

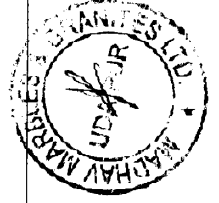
**Annexure I**  
**Format to be submitted by listed entity on quarterly basis**

Name of Listed Entity: **Madhav Marbles and Granites Limited**  
Quarter ending: **June 30, 2017**


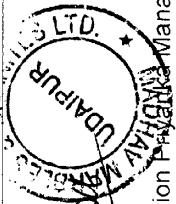
| I. Composition of Board of Directors |                          |                        |  |  |                    |  |  |  |  |
|--------------------------------------|--------------------------|------------------------|--|--|--------------------|--|--|--|--|
| Title (Mr. / Ms)                     | Name of the Director     | DIN&PAN                | Category (Chairperson/ Executive/ Non-Executive/ independent/ Nominee) | Date of Appointment/ the current term /cessation | Tenure (in months) | No of Directorship in listed entities including this listed entity (Refer Regulation 25(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) |  |
| Mr.                                  | Ashok Doshi              | 00648998<br>AALPD2969A | Executive  | May 01, 2015                                     | N.A                | 2  | 0  | 0  |  |
| Mr.                                  | Sudhir Doshi             | 00862707<br>AALPD2969B | Executive  | July 28, 2012                                    | N.A                | 1  | 2  | 0  |  |
| Mr.                                  | Ravi Kumar Krishnamurthi | 00464622<br>AAIPK4003B | Non-Executive/ Independent   | April 01, 2015                                   | 60                 | 2  | 3  | 0  |  |
| Mr.                                  | Prakash Kumar Verdia     | 02429305<br>AAMPV3265A | Non-Executive/ Independent   | April 01, 2014                                   | 60                 | 1  | 2  | 1  |  |
| Mr.                                  | Roshan Lal Nagar         | 02416642<br>ABGPN7114F | Non-Executive/ Independent   | April 01, 2014                                   | 60                 | 2  | 2  | 1  |  |
| Ms.                                  | Swati Yadav              | 06572438<br>ADHPY4511C | Non-Executive/ Independent   | March 01, 2015                                   | 60                 | 1  | 0  | 0  |  |



| II. Composition of Committees  |  |   |  |
|--|--|---|--|
| Name of Committee  | Name of Committee members  | Category (Chairperson/Executive/ Non-Executive/Independent/ Nominee)                |  |
| 1. Audit Committee   | Mr. Roshan Lal Nagar, Chairman<br>Mr. Prakash Kumar Verdia, Member<br>Mr. Sudhir Doshi, Member             | Non-Executive/Independent<br>Non-Executive/Independent<br>Executive                 |  |
| 2. Stakeholders Relationship Committee   | Mr. Prakash Kumar Verdia, Chairman<br>Mr. Roshan Lal Nagar, Member<br>Mr. Sudhir Doshi, Member             | Non-Executive/Independent<br>Non-Executive/Independent<br>Executive                 |  |
| 3. Nomination and Remuneration Committee   | Mr. Prakash Kumar Verdia, Chairman<br>Mr. Ravi Kumar Krishnamurthi, Member<br>Mr. Roshan Lal Nagar, Member | Non-Executive/Independent<br>Non-Executive/Independent<br>Non-Executive/Independent |  |
| <b>III. Meeting of Board of Directors</b>  |  |   |  |
| Date(s) of Meeting (if any) in the previous quarter  | Date(s) of Meeting (if any) in the relevant quarter  | Maximum gap between any two consecutive (in number of days)                         |  |
| February 11, 2017  | May 17, 2017   | 94 days   |  |
| <b>IV. Meeting of Committees</b>   |  |   |  |
| <b>1. Audit Committee</b>  |  |   |  |
| Date(s) of meeting of the committee in the relevant quarter  | Whether requirement of Quorum met (details)  | Date(s) of meeting of the committee in the previous quarter                         | Maximum gap between any two consecutive meetings in number of days |
| May 17, 2017   | Yes  | February 11, 2017   | 94 days  |
| <b>V. Related Party Transactions</b>   |  |   |  |
| Subject  |  |   |  |
| Whether prior approval of audit committee obtained   |  |   |  |
| Yes  |  |   |  |
| Whether shareholder approval obtained for material RPT   |  |   |  |
| N.A  |  |   |  |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee   |  |   |  |
| Yes  |  |   |  |
| <b>VI. Affirmations</b>  |  |   |  |
| 1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015: <b>YES</b>       |  |   |  |
| 2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015: <b>YES</b> |  |   |  |
| a. Audit Committee   |  |   |  |



b. Nomination & remuneration committee  
c. Stakeholders relationship committee  
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. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: **YES**

