

Annexure I

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

Yes

| Sr | Title | Name of the Director | DIN/PAN | Category of directors | Date of Birth | Initial Date of appointment | Date of Re-appointment | Date of cessation | Tenure | 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 (Refer Regulation 17A(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) |
|----|-------|----------------------|-------------------------|-----------------------|---------------|-----------------------------|------------------------|-------------------|--------|--|---|---|--|
| 1 | Mr | Alok Jain Tijaria | 00114937/ ABJPJ3116C | ED-MD | 04-03-1968 | 17-07-2006 | 01-10-2016 | | 60 | 1 | 0 | 0 | 0 |
| 2 | Mr | Vikas Jain Tijaria | 00114978/ ABTPJ8056D | ED | 19-11-1970 | 17-07-2006 | 01-10-2016 | | 60 | 1 | 0 | 0 | 0 |
| 3 | Mr | Praveen Jain Tijaria | 00115002/ ABTPJ8112G | ED | 07-07-1971 | 17-07-2006 | 01-10-2016 | | 60 | 1 | 0 | 0 | 0 |
| 4 | Mr | Vineet Jain Tijaria | 00115029/ ABTPJ8166C | ED | 03-11-1973 | 17-07-2006 | 01-10-2016 | | 60 | 1 | 0 | 0 | 0 |
| 5 | Mr | Ravi Prakash Jain | 01388413/ AAUPJ987D | NE(ID) | 09-09-1965 | 13-02-2014 | 25-09-2019 | | 60 | 1 | 1 | 1 | 1 |
| 6 | Mr | Vinod Patni | 05249134/ ABEPP155N | NE(ID) | 26-06-1959 | 16-04-2012 | 25-09-2019 | | 60 | 1 | 1 | 1 | 0 |
| 7 | Mr | Devendra Sharma | 07779352/ HHFPS178A | NE(ID) | 03-10-1991 | 29-01-2018 | - | | 60 | 1 | 1 | 2 | 0 |
| 8 | Mrs | Abhilasha Jain | 06955963/ AFRPJ4024R | NE(ID) | 30-10-1972 | 30-09-2014 | - | 28-08-2019 | 60 | 1 | 1 | 0 | 1 |

II. Composition of Committees

Disclosure of notes on composition of committees explanatory

Is there any change in information of committees compare to previous quarter

Yes

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 |
|----|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|
| 1 | 01388413 | RAVI PRAKASH JAIN | Non-Executive - Independent Director | Chairperson | 13-02-2014 | |
| 2 | 05249134 | VINOD PATNI | Non-Executive - Independent Director | Member | 16-04-2012 | |
| 3 | 07779352 | DEVENDRA SHARMA | Non-Executive - Independent Director | Member | 14-02-2018 | |

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 |
|----|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|
| 1 | 05249134 | VINOD PATNI | Non-Executive - Independent Director | Chairperson | 16-04-2012 | |
| 2 | 06955963 | ABHILASHA JAIN | Non-Executive - Independent Director | Member | 13-08-2016 | 28-08-2019 |
| 3 | 07779352 | DEVENDRA SHARMA | Non-Executive - Independent Director | Member | 14-02-2018 | |

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 |
|----|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|
| 1 | 06955963 | ABHILASHA JAIN | Non-Executive - Independent Director | Chairperson | 13-08-2016 | 28-08-2019 |
| 2 | 01388413 | RAVI PRAKASH JAIN | Non-Executive - Independent Director | Member | 13-02-2014 | |
| 3 | 07779352 | DEVENDRA SHARMA | Non-Executive - Independent Director | Member | 14-02-2018 | |

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 |
|----|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|
| 1 | 00114937 | Alok Jain Tijaria | Executive Director | Chairperson | 15-05-2019 | |
| 2 | 00115002 | Praveen Jain Tijaria | Executive Director | Member | 15-05-2019 | |
| 3 | 01388413 | Ravi Prakash Jain | Non-Executive - Independent Director | Member | 15-05-2019 | |

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 (Enter dates of Previous quarter and Current quarter in chronological order) | Maximum gap between any two consecutive (in number of days) | Whether requirement of Quorum met (Yes/No) | Number of Directors present* | No. of Independent Directors attending the meeting* |
|----|---|---|---|--|------------------------------|---|
| 1 | | 15-05-2019 | | Yes | 8 | 4 |
| 2 | | 14-08-2019 | 90 | Yes | 8 | 4 |
| 3 | | 29-08-2019 | 14 | Yes | 6 | 3 |

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) | Whether requirement of Quorum met (Yes/No) | Number of Directors present* | No. of Independent Directors attending the meeting* |
|----|---------------------------------------|---|---|--|------------------------------|---|
| 1 | Audit Committee | 15-05-2019 | | Yes | 3 | 3 |
| 2 | Audit Committee | 14-08-2019 | 90 | Yes | 3 | 3 |
| 3 | Audit Committee | 29-08-2019 | 14 | Yes | 3 | 3 |
| 4 | Nomination and remuneration committee | 15-05-2019 | | Yes | 3 | 3 |

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 | |
| Disclosure of notes on related party transactions | | | |
| Disclosure of notes of material transaction with related party | | | |

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 500 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-III Half Yearly Affirmations

| Sr | Particulars | 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 | Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting | 20(3) | No | Chairperson of Stakeholder Relationship Committee resigned w.e.f. 28th August, 2019 |

| | | | | |
|---|--|--------------------------------------|-----|--|
| 5 | Whether "Corporate Governance Report" disclosed in Annual Report | 34(3) read with para C of Schedule V | Yes | |
|---|--|--------------------------------------|-----|--|

| Sr | Subject | Compliance status |
|----|-------------------|--|
| 1 | Name of signatory | Ruchi Gupta |
| 2 | Designation | Company Secretary and Compliance Officer |
| 3 | Date | 11-10-2019 |
| 4 | Place | Jaipur |