/investors-info/share-holding-pattern/
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 made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		https://www2.adorfon.com/investors-info/scheme-of-amalgamation/
15.2	Audio or video recordings and transcripts of post earnings/quarterly calls	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		https://www2.adorfon.com/investors-info/corporate-announcement/
18	Credit rating or revision in credit rating obtained	NA		
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		https://www2.adorfon.com/investors-info/joint-venture-su
20	Secretarial Compliance Report	Yes		https://www2.adorfon.com/investors-info/disclosure/
21	Materiality Policy as per Regulation 30 (4)	Yes		https://www2.adorfon.com/investors-info/policies- code-and-practices/
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes		https://www2.adorfon.com/investors-info/contacts/
23 24	Disclosures under regulation 30(8) Statements of deviation(s) or variations(s) as specified in regulation 32	Yes NA		https://www2.adorfon.com/investors-info/corporate-
25	Dividend Distribution policy as per Regulation 43A(1)	NA		
26	Annual return as provided under section 92 of the Companies Act, 2013	Yes		https://www2.adorfon.com/investors-info/mgt9/
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes		https://www2.adorfon.com/investors-info/
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes		https://www2.adorfon.com/
29	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]		Add Notes	

Annual Affirmations	Annexure II	
Annual Attirmations		Compliance status
Particulars	Regulation Number	(Yes/No/NA)
Independent director(s) have been appointed in terms of specified criteria of 'independence'	16(1)(b) & 25(6)	Yes
and/or 'eligibility'		163
Board composition	17(1), 17(1A) & 17(1C),	Yes
· ·	17(1D) & 17(1E)	V
Meeting of Board of directors	17(2)	Yes
Quorum of Board meeting	17(2A)	Yes
Review of Compliance Reports Plans for orderly succession for appointments	17(3)	Yes Yes
Code of Conduct	17(4) 17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(0)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(8)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Recommendation of Board	17(10)	Yes
	17(11) 17A	Yes
Maximum number of Directorships		
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 and Remuneration Committee	19(3A)	Yes
Role of Nomination and Remuneration Committee	19(4)	Yes
Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes
Meeting of Stakeholders Relationship Committee	20(3A)	Yes
Role of Stakeholders 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), & (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)	NA
Maximum Tenure	25(2)	Yes
Appointment, Re-appointment or removal of an Independent Director through special resolution	25/241	Voc
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	25(11)	NA
entity Mambarchins in Committees	20/4)	Vac
Memberships in Committees Affirmation with compliance to code of conduct from members of Board of Directors and Conjug	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior	26(3)	Yes
management personnel		
Disclosure of Shareholding by Non-Executive Directors	26(4)	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)	Yes

Any other information to be provided



	Annexure II
Name of signatory	
Designation	

	Annexure II						
Ш	III. Affirmations						
Sr	Particulars	Compliance status (Yes/No/NA)					
	The Listed Entity has approved Material Subsidiary Policy and the						
1	Corporate Governance requirements with respect to subsidiary of Listed	Yes					
	Entity have been complied						
	Any other information to be provided	Add Notes					

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Annexure II			
1	Name of signatory	Geetha D	
2		Company Secretary and Compliance Officer	

	Additional Half ye	early Disclosure	
Applicability of disclosure	Applicable		
Reason for Non Applicability	Add Notes		
I. Disclosure of Loans/ guarantees/comfort letters	/securities etc.refer note below	The Figure should be mentioned in Actual INR only	
(A)Any loan or any other form of debt advanced by the			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0.00	0.00	
Promoter Group or any other entity controlled by them	25000000.00	141534270.26	
Directors (including relatives) or any other entity			
controlled by them	0.00	0.00	
KMPs or any other entity controlled by them	0.00	0.00	
(B) Any guarantee / comfort letter (by whatever name	called) provided by the listed entity directly or indire	ectly, in connection with any loan(s) or any other for	
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	0	0.00	0.00
Promoter Group or any other entity controlled by			
them	0	0.00	0.00
Directors (including relatives) or any other entity			2.00
controlled by them	0	0.00	0.00
KMPs or any other entity controlled by them	U	0.00	0.00
(C) Any security provided by the listed entity directly o	r indirectly, in connection with any loan(s) or any ot		
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	0	0.00	0.00
Promoter Group or any other entity controlled by			
them	Lien on mutual fund investments	0.00	231902.33
Directors (including relatives) or any other entity		0.00	0.00
controlled by them	0	0.00	0.00
KMPs or any other entity controlled by them	0	0.00	0.00
(D) Additional Information			Add Notes
II. Affirmations			
Affirma		Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort le connection with any loan(s) (or other form of debt) give	,	Yes	Add Notes
Name	Geetha D		
Designation	CFO		
Place	Bengaluru		
Date	21-04-2024		

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Signatory Details			
Name of signatory	Geetha D		
Designation of person	Company Secretary and Compliance Officer		
Place	Bengaluru		
Date	21-04-2024		