Name & Designation Piyanka Manawat  
Company Secretary

Date: 10/07/2017

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

Name of Listed Entity: **Madhav Marbles and Granites Limited**  
Quarter ending: **September 30, 2017**

| I. Composition of Board of Directors |                          |                        |  |  |                    |  |  |  |  |
|--------------------------------------|--------------------------|------------------------|--|--|--------------------|--|--|--|--|
| Title (Mr. / Ms)                     | Name of the Director     | DIN&PAN                | Category (Chairperson/ Executive/ Non-Executive/ independent/ Nominee) | Date of Appointment in the current term /cessation | Tenure (in months) | No of Directorship in listed entities including this listed entity (Refer Regulation 25(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) |  |
| Mr.                                  | Ashok Doshi              | 00648998<br>AALPD2969A | Executive  | May 01, 2015                                       | N.A                | 2  | 0  | 0  |  |
| Mr.                                  | Sudhir Doshi             | 00862707<br>AALPD2969B | Executive  | July 28, 2012                                      | N.A                | 1  | 2  | 0  |  |
| Mr.                                  | Ravi Kumar Krishnamurthi | 00464622<br>AAIPK4003B | Non-Executive/ Independent   | April 01, 2015                                     | 60                 | 2  | 3  | 0  |  |
| Mr.                                  | Prakash Kumar Verdia     | 02429305<br>AAMPV3265A | Non-Executive/ Independent   | April 01, 2014                                     | 60                 | 1  | 2  | 1  |  |
| Mr.                                  | Roshan Lal Nagar         | 02416642<br>ABGPN7114F | Non-Executive/ Independent   | April 01, 2014                                     | 60                 | 1  | 2  | 1  |  |
| Ms.                                  | Swati Yadav              | 06572438<br>ADHPY4511C | Non-Executive/ Independent   | March 01, 2015                                     | 60                 | 1  | 0  | 0  |  |



| II. Composition of Committees  |  |   |
|--|--|---|
| Name of Committee  | Name of Committee members  | Category (Chairperson/Executive/Non-Executive/Independent/ Nominee)                 |
| 1. Audit Committee   | Mr. Roshan Lal Nagar, Chairman<br>Mr. Prakash Kumar Verdia, Member<br>Mr. Sudhir Doshi, Member             | Non-Executive/Independent<br>Non-Executive/Independent<br>Executive                 |
| 2. Stakeholders Relationship Committee   | Mr. Prakash Kumar Verdia, Chairman<br>Mr. Roshan Lal Nagar, Member<br>Mr. Sudhir Doshi, Member             | Non-Executive/Independent<br>Non-Executive/Independent<br>Executive                 |
| 3. Nomination and Remuneration Committee   | Mr. Prakash Kumar Verdia, Chairman<br>Mr. Ravi Kumar Krishnamurthi, Member<br>Mr. Roshan Lal Nagar, Member | Non-Executive/Independent<br>Non-Executive/Independent<br>Non-Executive/Independent |
| <b>III. Meeting of Board of Directors</b>  |  |   |
| Date(s) of Meeting (if any) in the previous quarter  | Date(s) of Meeting (if any) in the relevant quarter  | Maximum gap between any two consecutive (in number of days)                         |
| May 17, 2017   | August 10, 2017  | 91 days   |
| <b>IV. Meeting of Committees</b>   |  |   |
| <b>1. Audit Committee</b>  |  |   |
| Date(s) of meeting of the committee in the relevant quarter  | Whether requirement of Quorum met (details)  | Date(s) of meeting of the committee in the previous quarter                         |
| August 10, 2017  | Yes  | May 17, 2017  |
| <b>V. Related Party Transactions</b>   |  |   |
| Subject  |  | Compliance status (Yes/No/NA)   |
| Whether prior approval of audit committee obtained   |  | Yes   |
| Whether shareholder approval obtained for material RPT   |  | N.A   |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee   |  | Yes   |
| <b>VI. Affirmations</b>  |  |   |
| 1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015: <b>YES</b>       |  |   |
| 2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015: <b>YES</b> |  |   |

