

**ANNEXURE I**

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

1. Name of Listed Entity - %companyName%  
 2. Quarter ending - %quarterEnded%

**i. Composition Of Board Of Director**

| T<br>i<br>t<br>l<br>e<br>(<br>M<br>r<br>/<br>M<br>s<br>) | N<br>a<br>m<br>e<br>o<br>f<br>t<br>h<br>e<br>D<br>i<br>r<br>e<br>c<br>t<br>o<br>r                | D<br>I<br>N | P<br>A<br>N                     | C<br>a<br>t<br>e<br>g<br>o<br>r<br>y<br>(C<br>h<br>a<br>i<br>r<br>p<br>e<br>r<br>s<br>o<br>n<br>/<br>E<br>x<br>e<br>c<br>u<br>t<br>i<br>v<br>e<br>/<br>N<br>o<br>n<br>-<br>E<br>x<br>e<br>c<br>u<br>t<br>i<br>v<br>e<br>/<br>I<br>n<br>d<br>e<br>p<br>e<br>n<br>d<br>e<br>n<br>t<br>/<br>N<br>o<br>m<br>i<br>n<br>e<br>e) | S<br>u<br>b<br>C<br>a<br>t<br>e<br>g<br>o<br>r<br>y | I<br>n<br>i<br>t<br>i<br>a<br>l<br>D<br>a<br>t<br>e<br>o<br>f<br>A<br>p<br>p<br>o<br>i<br>n<br>t<br>m<br>e<br>n<br>t | D<br>a<br>t<br>e<br>o<br>f<br>A<br>p<br>p<br>o<br>i<br>n<br>t<br>m<br>e<br>n<br>t | D<br>a<br>t<br>e<br>o<br>f<br>c<br>e<br>s<br>s<br>a<br>t<br>i<br>o<br>n | T<br>e<br>n<br>u<br>r<br>e | D<br>a<br>t<br>e<br>o<br>f<br>B<br>i<br>r<br>t<br>h | W<br>h<br>e<br>t<br>h<br>e<br>r<br>s<br>p<br>e<br>c<br>i<br>a<br>l<br>r<br>e<br>s<br>o<br>l<br>u<br>t<br>i<br>o<br>n<br>p<br>a<br>s<br>s<br>e<br>d<br>? | D<br>a<br>t<br>e<br>o<br>f<br>p<br>a<br>s<br>s<br>i<br>n<br>g<br>s<br>p<br>e<br>c<br>i<br>a<br>l<br>r<br>e<br>s<br>o<br>l<br>u<br>t<br>i<br>o<br>n | N<br>o.<br>o<br>f<br>D<br>i<br>r<br>e<br>c<br>t<br>o<br>r<br>s<br>h<br>i<br>p<br>i<br>n<br>l<br>i<br>s<br>t<br>e<br>d<br>e<br>n<br>t<br>i<br>t<br>i<br>e<br>s<br>i<br>n<br>c<br>l<br>u<br>d<br>i<br>n<br>g<br>t<br>h<br>i<br>s<br>l<br>i<br>s<br>t<br>e<br>d<br>e<br>n<br>t<br>i<br>t<br>y | N<br>o<br>o<br>f<br>I<br>n<br>d<br>e<br>p<br>e<br>n<br>d<br>e<br>n<br>t<br>D<br>i<br>r<br>e<br>c<br>t<br>o<br>r<br>s<br>h<br>i<br>p<br>i<br>n<br>l<br>i<br>s<br>t<br>e<br>d<br>e<br>n<br>t<br>i<br>t<br>y<br>i<br>n<br>c<br>l<br>u<br>d<br>i<br>n<br>g<br>t<br>h<br>i<br>s<br>l<br>i<br>s<br>t<br>e<br>d<br>e<br>n<br>t<br>i<br>t<br>y | N<br>o<br>o<br>f<br>m<br>e<br>m<br>b<br>e<br>r<br>s<br>h<br>i<br>p<br>i<br>n<br>A<br>u<br>d<br>i<br>t<br>/<br>S<br>t<br>a<br>k<br>e<br>h<br>o<br>l<br>d<br>e<br>r<br>C<br>o<br>m<br>m<br>i<br>t<br>t<br>e<br>e<br>s<br>i<br>n<br>c<br>l<br>u<br>d<br>i<br>n<br>g<br>t<br>h<br>i<br>s<br>l<br>i<br>s<br>t<br>e<br>d<br>e<br>n<br>t<br>i<br>t<br>y | N<br>o<br>o<br>f<br>p<br>o<br>s<br>t<br>o<br>f<br>C<br>h<br>a<br>i<br>r<br>p<br>e<br>r<br>s<br>o<br>n<br>i<br>n<br>A<br>u<br>d<br>i<br>t<br>/<br>S<br>t<br>a<br>k<br>e<br>h<br>o<br>l<br>d<br>e<br>r<br>C<br>o<br>m<br>m<br>i<br>t<br>t<br>e<br>e<br>h<br>e<br>l<br>d<br>i<br>n<br>l<br>i<br>s<br>t<br>e<br>d<br>e<br>n<br>t<br>i<br>t<br>i<br>e<br>s<br>i<br>n<br>c<br>l<br>u<br>d<br>i<br>n<br>g<br>t<br>h<br>i<br>s<br>l<br>i<br>s<br>t<br>e<br>d<br>e<br>n<br>t<br>i<br>t<br>y | M<br>e<br>m<br>b<br>e<br>r<br>s<br>h<br>i<br>p<br>i<br>n<br>C<br>o<br>m<br>m<br>i<br>t<br>t<br>e<br>e<br>s<br>o<br>f<br>t<br>h<br>e<br>C<br>o<br>m<br>p<br>a<br>n<br>y | R<br>e<br>m<br>a<br>r<br>k<br>s |
|--|--|-------------|---------------------------------|---|---|--|---|---|----------------------------|---|---|--|--|--|--|--|--|---------------------------------|
| M<br>r.  | J<br>a<br>g<br>d<br>i<br>s<br>h<br>k<br>u<br>m<br>a<br>r<br>m<br>a<br>d<br>a<br>n<br>l<br>a<br>l | 0           | A<br>A<br>C<br>P<br>G<br>2<br>7 | C<br>&<br>E<br>D  |   |  |   |   |                            |   |   |  | 0  | 1  | 1  | 0  | AC   |                                 |

|         |   |                                      |  |    |  |                     |                             |   |  |  |   |   |   |   |                    |  |
|---------|---|--------------------------------------|--|----|--|---------------------|-----------------------------|---|--|--|---|---|---|---|--------------------|--|
|         | Gu<br>pta                                 | 8<br>7                               | 5<br>3<br>N                                    |    |  |                     |                             |   |  |  |   |   |   |   |                    |  |
| M<br>r. | Ka<br>mal<br>Jag<br>dis<br>h<br>Gu<br>pta | 0<br>0<br>6<br>2<br>8<br>0<br>5<br>3 | A<br>A<br>E<br>P<br>G<br>9<br>8<br>9<br>2<br>N | ED |  |                     |                             |   |  |  | 0 | 1 | 1 | 0 | SC,R<br>MC         |  |
| M<br>r. | Nal<br>in<br>Jag<br>dis<br>h<br>Gu<br>pta | 0<br>0<br>6<br>2<br>7<br>8<br>3<br>2 | A<br>A<br>E<br>P<br>G<br>9<br>9<br>2<br>0<br>B | ED |  |                     |                             |   |  |  | 0 | 1 | 1 | 0 | SC,R<br>MC         |  |
| M<br>r. | Pad<br>ma<br>nab<br>h P<br>Vor<br>a       | 0<br>0<br>0<br>0<br>3<br>1<br>9<br>2 | A<br>A<br>G<br>P<br>V<br>7<br>0<br>7<br>9<br>L | ID |  | 16-<br>Sep-<br>2014 |                             | 5 |  |  | 0 | 6 | 6 | 3 | AC,N<br>RC         |  |
| M<br>r. | R.S<br>rini<br>vas<br>an                  | 0<br>0<br>0<br>3<br>9<br>6<br>8<br>8 | A<br>A<br>Q<br>P<br>S<br>5<br>8<br>4<br>7<br>R | ID |  | 16-<br>Sep-<br>2014 |                             | 5 |  |  | 0 | 6 | 6 | 5 | AC,R<br>MC,N<br>RC |  |
| M<br>r. | As<br>hw<br>ani<br>Ku<br>mar              | 0<br>2<br>8<br>6<br>3<br>3           | A<br>A<br>F<br>P<br>K<br>6<br>7                | ID |  | 16-<br>Sep-<br>2014 | 28-<br>Sep<br>-<br>201<br>7 | 5 |  |  | 0 | 3 | 3 | 3 | SC,NR<br>C         | Resi<br>gned<br>from<br>the<br>Boar<br>d of<br>Direc |

|      |                     |          |            |     |  |             |   |  |  |  |    |   |   |        |  |  |  |
|------|---------------------|----------|------------|-----|--|-------------|---|--|--|--|----|---|---|--------|--|--|--|
|      |                     | 28       | 45F        |     |  |             |   |  |  |  |    |   |   |        |  |  | tors of the Company and also from the nomination remuneration Committee and Stakeholders committee |
| Mr.  | Ajit Singh Chatha   | 02289613 | AAKPC3593J | ID  |  | 16-Sep-2014 | 5 |  |  |  | 04 | 2 | 0 | AC,NRC |  |  |  |
| Mrs. | Kusum Jagdish Gupta | 03138909 | AAEPGG952H | NED |  |             |   |  |  |  | 01 | 0 | 0 | NA     |  |  |  |

|   |  |
|---|--|
| Company Remarks                             |  |
| Whether Permanent chairperson appointed     |  |
| Whether Chairperson is related to MD or CEO |  |

ii. **Composition of Committees**

a. **Audit Committee**

| Sr. No. | Name of the Director        | Category | Chairperson/Membership | Appointment Date | Cessation Date |
|---------|-----------------------------|----------|------------------------|------------------|----------------|
| 1       | Jagdishkumar madanlal Gupta | C & ED   | Member                 |                  |                |
| 2       | Padmanabh P Vora            | ID       | Member                 |                  |                |
| 3       | R.Srinivasan                | ID       | Chairperson            |                  |                |
| 4       | Ajith Singh Chatha          | ID       | Member                 |                  |                |

|   |  |
|---|--|
| Company Remarks                         |  |
| Whether Permanent chairperson appointed |  |

b. **Stakeholders Relationship Committee**

| Sr. No. | Name of the Director | Category | Chairperson/Membership | Appointment Date | Cessation Date |
|---------|----------------------|----------|------------------------|------------------|----------------|
| 1       | Kamal Jagdish Gupta  | ED       | Member                 |                  |                |
| 2       | Nalin Jagdish Gupta  | ED       | Member                 |                  |                |
| 3       | Ashwani Kumar        | ID       | Chairperson            |                  |                |

|   |   |
|---|---|
| Company Remarks                         | Ashwani Kumar Resigned from the Stakeholders committee on 28th September 2017 |
| Whether Permanent chairperson appointed |   |

c. **Risk Management Committee**

| Sr. No. | Name of the Director | Category | Chairperson/Membership | Appointment Date | Cessation Date |
|---------|----------------------|----------|------------------------|------------------|----------------|
| 1       | Kamal Jagdish Gupta  | ED       | Member                 |                  |                |
| 2       | Nalin Jagdish Gupta  | ED       | Member                 |                  |                |
| 3       | R.Srinivasan         | ID       | Chairperson            |                  |                |

|   |  |
|---|--|
| Company Remarks                         |  |
| Whether Permanent chairperson appointed |  |

d. **Nomination and Remuneration Committee**

| Sr. No. | Name of the Director | Category | Chairperson/Membership | Appointment Date | Cessation Date |
|---------|----------------------|----------|------------------------|------------------|----------------|
| 1       | Padmanabh P Vora     | ID       | Member                 |                  |                |
| 2       | R.Srinivasan         | ID       | Chairperson            |                  |                |
| 3       | Ashwani Kumar        | ID       | Member                 |                  |                |
| 4       | Ajith Singh Chatha   | ID       | Member                 |                  |                |

|   |  |
|---|--|
| Company Remarks                         | Ashwani Kumar Resigned from the Nomination and Remuneration Committee on 28th September 2017 |
| Whether Permanent chairperson appointed |  |

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-May-2017   | 10-Aug-2017   |                                   |                             |   |

|   |    |
|---|----|
| Company Remarks   |    |
| Maximum gap between any two consecutive (in number of days) | 72 |

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-May-2017  | 10-Aug-2017   |  | yes                         |   |
| Stakeholders Relationship Committee | 29-May-2017  | 10-Aug-2017   |  | yes                         |   |

|  |    |
|--|----|
| Company Remarks  |    |
| Maximum gap between any two consecutive (in number of days) [Only for Audit Committee] | 72 |

v. **Related Party Transactions**

| <i>Subject</i>   | <i>Compliance status (Yes/No/NA)</i> | <i>Remark</i> |
|--|--------------------------------------|---------------|
| 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 |  |
|--|--|

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:

|                  |
|------------------|
| %affirmComments% |
|------------------|

**Name** : %affirmName%

**Designation** : %affirmDesignation%

### ANNEXURE III

#### Affirmations

| <b>Broad Heading</b>   | <b>Regulation Number</b>             | <b>Compliance Status</b> | <b>Company Remark</b> |
|--|--------------------------------------|--------------------------|-----------------------|
| 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)                                | Yes                      |                       |
| Presence of Chairperson of Audit Committee at the Annual General Meeting   | 18(1)(d)                             | Yes                      |                       |
| Presence of Chairperson of the nomination and remuneration committee at the annual general meeting   | 19(3)                                | Yes                      |                       |
| Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting  | 20(3)                                |                          |                       |
| Whether "Corporate Governance Report" disclosed in Annual Report   | 34(3) read with para C of Schedule V | Yes                      |                       |

Note:

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**Name** : **Poornima Reddy**  
**Designation** : **Company Secretary**