

General information about company	
Scrip code	505355
NSE Symbol	NESCO
MSEI Symbol	NOTLISTED
ISIN	INE317F01035
Name of the entity	NESCO 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	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

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								Textual Information(1)
Whether the listed entity has a Regular Chairperson								Yes
Whether Chairperson is related to MD or CEO								Yes
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
1	Mr	Krishna Sumant Patel	AHGPP0595G	01519572	Executive Director	Chairperson	MD	09-08-1979
2	Mr	Mahendrakumar Chouhan	AABPC9245Q	00187253	Non-Executive - Independent Director	Not Applicable		05-12-1955

3	Mr	Jai Shishir Diwanji	AADPD0804G	00910410	Non-Executive - Independent Director	Not Applicable		04-02-1973
4	Mr	K S Srinivasa Murty	AAEPK3873D	00499663	Non-Executive - Independent Director	Not Applicable		04-09-1943
5	Mrs	Sudhaben Sumant Patel	ACJPP2990F	00187055	Non-Executive - Non Independent Director	Not Applicable		25-05-1938
6	Mrs	Amrita V. Chowdhury	AGOPC5869M	02178520	Non-Executive - Independent Director	Not Applicable		16-11-1970
7	Mr	Manu Mahmud Parpia	AACPP8377R	00118333	Non-Executive - Independent Director	Not Applicable		16-01-1950
8	Mr	Ramakrishnan Ramamurthi	ADWPR4815R	00120246	Non-Executive - Independent Director	Not Applicable		31-07-1961
9	Mr	Manish Ishwarlal Panchal	ADJPP2430R	08431492	Non-Executive - Independent Director	Not Applicable		11-03-1971
10	Mr	Arun Tadarwal	AAGPT5697L	00020916	Non-Executive - Independent Director	Not Applicable		16-06-1957

### I. Composition of Board of Directors

#### Disqualification of Directors under section 164 of the Companies Act, 2013

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active

7	No				Active
8	No				Active
9	No				Active
10	No				Active

I. Composition of Board of Directors													
Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	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 [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)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		30-06-2008	01-07-2023			1	0	2	0			
2	NA		20-08-2014	01-04-2019	31-03-2024	120	2	2	3	2	Tenure Completion		
3	NA		20-08-2014	01-04-2019	31-03-2024	120	6	6	6	2	Tenure Completion		
4	Yes	28-03-2019	20-08-2014	01-04-2019	31-03-2024	120	1	1	2	0	Tenure Completion		
5	Yes	28-03-2019	16-07-2001	04-08-2023			1	0	1	1			
6	NA		14-05-2019	14-05-2019		58.18	4	4	4	0			
7	NA		15-07-2023		31-03-2024	8.17	1	1	1	0	Tenure Completion		
8	NA		15-07-2023			8.17	1	1	0	0			
9	NA		15-07-2023			8.17	1	1	0	0			



10	NA		13-02-2024			1.18	5	5	6	3		
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Text Block	
Textual Information(1)	<p>1.MD and Chairman is the same person.</p> <p>2.Mr. Mahendra K. Chouhan, Mr. Jai S. Diwanji, and Mr. K.S. Srinivasa Murty were re-appointed for a second term as Independent Directors of the Company for a period of five consecutive years with effect from 1st April 2019 upto 31st March 2024. Further Mr. Manu M. Parpia was appointed as an Independent Director of the Company for a second term with effect from 15th July 2023 upto 31st March 2024.</p> <p>3. Mr. Arun Tadarwal was appointed as NEID for a term of 5 years w.e.f. 13.02.2024 upto 12.02.2029 and the said appointment was approved by shareholders vide postal ballot Resolution on 21.03.2024.</p> <p>4. Ms. Amrita V. Chowdhury was reappointed as an Independent Director of the Company for a second term of five consecutive years with effect from 14.05.2024 to 13.05.2029 and the said appointment was approved by shareholders vide postal ballot Resolution on 21.03.2024.(this is for your information).</p>

Annexure 1	
<b>II. Composition of Committees</b>	
Disclosure of notes on composition of committees explanatory	Textual Information(1)

Annexure 1 Text Block	
Textual Information(1)	<p>1.Mr. Mahendra K. Chouhan, Mr. Jai S. Diwanji, and Mr. K.S. Srinivasa Murty were re-appointed for a second term as Independent Directors of the Company for a period of five consecutive years with effect from 1st April 2019 upto 31st March 2024 and cease to be members of the committes w.e.f. 31st March 2024.</p>

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	00187253	Mahendrakumar Chouhan	Non-Executive - Independent Director	Chairperson	19-04-2005	31-03-2024	
2	00910410	Jai Shishir Diwanji	Non-Executive - Independent Director	Member	03-11-2012	31-03-2024	
3	00499663	K S Srinivasa Murty	Non-Executive - Independent Director	Member	30-07-2007	31-03-2024	
4	02178520	Amrita V. Chowdhury	Non-Executive - Independent Director	Member	14-05-2019		
5	01519572	Krishna Sumant Patel	Executive Director	Member	03-08-2015		

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	00910410	Jai Shishir Diwanji	Non-Executive - Independent Director	Chairperson	03-11-2012	31-03-2024	
2	00187253	Mahendrakumar Chouhan	Non-Executive - Independent Director	Member	19-04-2005	31-03-2024	
3	00187055	Sudhaben Sumant Patel	Non-Executive - Non Independent Director	Member	03-08-2015		

