

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	Quarterly
Date of Report	31-12-2024
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 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							No	
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	KOJI IKETANI		08486128	Non-Executive - Non Independent Director	Chairperson related to Promoter		07-11-1962
2	Mr	MURALI GOPALAKRISHNAN		08066529	Executive Director	Not Applicable	CEO	05-06-1965
3	Mr	RAJESH RAMNIKLAL MUNI		00193527	Non-Executive - Independent Director	Not Applicable		23-12-1951
4	Mr	M S JAGAN		02002827	Non-Executive - Independent Director	Not Applicable		29-06-1956
5	Mr	TORU HORIUCHI		08111162	Non-Executive - Non Independent Director	Not Applicable		26-08-1967
6	Mrs	CAUVERY DHARMARAJ		02917088	Non-Executive - Independent Director	Not Applicable		20-06-1967

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

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	No		19-06-2019		31-12-2024		1	0	2	0	Others	Textual Information(2)	
2	NA		01-11-2022				1	0	0	0			
3	No		06-05-2017	06-05-2022		91.25	2	2	3	2			
4	No		07-02-2020	07-02-2020		58.25	1	1	2	1			
5	No		01-11-2022				1	0	0	0			
6	No		08-08-2024	08-08-2024		4.23	2	2	2	0			

Text Block

Textual Information(1)	With respect to resignation of Mr. Koji Iketani (DIN: 08486128) effective from 31st December 2024, from the Board and Committees, Mr. Satoshi Iwanaga (DIN: 10817792) has been appointed as the Non-Executive Non-Independent Director through postal ballot on 19th december 2024 with effect from 01st January 2025. subsequently appointed as the Chairman of the Board and Member in the Audit, NARC and SRC committees effective from 01st January 2025 in the place of Mr. Koji Iketani.
Textual Information(2)	FOREIGN NATIONAL

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

Annexure 1 Text Block

Textual Information(1)	With respect to resignation of Mr. Koji Iketani (DIN: 08486128) effective from 31st December 2024, from the Board and Committees, Mr. Satoshi Iwanaga (DIN: 10817792) has been appointed as the Non-Executive Non-Independent Director through postal ballot on 19th december 2024 with effect from 01st January 2025. subsequently appointed as the Chairman of the Board and Member in the Audit, NARC and SRC committees effective from 01st January 2025 in place of Mr. Koji Iketani.
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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	00193527	RAJESH RAMNIKLAL MUNI	Non-Executive - Independent Director	Chairperson	06-05-2017		
2	02002827	M S JAGAN	Non-Executive - Independent Director	Member	11-06-2020		
3	02917088	CAUVERY DHARMARAJ	Non-Executive - Independent Director	Member	11-09-2024		
4	08486128	KOJI IKETANI	Non-Executive - Non Independent Director	Member	08-08-2019	31-12-2024	

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	02917088	CAUVERY DHARMARAJ	Non-Executive - Independent Director	Chairperson	11-09-2024		
2	00193527	RAJESH RAMNIKLAL MUNI	Non-Executive - Independent Director	Member	08-08-2019		
3	02002827	M S JAGAN	Non-Executive - Independent Director	Member	01-05-2023		
4	08486128	KOJI IKETANI	Non-Executive - Non Independent Director	Member	01-11-2022	31-12-2024	

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	02002827	M S JAGAN	Non-Executive - Independent Director	Chairperson	01-05-2023		
2	00193527	RAJESH RAMNIKLAL MUNI	Non-Executive - Independent Director	Member	04-11-2017		
3	02917088	CAUVERY DHARMARAJ	Non-Executive - Independent Director	Member	11-09-2024		
4	08486128	KOJI IKETANI	Non-Executive - Non Independent Director	Member	01-05-2023	31-12-2024	

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

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	02002827	M S JAGAN	Non-Executive - Independent Director	Chairperson	01-11-2022		
2	00193527	RAJESH RAMNIKLAL MUNI	Non-Executive - Independent Director	Member	07-08-2018		
3	02917088	CAUVERY DHARMARAJ	Non-Executive - Independent Director	Member	11-09-2024		
4	08066529	MURALI GOPALAKRISHNAN	Executive Director	Member	01-05-2023		

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	08-08-2024				Yes	7	7	4
2		08-11-2024	91		Yes	6	6	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)	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	08-08-2024				Yes	4	4	3	0
2	Audit Committee	08-11-2024	91			Yes	4	4	3	0
3	Nomination and remuneration committee	08-08-2024				Yes	4	4	3	0
4	Nomination and remuneration committee	07-11-2024	90			Yes	4	4	3	0
5	Stakeholders Relationship Committee	08-08-2024				Yes	4	4	3	0
6	Stakeholders Relationship Committee	07-11-2024	90			Yes	4	4	3	0

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	Corporate Social Responsibility Committee	08-08-2024				Yes	4	4	3	0
8	Corporate Social Responsibility Committee	07-11-2024	90			Yes	4	4	3	0

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	Yes	

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)	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

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	S. Sundaramurthy
2	Designation	Company Secretary and Compliance Officer

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	S. Sundaramurthy
Designation of person	Company Secretary and Compliance Officer
Place	Chennai
Date	17-01-2025