

**ANNEXURE I**

**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity - **Wabco India Limited**  
 2. Quarter ending - **31.03.2021**

**i. Composition Of Board Of Director**

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/Non-Executive/Independent/Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	Whether special resolution passed?	Date of passing special resolution	No. of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Memberships in Committees of the Company	Remarks
Mr.	MUTHUSWAMI LAKSHMINARAYAN	00064750	AAXPL6125G	ID,C & NED		25-Oct-2010	01-Apr-2019		24	07-Sep-1946	Yes	14-Aug-2019	7	6	7	3	AC,SC, NRC	
Mr.	MAHESH CHHABRIA	00166049	ADCPM8911H	ID		16-May-2020	16-May-2020		10	19-Apr-1964	NA		6	3	3	2	AC	
Ms.	LAKSHMI VENU	02702020	ABFPL6832M	ID		19-May-2016	19-May-2016		58	16-Apr-1983	NA		3	1	3	0	AC,NRC	
Mr.	PERIAKARUPPA NADAR KANIAPPAN	02696192	AADPK7915M	ED		17-Jun-2009	17-Jun-2019		21	12-Mar-1960	NA		1	0	1	0	SC,RC	
Mr.	PHILIPPE COLPRON	08344534	ZZZZZ9999Z	NED		29-Jan-2019	14-Aug-2019		0	24-Jul-1978	NA		1	0	0	0	RMC	He is the Foreign National, Hence PAN details are not available.
Mr.	CHRISTIAN BRENNEKE	08344547	ZZZZZ9999Z	NED		29-Jan-	14-Aug-		0	06-Jun-	NA		1	0	0	0	RMC,NRC	He is the Foreign

						2019	2019			1974									National, Hence PAN details are not available.
Mr.	ALEXANDER DE BOCK	08745365	ZZZZZ9999Z	NED		22-Sep-2020	25-Sep-2020		0	23-Nov-1976	NA		1	0	0	0	AC,SC		He is the Foreign National, Hence PAN details are not available.

Company Remarks	
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

**ii. Composition of Committees**

**a. Audit Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	MAHESH CHHABRIA	ID	Chairperson	22-May-2020	
2	MUTHUSWAMI LAKSHMINARAYAN	ID,C & NED	Member	20-May-2014	
3	LAKSHMI VENU	ID	Member	19-Mar-2020	
4	ALEXANDER DE BOCK	NED	Member	23-Oct-2020	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**b. Stakeholders Relationship Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	MUTHUSWAMI LAKSHMINARAYAN	ID,C & NED	Chairperson	29-Jan-2019	
2	PERIAKARUPPA NADAR KANIAPPAN	ED	Member	17-Jun-2016	
3	ALEXANDER DE BOCK	NED	Member	23-Oct-2020	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**c. Risk Management Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	CHRISTIAN BRENNEKE	NED	Chairperson	19-Mar-2020	

2	PHILIPPE COLPRON	NED	Member	19-Mar-2020	
3	PERIAKARUPPA NADAR KANIAPPAN	ED	Member	29-Jan-2019	
4	R S RAJA GOPAL SASTRY	Member	Member	29-Jan-2019	
5	V RAMANATHAN	Member	Member	29-Jan-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**d. Nomination and Remuneration Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	LAKSHMI VENU	ID	Chairperson	19-Mar-2020	
2	MUTHUSWAMI LAKSHMINARAYAN	ID,C & NED	Member	20-May-2014	
3	CHRISTIAN BRENNEKE	NED	Member	19-Mar-2020	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**iii. Meeting of Board of Directors**

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
23-Oct-2020	10-Feb-2021	Yes	7	3
	19-Feb-2021	Yes	6	3

Company Remarks	
Maximum gap between any two consecutive (in number of days)	109

**iv. Meeting of Committees**

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	23-Oct-2020		Yes	4	3
Audit Committee		10-Feb-2021	Yes	4	3
Audit Committee		19-Feb-2021	Yes	4	3
Stakeholders Relationship Committee	23-Oct-2020		Yes	2	1
Stakeholders Relationship Committee		10-Feb-2021	Yes	3	1

Risk Management Committee		31-Mar-2021	Yes	3	0
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Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	109

v. **Related Party Transactions**

<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b>	<b>Remark</b>
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Yes	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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**VI. Affirmations**

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**
  - b. Nomination & remuneration committee - **Yes**
  - c. Stakeholders relationship committee - **Yes**
  - d. Risk management committee (applicable to the top 100 listed entities) - **Yes**
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. - **Yes**
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.- **Yes**
5.
  - a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
  - b. Any comments/observations/advice of Board of Directors may be mentioned here:

Nil
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**Name** : **M C GOKUL**  
**Designation** : **Company Secretary**

**ANNEXURE II**

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

<b>I. Disclosure on website in terms of Listing Regulations</b>			
<b>Item</b>	<b>Compliance status (Yes/No/NA)</b>	<b>Company Remark</b>	<b>Website</b>
<b>As per regulation 46(2) of the LODR:</b>			
Details of business	Yes		www.wabco-auto.com
Terms and conditions of appointment of	Yes		www.wabco-auto.com
Composition of various committees of board of	Yes		www.wabco-auto.com
Code of conduct of board of directors and senior	Yes		www.wabco-auto.com
Details of establishment of vigil mechanism/	Yes		www.wabco-auto.com
Criteria of making payments to non-executive	Yes		www.wabco-auto.com
Policy on dealing with related party transactions	Yes		www.wabco-auto.com
Policy for determining 'material' subsidiaries	Not Applicable		
Details of familiarization programs imparted to	Yes		www.wabco-auto.com
Email address for grievance redressal and other relevant details entity who are responsible for	Yes		www.wabco-auto.com
Contact information of the designated officials of	Yes		www.wabco-auto.com
Financial results	Yes		www.wabco-auto.com
Shareholding pattern	Yes		www.wabco-auto.com
Details of agreements entered into with the media companies and/or their associates	Not Applicable		
Schedule of analyst or institutional investor meet and presentations made by the listed entity to	Yes		www.wabco-auto.com
New name and the old name of the listed entity	Not Applicable		
Advertisements as per regulation 47 (1)	Yes		www.wabco-auto.com
Credit rating or revision in credit rating obtained	Not Applicable		
Separate audited financial statements of each	Not Applicable		
<b>As per other regulations of the LODR:</b>			
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.wabco-auto.com
Materiality Policy as per Regulation 30	Yes		www.wabco-auto.com
Dividend Distribution policy as per Regulation	Yes		www.wabco-auto.com
It is certified that these contents on the website	Yes		www.wabco-auto.com

<b>II Annual Affirmations</b>			
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status</b>	<b>Company Remark</b>
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes	
<i>Board composition</i>	17(1), 17(1A) & 17(1B)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Quorum of Board meeting</i>	17(2A)	Yes	
<i>Review of Compliance Reports</i>	17(3)	Yes	
<i>Plans for orderly succession for appointments</i>	17(4)	Yes	
<i>Code of Conduct</i>	17(5)	Yes	
<i>Fees/compensation</i>	17(6)	Yes	
<i>Minimum Information</i>	17(7)	Yes	
<i>Compliance Certificate</i>	17(8)	Yes	
<i>Risk Assessment &amp; Management</i>	17(9)	Yes	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	
<i>Recommendation of Board</i>	17(11)	Yes	
<i>Maximum number of directorship</i>	17A	Yes	
<i>Composition of Audit Committee</i>	18(1)	Yes	
<i>Meeting of Audit Committee</i>	18(2)	Yes	
<i>Composition of nomination &amp; remuneration committee</i>	19(1) & (2)	Yes	
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Yes	
<i>Meeting of nomination &amp; remuneration committee</i>	19(3A)	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	Yes	
<i>Meeting of stakeholder relationship committee</i>	20(3A)	Yes	
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Yes	
<i>Meeting of Risk Management Committee</i>	22	Yes	
<i>Vigil Mechanism</i>	22	Yes	
<i>Policy for related party Transaction</i>	23(1),(1A),(5),(6),(7) & (8)	Yes	
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	Yes	
<i>Approval for material related party transactions</i>	23(4)	Yes	
<i>Disclosure of related party transactions on consolidated basis</i>	23(9)	Yes	

<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Not Applicable	
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5) & (6)	Not Applicable	
<i>Annual Secretarial Compliance Report</i>	24(A)	Yes	
<i>Alternate Director to Independent Director</i>	25(1)	Not Applicable	
<i>Maximum Tenure</i>	25(2)	Yes	
<i>Meeting of independent directors</i>	25(3) & (4)	Yes	
<i>Familiarization of independent directors</i>	25(7)	Yes	
<i>Declaration from Independent Director</i>	25(8) & (9)	Yes	
<i>D &amp; O Insurance for Independent Directors</i>	25(10)	Yes	
<i>Memberships in Committees</i>	26(1)	Yes	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes	
<i>Disclosure of Shareholding by Non- Executive Directors</i>	26(4)	Yes	
<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	Yes	

<b>Other Information</b>	
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### III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Not Applicable**

<b>Other Information</b>	
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**Name** : **M C GOKUL**  
**Designation** : **Company Secretary**  
**Date** : **15.04.2021**