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	00187055	Sudhaben Sumant Patel	Non-Executive - Non Independent Director	Chairperson	30-07-2005		
2	00910410	Jai Shishir Diwanji	Non-Executive - Independent Director	Member	03-11-2012	31-03-2024	
3	00499663	K S Srinivasa Murty	Non-Executive - Independent Director	Member	30-07-2007	31-03-2024	
4	01519572	Krishna Sumant Patel	Executive Director	Member	30-05-2016		

Risk Management Committee							
Whether the Risk Management 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	01519572	Krishna Sumant Patel	Executive Director	Chairperson	03-11-2015		
2	00910410	Jai Shishir Diwanji	Non-Executive - Independent Director	Member	03-11-2015	31-03-2024	
3	00187253	Mahendrakumar Chouhan	Non-Executive - Independent Director	Member	03-11-2015	31-03-2024	
4	99999999	Dipesh Ramesh Singhania	Chief Financial Officer	Member	03-11-2015		Textual Information(1)

### Sr Text Block

Textual Information(1) Chief Financial Officer is a member of the Committee and CFO has no DIN so mentioned 99999999 in mandatory DIN Column.

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility 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	00187055	Sudhaben Sumant Patel	Non-Executive - Non Independent Director	Chairperson	12-11-2021		
2	01519572	Krishna Sumant Patel	Executive Director	Member	28-05-2014		
3	00910410	Jai Shishir Diwanji	Non-Executive - Independent Director	Member	23-05-2015	31-03-2024	
4	00187253	Mahendrakumar Chouhan	Non-Executive - Independent Director	Member	28-05-2014	31-03-2024	

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)	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*
1	08-11-2023				Yes	9	9	7
2		13-02-2024	96		Yes	10	10	8

**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)	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)
1	Audit Committee	08-11-2023				Yes	5	5	4	0
2	Audit Committee	13-02-2024	96			Yes	5	5	4	0
3	Nomination and	08-11-2023				Yes	3	3	2	0

	remuneration committee									
4	Nomination and remuneration committee	13-02-2024	96			Yes	3	3	2	0
5	Nomination and remuneration committee	18-03-2024	33			Yes	3	3	2	0
6	Risk Management Committee	08-11-2023				Yes	3	3	2	1

### Annexure 1

#### IV. Meeting of Committees

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)	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)
7	Risk Management Committee	13-02-2024	96			Yes	3	3	2	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	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	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 1000 listed entities)	Yes
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:	Textual Information(1)

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	SHALINI KAMATH
2	Designation	Company Secretary and Compliance Officer

Text Block	
Textual Information(1)	Report for the quarter ended 31.12.2023 was placed before the meeting held on 13.02.2024. Report for the quarter ended 31.03.2024 shall be placed before the next board meeting.

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 terms 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		www.nesco.in
2	Terms and conditions of appointment of independent directors	Yes		www.nesco.in
3	Composition of various committees of board of directors	Yes		www.nesco.in
4	Code of conduct of board of directors and senior management personnel	Yes		www.nesco.in
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.nesco.in
6	Criteria of making payments to non-executive directors	Yes		www.nesco.in
7	Policy on dealing with related party transactions	Yes		www.nesco.in

8	Policy for determining 'material' subsidiaries	Yes		www.nesco.in
9	Details of familiarization programmes imparted to independent directors	Yes		www.nesco.in
10	Email address for grievance redressal and other relevant details	Yes		www.nesco.in
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.nesco.in
12	Financial results	Yes		www.nesco.in
13	Shareholding pattern	Yes		www.nesco.in
14	Details of agreements entered into with the media companies and/or their associates	NA		

## 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 terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
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	NA		
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		www.nesco.in
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		www.nesco.in
20	Secretarial Compliance Report	Yes		www.nesco.in
21	Materiality Policy as per Regulation 30 (4)	Yes		www.nesco.in

22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes		www.nesco.in
23	Disclosures under regulation 30(8)	Yes		www.nesco.in
24	Statements of deviation(s) or variations(s) as specified in regulation 32	NA		
25	Dividend Distribution policy as per Regulation 43A(1)	Yes		www.nesco.in
26	Annual return as provided under section 92 of the Companies Act, 2013	Yes		www.nesco.in
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes		www.nesco.in
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes		www.nesco.in

## Annexure II

### II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	

10	Compliance Certificate	17(8)	Yes	
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### Annexure II

#### II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
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 Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	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 and Remuneration Committee	19(3A)	Yes	

### Annexure II

#### II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Role of Nomination and Remuneration Committee	19(4)	Yes	
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
23	Meeting of Stakeholders 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	

## Annexure II

### II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
31	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)	NA	
33	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
35	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	
38	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	

## Annexure II

### II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
41	Declaration from Independent Director	25(8) & (9)	Yes	
42	Directors and Officers insurance	25(10)	Yes	
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	NA	
44	Memberships in Committees	26(1)	Yes	
45	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	
48	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)	NA	
	Any other information to be provided - Add Notes			

## Annexure II

1	Name of signatory	SHALINI KAMATH
2	Designation	Company Secretary and Compliance Officer

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

Annexure II		
1	Name of signatory	SHALINI KAMATH
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure		
Applicability of disclosure	Not Applicable	
Reason for Non Applicability	Textual Information(1)	

Text Block	
Textual Information(1)	No loans/gurantes/confort letters/securities are given or provided to any promoters/promoter group/directors/KMPs or any of their relatives.



Details of Cyber security 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 documents during the quarter		No
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

Signatory Details	
Name of signatory	SHALINI KAMATH
Designation of person	Company Secretary and Compliance Officer
Place	MUMBAI
Date	10-04-2024