| General informatio | n about company |
|--|--|
| Scrip code | 532782 |
| NSE Symbol | SUTLEJTEX |
| MSEI Symbol | NA |
| ISIN | INE645H01027 |
| Name of the entity | SUTLEJ TEXTILES AND INDUSTRIES LIMITED |
| Date of start of financial year | 01-04-2022 |
| Date of end of financial year | 31-03-2023 |
| Reporting Quarter | Yearly |
| Date of Report | 31-03-2023 |
| Risk management committee | Applicable |
| Market Capitalisation as per immediate previous Financial Year | Top 1000 listed entities |

| | | | | | | | | | | | | Anne | xure I | | | | | | | | | | | | |
|----|--------------------------|------------------------------|--------------|----------|--|---------------------------------------|-------------------------------|---------------------|---|-----------------------------------|---------------------------------|--------------------------------|---------|--|---|-----------------------------------|----------------------------|-------------------|--|--|--|--|---|--------------------------------------|--------------------------------------|
| | | | | | | | | | | Annexu | are I to be s | ubmitted by | listed | entity on | quarter | ly basis | | | | | | | | | |
| | | | | | | | | | | | I. C | Composition of | Board o | f Directors | | | | | | | | | | | |
| | Di | isclosure of | notes on com | | | | | | | | | | | | | | | | | | | | | | |
| | | | | | entity has a I | | | NI. | Disqualifica Companies | ation of Direct Act, 2013 | tors under sect | ion 164 of the | | | | | | | | | | | | | |
| 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 | Whether the director is disqualified? | Start Date of disqualification | End Date of disqualification | Details of disqualification | Current | 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 (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) | Notes for not providing PAN | Notes for not providing DIN |
| 1 | Mr | Chandra Shekhar Nopany | ABJPN5385K | 00014587 | Executive Director | Chairperson related to Promoter | | 19- 09- 1965 | No | | | | Active | NA | | 19-09-2006 | 01-07-2021 | | | 6 | 0 | 1 | 1 | | |
| 2 | Mr | Rajiv Kantikumar Podar | AACPP5575D | 00086172 | Non- Executive - Independent Director | Not Applicable | | 24- 05- 1964 | No | | | | Active | NA | | 21-07-2009 | 23-08-2019 | | 103 | 1 | 1 | 2 | 0 | | |
| 3 | Mr | Amit Nalinkant Dalal | AABPD3938R | 00297603 | Non- Executive - Independent Director | Not Applicable | | 31- 01- 1963 | No | | | | Active | NA | | 01-06-2006 | 23-08-2019 | | 103 | 3 | 2 | 4 | 1 | | |
| 4 | Mr | Rajan Arvind Dalal | AABPD8799G | 00546264 | Non- Executive - Independent Director | Not Applicable | | 18- 09- 1949 | No | | | | Active | NA | | 19-11-2008 | 23-08-2019 | | 103 | 2 | 2 | 3 | 2 | | |

| | | | | | | | | | | | I. Co | mposition o | f Boar | d of Dire | ctors | | | | | | | | | | |
|----|--------------------------|----------------------------|------------|----------|---|-------------------------------|-------------------------------|---------------------|---|-----------------------------------|---------------------------------|--------------------------------|-------------------|--|---|-----------------------------|----------------------------|-------------------|--|--|--|--|---|--------------------------------------|--------------------------------------|
| | | | | | | | | | | Discl | osure of notes | on compositi | on of bo | oard of dire | ctors exp | lanatory | | | | | | | | | |
| | | | | | | | | | | | Whether th | ne listed entity | y has a l | Regular Ch | airperso | n | | | | | | | | | |
| 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 | Whether the director is disqualified? | Start Date of disqualification | End Date of disqualification | Details of disqualification | Current status | 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 (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) | Notes for not providing PAN | Notes for not providing DIN |
| 5 | Mr | Umesh Kumar Khaitan | AFEPK7308G | 01180359 | | Not Applicable | | 20- 12- 1948 | No | | | | Active | NA | | 01-06-2006 | 23-08-2019 | | 103 | 2 | 2 | 2 | 0 | | |
| 6 | Mrs | Sonu Bhasin | AFPPB3402B | 02872234 | Non- Executive - Independent Director | Not Applicable | | 28- 09- 1963 | No | | | | Active | NA | | 07-05-2015 | 07-05-2020 | | 91 | 6 | 6 | 7 | 1 | | |
| 7 | Mr | Rohit Rajgopal Dhoot | AABPD0017B | 00016856 | Non- Executive - Non Independent Director | Not Applicable | | 29- 09- 1968 | No | | | | Active | NA | | 25-10-2017 | 16-09-2020 | | | 3 | 0 | 2 | 0 | | |
| 8 | Mr | Ashok Mittal | AEYPM9072L | 00016275 | Non- Executive - Non Independent Director | Not Applicable | | 03- 03- 1965 | No | | | | Active | NA | | 05-02-2019 | 31-08-2021 | | | 1 | 0 | 0 | 0 | | |

| ĺ | | | | | | | | | | | I. Com | position of | Board | of Direct | ors | | | | | | | | | |
|---|--------------------------|-------------------------|------------|----------|-------------------------------|-------------------------------|------|--------------------|---|-----------------------------------|---------------------------------|--------------------------------|-------------------|--|---|-----------------------------|-------------|--|--|---|--|---|--------------------------------------|--------------------------------------|
| L | | | | | | | | | | