

| <b>General information about company</b>                       |                         |
|--|-------------------------|
| Scrip code   | 533023                  |
| NSE Symbol   | WABCOINDIA              |
| MSEI Symbol  |                         |
| ISIN   | INE342J01019            |
| Name of the entity   | WABCO INDIA LIMITED     |
| Date of start of financial year                                | 01-04-2019              |
| Date of end of financial year                                  | 31-03-2020              |
| Reporting Quarter  | Quarterly               |
| Date of Report   | 30-06-2019              |
| Risk management committee                                      | Applicable              |
| Market Capitalisation as per immediate previous Financial Year | Top 500 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 |             |          |                                      |                         |                         |               |                             |                        |                   |                                |  |   |   |  |                             |
|--|-------------|----------|--------------------------------------|-------------------------|-------------------------|---------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|--|-----------------------------|
| Whether the listed entity has a Regular Chairperson                  |             |          |                                      |                         |                         |               |                             |                        |                   | Yes                            |  |   |   |  |                             |
| Whether Chairperson is related to MD or CEO                          |             |          |                                      |                         |                         |               |                             |                        |                   | No                             |  |   |   |  |                             |
| 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 |
| MUTHUSWAMI LAKSHMINARAYAN  | AAAXPL6125G | 00064750 | Non-Executive - Independent Director | Chairperson             |                         | 07-09-1946    | 25-10-2010                  | 01-04-2019             |                   | 3                              | 6  | 5   | 7   | 2  |                             |
| NARAYAN KEELVEEDHI SESHADRI  | AAVPS2486D  | 00053563 | Non-Executive - Independent Director | Not Applicable          |                         | 13-04-1957    | 11-06-2008                  | 01-04-2019             |                   | 3                              | 7  | 2   | 6   | 4  |                             |
| LAKSHMI VENU   | ABFPL6832M  | 02702020 | Non-Executive - Independent Director | Not Applicable          |                         | 16-04-1983    | 19-05-2016                  |                        |                   | 37                             | 3  | 1   | 1   | 0  |                             |
| PERIAKARUPPA NADAR KANIAPPAN   | AADPK7915M  | 02696192 | Executive Director                   | Not Applicable          | MD                      | 12-03-1960    | 17-06-2009                  | 17-06-2019             |                   |                                | 1  | 0   | 1   | 0  |                             |

## I. Composition of Board of Directors

### Disclosure of notes on composition of board of directors explanatory

#### Wether 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 fo provide PAN |
|----|-----------------|----------------------|------------|----------|--|-------------------------|-------------------------|---------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|--|----------------------|
| 5  | Ms              | BROWN LISA JANE      | ZZZZZ9999Z | 07053317 | Non-Executive - Non Independent Director | Not Applicable          |                         | 10-03-1978    | 23-01-2015                  | 27-07-2018             |                   |                                | 1  | 0   | 1   | 1  | Textual Informati    |
| 6  | Mr              | SEAN ERNEST DEASON   | ZZZZZ9999Z | 07334776 | Non-Executive - Non Independent Director | Not Applicable          |                         | 10-05-1971    | 09-11-2015                  |                        |                   |                                | 1  | 0   | 1   | 0  | Textual Informati    |
| 7  | Mr              | PHILIPPE COLPRON     | ZZZZZ9999Z | 08344534 | Non-Executive - Non Independent Director | Not Applicable          |                         | 24-07-1978    | 29-01-2019                  |                        |                   |                                | 1  | 0   | 0   | 0  | Textual Informati    |
| 8  | Mr              | CHRISTIAN BRENNEKE   | ZZZZZ9999Z | 08344547 | Non-Executive - Non Independent Director | Not Applicable          |                         | 06-06-1974    | 29-01-2019                  |                        |                   |                                | 1  | 0   | 0   | 0  | Textual Informati    |

**Text Block**

|                        |  |
|------------------------|--|
| Textual Information(1) | HE IS A FOREIGN NATIONAL AND HENCE PAN DETAILS ARE NOT AVAILABLE |
| Textual Information(2) | HE IS A FOREIGN NATIONAL AND HENCE PAN DETAILS ARE NOT AVAILABLE |
| Textual Information(3) | HE IS A FOREIGN NATIONAL AND HENCE PAN DETAILS ARE NOT AVAILABLE |
| Textual Information(4) | HE IS A FOREIGN NATIONAL AND HENCE PAN DETAILS ARE NOT AVAILABLE |

| 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   | 00053563   | NARAYAN KEELVEEDHI<br>SESHADRI | Non-Executive - Independent Director     | Chairperson             | 11-06-2008          |                   |         |
| 2   | 00064750   | MUTHUSWAMI<br>LAKSHMINARAYAN   | Non-Executive - Independent Director     | Member                  | 04-04-2016          |                   |         |
| 3   | 07334776   | SEAN ERNEST DEASON             | Non-Executive - Non Independent Director | Member                  | 09-11-2015          |                   |         |

