

Corporate Governance Report for the Quarter ended 30th September, 2020

1. Name of Listed Entity - **UTI Asset Management Company Limited**
 2. Quarter ending - **30th September, 2020**

i. Composition of Board of Directors

Name of the Director	DIN	Category	Initial Date of Appointment	Date of Re-Appointment	Date of cessation	Tenure	Date of Birth	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
Dinesh Kumar Mehrotra	00142711	Non-Executive Chairman & Independent Director	11-Apr-2017	-	-	41	05-May-1953	4	4	6	0
Ashok Shah	01194846	Non-Executive - Independent Director	07-May-2019	-	-	16	05-Jun-1950	2	2	2	1
Deepak Kumar Chatterjee	03379600	Non-Executive - Independent Director	25-Sep-2019	-	-	24	01-Nov-1953	1	1	2	1
Dipali Hemant Sheth	07556685	Non-Executive - Independent Director	20-Nov-2019	-	-	10	04-Jul-1965	2	2	2	0
Edward Cage Bernard	08243277	Non-Executive – Non	01-Oct-2018	-	-	-	12-Feb-1956	1	0	1	1



		Independent Director									
Flemming Madsen	02904543	Non-Executive – Non Independent Director	20-Jan-2010	-	-	-	12-Aug-1965	1	0	1	0
Imtaiyazur Rahman	01818725	Executive Director and CEO	28-Apr-2019	-	-	-	07-Sep-1963	1	0	0	0
Jayashree Vaidhyanathan	07140297	Non-Executive - Independent Director	20-Nov-2019	-	-	10	01-Feb-1970	1	1	0	0
Narasimhan Seshadri	03486485	Non-Executive - Independent Director	14-Oct-2016	-	-	47	30-Apr-1953	1	1	4	0
Rajeev Kakar	01888608	Non-Executive - Independent Director	20-Nov-2019	-	-	10	01-Jul-1963	1	1	1	0
Uttara Dasgupta	06570950	Non-Executive - Independent Director	14-Oct-2016	-	-	47	19-Nov-1949	1	1	1	0

Company Remarks	Mr. Imtaiyazur Rahman was appointed as the Chief Executive Officer of our Company for a period of two years with effect from June 13, 2020.
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No



ii. Composition of Committees

a. Audit Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Dinesh Kumar Mehrotra	Non-Executive Chairman & Independent Director	Member	29-Jan-2018	-
2	Deepak Kumar Chatterjee	Non-Executive - Independent Director	Chairperson	24-Oct-2018	-
3	Flemming Madsen	Non-Executive – Non Independent Director	Member	02-Mar-2010	-
4	Narasimhan Seshadri	Non-Executive - Independent Director	Member	27-Jan-2017	-
5	Rajeev Kakar	Non-Executive - Independent Director	Member	16-Dec-2019	-

Company Remarks	-
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Deepak Kumar Chatterjee	Non-Executive - Independent Director	Member	24-Oct-2018	-
2	Edward Cage Bernard	Non-Executive – Non Independent Director	Chairperson	24-Oct-2018	-
3	Uttara Dasgupta	Non-Executive - Independent Director	Member	05-Apr-2018	-

Company Remarks	-
Whether Permanent chairperson appointed	Yes



c. Risk Management Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Ashok Shah	Non-Executive - Independent Director	Member	23-Oct-2019	-
2	Deepak Kumar Chatterjee	Non-Executive - Independent Director	Member	27-Apr-2019	-
3	Flemming Madsen	Non-Executive – Non Independent Director	Member	02-Mar-2010	-
4	Jayashree Vaidhyanathan	Non-Executive - Independent Director	Member	16-Dec-2019	-
5	Narasimhan Seshadri	Non-Executive - Independent Director	Chairperson	05-Apr-2018	-

Company Remarks	-
Whether Permanent chairperson appointed	Yes

d. Nomination and Remuneration Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Dinesh Kumar Mehrotra	Non-Executive Chairman & Independent Director	Member	05-Apr-2018	-
2	Dipali Hemant Sheth	Non-Executive - Independent Director	Member	16-Dec-2019	-
3	Edward Cage Bernard	Non-Executive - Non Independent Director	Member	24-Oct-2018	-
4	Narasimhan Seshadri	Non-Executive - Independent Director	Chairperson	24-Oct-2018	-
5	Uttara Dasgupta	Non-Executive - Independent Director	Member	27-Jan-2017	-

Company Remarks	-
Whether Permanent chairperson appointed	Yes



e. CSR Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Dinesh Kumar Mehrotra	Non-Executive Chairman & Independent Director	Member	05-Apr-2018	-
2	Uttara Dasgupta	Non-Executive - Independent Director	Member	16-Dec-2019	-
3	Edward Cage Bernard	Non-Executive – Non Independent Director	Member	24-Oct-2018	-

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
29-Apr-2020	22-Jul-2020	Yes	11	8
12-Jun-2020	26-Aug-2020	Yes	11	8
	12-Sep-2020	Yes	11	8
	21-Sep-2020	Yes	11	8
	28-Sep-2020	Yes	10	8

Company Remarks	-
Maximum gap between any two consecutive (in number of days)	39

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	29-Apr-2020		Yes	5	4
Audit Committee	-	22-Jul-2020	Yes	5	4
Audit Committee	-	28-Sep-2020	Yes	4	4
Nomination & Remuneration Committee	28-Apr-2020	-	Yes	5	4



Nomination & Remuneration Committee	05-Jun-2020	-	Yes	5	4
Nomination & Remuneration Committee	12-Jun-2020	-	Yes	5	4

Company Remarks	-
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	83

v. **Related Party Transactions**

<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>	<i>Remark</i>
Whether prior approval of audit committee obtained	Not Applicable	-
Whether shareholder approval obtained for material RPT	Not Applicable	-
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Not Applicable	-

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. - **No**
 b. Any comments/observations/advice of Board of Directors may be mentioned here:



The company was listed on 12th October, 2020. The requisite report will be placed in the immediate ensuing meeting.

Affirmations

Broad Heading	Regulation Number	Compliance Status	Company Remark
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Not Applicable	-
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Not Applicable	-
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Not Applicable	-
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Not Applicable	-
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Not Applicable	-

Note: The Annual General Meeting is yet to be conducted for FY 2019-20.

Name : Arvind Patkar
Designation : Company Secretary & Compliance Officer