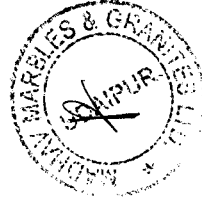


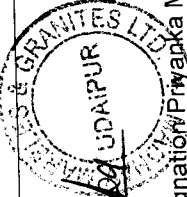
- a. Audit Committee
  - b. Nomination & remuneration committee
  - c. Stakeholders relationship committee
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. **YES**
  4. The 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. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: **YES**

**Annexure III**

**Annexure III to be submitted by listed entity at the end of 6 months after end of financial year along-with second quarter report of next financial year**

| I. Affirmations |  |                   |                               |  |
|-----------------|--|-------------------|-------------------------------|--|
| Sr.             | Broad Heading  | Regulation Number | Compliance Status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
| 1               | 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                           |  |

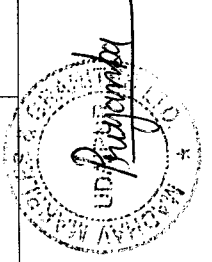


|   |  |                                      |     |  |
|---|--|--------------------------------------|-----|--|
| 2   | Presence of Chairperson of Audit Committee at the Annual General Meeting                           | 18(1)(d)                             | Yes |  |
| 3   | Presence of Chairperson of the nomination and remuneration committee at the annual general meeting | 19(3)                                | Yes |  |
| 4   | Whether "Corporate Governance Report" disclosed in Annual Report                                   | 34(3) read with para C of Schedule V | Yes |  |
| <br><i>Piyanka</i><br>Name & Designation: Piyanka Manawat<br>Company Secretary<br>Date: 11/10/2017 |  |                                      |     |  |

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

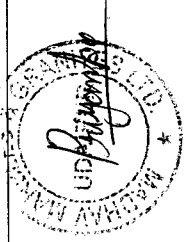
Name of Listed Entity: **Madhav Marbles and Granites Limited**  
Quarter ending: **December 31, 2017**

| I. Composition of Board of Directors |                          |                        |  |  |        |  |  |  |  |
|--------------------------------------|--------------------------|------------------------|--|--|--------|--|--|--|--|
| Title (Mr. / Ms)                     | Name of the Director     | DIN&PAN                | Category (Chairperson/ Executive/ Non-Executive/ independent/ Nominee) | Date of Appointment in the current term /cessation | Tenure | No of Directorship in listed entities including this listed entity (Refer Regulation 25(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) |  |
| Mr.                                  | Ashok Doshi              | 00648998<br>AALPD2969A | Executive  | May 01, 2015                                       | N.A    | 2  | 0  | 0  |  |
| Mr.                                  | Sudhir Doshi             | 00862707<br>AALPD2969B | Executive  | July 28, 2012                                      | N.A    | 1  | 2  | 0  |  |
| Mr.                                  | Ravi Kumar Krishnamurthi | 00464622<br>AAIPK4003B | Chairperson Non-Executive/ Independent                                 | April 01, 2015                                     | 5      | 2  | 3  | 0  |  |
| Mr.                                  | Prakash Kumar Verdia     | 02429305<br>AAMPV3265A | Non-Executive/ Independent   | April 01, 2014                                     | 5      | 1  | 2  | 1  |  |
| Mr.                                  | Roshan Lal Nagar         | 02416642<br>ABGPN7114F | Non-Executive/ Independent   | April 01, 2014                                     | 5      | 1  | 2  | 1  |  |
| Ms.                                  | Swati Yadav              | 06572438<br>ADHPY4511C | Non-Executive/ Independent   | March 01, 2015                                     | 5      | 1  | 0  | 0  |  |