| 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   | 00053563   | NARAYAN KEELVEEDHI<br>SESHADRI | Non-Executive - Independent Director     | Chairperson             | 20-05-2014          |                   |         |
| 2   | 00064750   | MUTHUSWAMI<br>LAKSHMINARAYAN   | Non-Executive - Independent Director     | Member                  | 20-05-2014          |                   |         |
| 3   | 07053317   | BROWN LISA JANE                | Non-Executive - Non Independent Director | Member                  | 09-11-2015          |                   |         |
| 4   | 07334776   | SEAN ERNEST DEASON             | Non-Executive - Non Independent Director | Member                  | 29-01-2019          |                   |         |

| 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   | 07053317   | BROWN LISA JANE              | Non-Executive - Non Independent Director | Chairperson             | 09-11-2015          |                   |         |
| 2   | 02696192   | PERIAKARUPPA NADAR KANIAPPAN | Executive Director                       | Member                  | 17-06-2014          |                   |         |
| 3   | 00064750   | MUTHUSWAMI LAKSHMINARAYAN    | Non-Executive - Independent Director     | Member                  | 29-01-2019          |                   |         |

| 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   | 00053563   | NARAYAN KEELVEEDHI<br>SESHADRI  | Non-Executive - Independent<br>Director     | Chairperson             | 29-01-2019          |                   |         |
| 2   | 02696192   | PERIAKARUPPA NADAR<br>KANIAPPAN | Executive Director                          | Member                  | 29-01-2019          |                   |         |
| 3   | 07334776   | SEAN ERNEST DEASON              | Non-Executive - Non<br>Independent Director | Member                  | 29-01-2019          |                   |         |
| 4   | 99999999   | R S RAJA GOPAL SASTRY           | Member                                      | Member                  | 29-01-2019          |                   |         |
| 5   | 99999999   | M S RAVI KUMAR                  | Member                                      | Member                  | 29-01-2019          |                   |         |
| 6   | 99999999   | V RAMANATHAN                    | Member                                      | Member                  | 29-01-2019          |                   |         |



| 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   | 02696192   | PERIAKARUPPA NADAR<br>KANIAPPAN | Executive Director                          | Chairperson             | 20-05-2014          |                   |         |
| 2   | 07053317   | BROWN LISA JANE                 | Non-Executive - Non<br>Independent Director | Member                  | 09-11-2015          |                   |         |
| 3   | 00064750   | MUTHUSWAMI<br>LAKSHMINARAYAN    | Non-Executive - Independent<br>Director     | Member                  | 20-05-2014          |                   |         |
| 4   | 02702020   | LAKSHMI VENU                    | Non-Executive - Independent<br>Director     | Member                  | 08-11-2016          |                   |         |

| 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  | 29-01-2019  |  |   |                              | Yes  | 8                            | 3   |
| 2  |   | 07-05-2019   | 97  |                              | Yes  | 6                            | 1   |
| 3  |   | 25-05-2019   | 17  |                              | Yes  | 8                            | 3   |

**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  | Nomination and remuneration committee | 29-01-2019  |   |                         |                               | Yes  |                              |   |
| 2  | Nomination and remuneration committee | 07-05-2019  | 97  |                         |                               | Yes  | 3                            | 1   |
| 3  | Stakeholders Relationship Committee   | 29-01-2019  |   |                         |                               | Yes  | 2                            | 0   |
| 4  | Stakeholders Relationship Committee   | 07-05-2019  | 97  |                         |                               | Yes  | 3                            | 1   |
| 5  | Audit Committee                       | 29-01-2019  |   |                         |                               | Yes  | 2                            | 2   |
| 6  | Audit Committee                       | 25-05-2019  | 115   |                         |                               | Yes  | 4                            | 3   |

**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) | Number of Directors present* | No. of Independent Directors attending the meeting* |
|----|---|---|---|-------------------------|-------------------------------|--|------------------------------|---|
| 7  | Corporate Social Responsibility Committee | 07-05-2019  |   |                         |                               | Yes  | 3                            | 1   |

**Annexure 1**

**V. Related Party Transactions**

| Sr | Subject  | Compliance status<br>(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   | Yes                              |  |
| 3  | Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | Yes                              |  |

## Annexure 1

| <b>Annexure 1</b>       |  |                            |
|-------------------------|--|----------------------------|
| <b>VI. Affirmations</b> |  |                            |
| 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 100 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                        |

**Annexure 1**

| Sr | Subject           | Compliance status |
|----|-------------------|-------------------|
| 1  | Name of signatory | M C GOKUL         |
| 2  | Designation       | Company Secretary |



**Signatory Details**

|                       |                   |
|-----------------------|-------------------|
| Name of signatory     | M C GOKUL         |
| Designation of person | Company Secretary |
| Place                 | CHENNAI           |
| Date                  | 10-07-2019        |