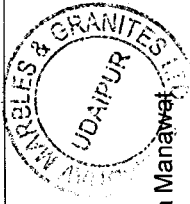


| II. Composition of Committees  |  |   |  |  |
|--|--|---|--|--|
| Name of Committee  | Name of Committee members  | Category (Chairperson/Executive/ Non-Executive/Independent/ Nominee)                |  |  |
| 1. Audit Committee   | Mr. Roshan Lal Nagar, Chairman<br>Mr. Prakash Kumar Verdia, Member<br>Mr. Sudhir Doshi, Member             | Non-Executive/Independent<br>Non-Executive/Independent<br>Executive                 |  |  |
| 2. Stakeholders Relationship Committee   | Mr. Prakash Kumar Verdia, Chairman<br>Mr. Roshan Lal Nagar, Member<br>Mr. Sudhir Doshi, Member             | Non-Executive/Independent<br>Non-Executive/Independent<br>Executive                 |  |  |
| 3. Nomination and Remuneration Committee   | Mr. Prakash Kumar Verdia, Chairman<br>Mr. Ravi Kumar Krishnamurthi, Member<br>Mr. Roshan Lal Nagar, Member | Non-Executive/Independent<br>Non-Executive/Independent<br>Non-Executive/Independent |  |  |
| <b>III. Meeting of Board of Directors</b>  |  |   |  |  |
| Date(s) of Meeting (if any) in the previous quarter  | Date(s) of Meeting (if any) in the relevant quarter  |   | Maximum gap between any two consecutive (in number of days)        |  |
| August 10, 2017  | November 11, 2017  |   | 92 days  |  |
| <b>IV. Meeting of Committees</b>   |  |   |  |  |
| <b>1. Audit Committee</b>  |  |   |  |  |
| Date(s) of meeting of the committee in the relevant quarter  | Whether requirement of Quorum met (details)  | Date(s) of meeting of the committee in the previous quarter                         | Maximum gap between any two consecutive meetings in number of days |  |
| November 11, 2017  | Yes  | August 10, 2017   | 92 days  |  |
| <b>V. Related Party Transactions</b>   |  |   |  |  |
| <b>Subject</b>   |  |   |  |  |
| Whether prior approval of audit committee obtained   |  |   |  |  |
| Whether shareholder approval obtained for material RPT   |  |   |  |  |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee |  |   |  |  |
|  |  |   | Compliance status (Yes/No/NA)                                      |  |
|  |  |   | Yes  |  |
|  |  |   | N/A  |  |
|  |  |   | Yes  |  |



**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: **YES**
  - a. Audit Committee
  - b. Nomination & remuneration committee
  - c. Stakeholders relationship committee
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. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. **YES**  
Any comments/observations/advice of Board of Directors may be mentioned here: **N.A.**



*Priyanka*

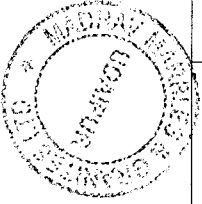
Name & Designation Priyanka Manawat  
Company Secretary

Date: 05/01/2018

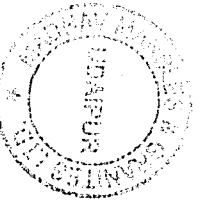
**Annexure I**  
**Format to be submitted by listed entity on quarterly basis**

Name of Listed Entity: **Madhav Marbles and Granites Limited**  
Quarter ending: **March 31, 2018**

| I.               |                          | II. Composition of Board of Directors |  |  |                   |        |   |   |  |  |  |
|------------------|--------------------------|---------------------------------------|--|--|-------------------|--------|---|---|--|--|--|
| Title (Mr. / Ms) | Name of the Director     | DIN&PAN                               | Category (Chairperson/ Executive/ Non-Executive/ independent/ Nominee) | Date of Appointment in current term /cessation | Date of Cessation | Tenure | No of Directorship in listed entities including this listed entity (Refer Regulation 25(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) |  |  |
| Mr.              | Ashok Doshi              | 00648998<br>AALPD2969A                | Executive  | May 01, 2015                                   | February 24, 2018 | N.A    | 2   | 0   | 0  |  |  |
| Mr.              | Sudhir Doshi             | 00862707<br>AALPD2969B                | Executive  | July 28, 2017                                  | N.A               | N.A    | 1   | 2   | 0  |  |  |
| Mr.              | Ravi Kumar Krishnamurthi | 00464622<br>AALPK4003B                | Non-Executive/ Independent   | April 01, 2015                                 | N.A               | 60     | 2   | 3   | 0  |  |  |
| Mr.              | Prakash Kumar Verdia     | 02429305<br>AAMPV3265A                | Non-Executive/ Independent   | April 01, 2014                                 | N.A               | 60     | 1   | 2   | 1  |  |  |
| Mr.              | Roshan Lal Nagar         | 02416642<br>ABGPN7114F                | Non-Executive/ Independent   | April 01, 2014                                 | N.A               | 60     | 1   | 2   | 1  |  |  |
| Ms.              | Swati Yadav              | 06572438<br>ADHPY4511C                | Non-Executive/ Independent   | March 01, 2015                                 | N.A               | 60     | 1   | 0   | 0  |  |  |



| III.  | IV.   | Composition of Committees  |   |  |  |
|---|---|--|---|--|--|
| Name of Committee   |   | Name of Committee members  | Category (Chairperson/Executive/ Non-Executive/Independent/ Nominee)                |  |  |
| 1. Audit Committee  |   | Mr. Roshan Lal Nagar, Chairman<br>Mr. Prakash Kumar Verdia, Member<br>Mr. Sudhir Doshi, Member             | Non-Executive/Independent<br>Non-Executive/Independent<br>Executive                 |  |  |
| 2. Stakeholders Relationship Committee                      |   | Mr. Prakash Kumar Verdia, Chairman<br>Mr. Roshan Lal Nagar, Member<br>Mr. Sudhir Doshi, Member             | Non-Executive/Independent<br>Non-Executive/Independent<br>Executive                 |  |  |
| 3. Nomination and Remuneration Committee                    |   | Mr. Prakash Kumar Verdia, Chairman<br>Mr. Roshan Lal Nagar, Member<br>Mr. Ravi Kumar Krishnamurthi, Member | Non-Executive/Independent<br>Non-Executive/Independent<br>Non-Executive/Independent |  |  |
| V.  | VI.   | 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  | Maximum gap between any two consecutive (in number of days)                         |  |  |
| November 11, 2017   |   | February 12, 2018  | 92 days   |  |  |
| VII.  | VIII.   | Meeting of Committees  |   |  |  |
| 1.  | 2.  | Audit Committee  |   |  |  |
| Date(s) of meeting of the committee in the relevant quarter | Whether requirement of Quorum met (details)   | Date(s) of meeting of the committee in the previous quarter  | Maximum gap between any two consecutive meetings in number of days                  |  |  |
| February 12, 2018   | Yes   | November 11, 2017  | 92 days   |  |  |
| IX.   | X.  | Related Party Transactions   |   |  |  |
| Subject   | Whether prior approval of audit committee obtained  |  |   |  |  |
|   | Whether shareholder approval obtained for material RPT  |  |   |  |  |
|   | Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee  |  |   |  |  |
| XI.   | XII.  | Affirmations   |   |  |  |
|   | 1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015: <b>YES</b>      |  |   |  |  |
|   | 2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015: <b>YES</b> |  |   |  |  |
|   | a. Audit Committee  |  |   |  |  |



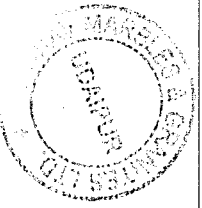
- b. Nomination & remuneration committee
- c. Stakeholders relationship committee
- d. Risk Management Committee: N.A.
- 3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. **YES**
- 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. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. **YES**

### Annexure II

#### Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

#### I. Disclosure on website in terms of Listing Regulations

| Sr. | Item  | Compliance status | If status is "No" details of non-compliance may be given here. | Web address  |
|-----|---|-------------------|--|--|
| 1   | Details of business   | Yes               |  | <a href="http://www.madhavmarbles.com">www.madhavmarbles.com</a> |
| 2   | Terms and conditions of appointment of independent directors          | Yes               |  | <a href="http://www.madhavmarbles.com">www.madhavmarbles.com</a> |
| 3   | Composition of various committees of board of directors               | Yes               |  | <a href="http://www.madhavmarbles.com">www.madhavmarbles.com</a> |
| 4   | Code of conduct of board of directors and senior management personnel | Yes               |  | <a href="http://www.madhavmarbles.com">www.madhavmarbles.com</a> |
| 5   | Details of establishment of vigil mechanism/ Whistle Blower policy    | Yes               |  | <a href="http://www.madhavmarbles.com">www.madhavmarbles.com</a> |
| 6   | Criteria of making payments to non-executive directors                | Yes               |  | <a href="http://www.madhavmarbles.com">www.madhavmarbles.com</a> |

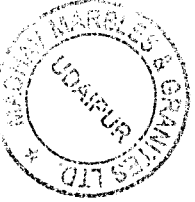


|    |   |     |  |                       |
|----|---|-----|--|-----------------------|
| 7  | Policy on dealing with related party transactions   | Yes |  | www.madhavmarbles.com |
| 8  | Policy for determining 'material' subsidiaries  | NA  |  |                       |
| 9  | Details of familiarization programmes imparted to independent directors   | Yes |  | www.madhavmarbles.com |
| 10 | Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances | Yes |  | www.madhavmarbles.com |
| 11 | Email address for grievance redressal and other relevant details  | Yes |  | www.madhavmarbles.com |
| 12 | Financial results   | Yes |  | www.madhavmarbles.com |
| 13 | Shareholding pattern  | Yes |  | www.madhavmarbles.com |
| 14 | Details of agreements entered into with the media companies and/or their associates   | NA  |  |                       |
| 15 | New name and the old name of the listed entity  | NA  |  |                       |

## II. Annual Affirmations

### Annexure II

| Sr. | Item  | Regulation Number | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here |
|-----|---|-------------------|-------------------------------|---|
| 1   | Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility' | 16(1)(b) & 25(6)  | Yes                           |   |
| 2   | Board composition   | 17(1)             | - Yes                         |   |
| 3   | Meeting of Board of directors   | 17(2)             | Yes                           |   |
| 4   | Review of Compliance Reports  | 17(3)             | Yes                           |   |



|    |  |                         |     |  |
|----|--|-------------------------|-----|--|
| 5  | Plans for orderly succession for appointments                                      | 17(4)                   | NA  |  |
| 6  | Code of Conduct  | 17(5)                   | Yes |  |
| 7  | Fees/compensation  | 17(6)                   | Yes |  |
| 8  | Minimum Information  | 17(7)                   | Yes |  |
| 9  | Compliance Certificate   | 17(8)                   | Yes |  |
| 10 | Risk Assessment & Management   | 17(9)                   | Yes |  |
| 11 | Performance Evaluation of Independent Directors                                    | 17(10)                  | Yes |  |
| 12 | Composition of Audit Committee   | 18(1)                   | Yes |  |
| 13 | Meeting of Audit Committee   | 18(2)                   | Yes |  |
| 14 | Composition of nomination & remuneration committee                                 | 19(1) & (2)             | Yes |  |
| 15 | Composition of Stakeholder Relationship Committee                                  | 20(1) & (2)             | Yes |  |
| 16 | Composition and role of risk management committee                                  | 21(1),(2),(3),(4)       | NA  |  |
| 17 | Vigil Mechanism  | 22                      | Yes |  |
| 18 | Policy for related party Transaction   | 23(1),(5),(6),(7) & (8) | Yes |  |
| 19 | Prior or Omnibus approval of Audit Committee for all related party transactions    | 23(2), (3)              | Yes |  |
| 20 | Approval for material related party transactions                                   | 23(4)                   | NA  |  |
| 21 | Composition of Board of Directors of unlisted material Subsidiary                  | 24(1)                   | NA  |  |
| 22 | Other Corporate Governance requirements with respect to subsidiary of listed entry | 24(2),(3),(4),(5) & (6) | NA  |  |
| 23 | Maximum Directorship & Tenure  | 25(1) & (2)             | Yes |  |
| 24 | Meeting of independent directors   | 25(3) & (4)             | Yes |  |
| 25 | Familiarization of independent directors   | 25(7)                   | Yes |  |
| 26 | Memberships in Committees  | 26(1)                   | Yes |  |
| 27 | Affirmation with compliance to code of conduct                                     | 26(3)                   | Yes |  |



|    |   |               |     |  |
|----|---|---------------|-----|--|
|    | from members of Board of Directors and Senior management personnel    |               |     |  |
| 28 | Disclosure of Shareholding by Non-Executive Directors                 | 26(4)         | Yes |  |
| 29 | Policy with respect to Obligations of directors and senior management | 26(2) & 26(5) | Yes |  |

**Annexure II**

**III. Affirmations**

| Sr | Particulars  | Compliance (Yes/No/NA) | status |
|----|--|------------------------|--------|
| 1  | The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied | NA                     |        |



*Priyanka*

**Name & Designation: Priyanka Manawat  
Company Secretary & Compliance Officer**

Date: 09/04/2018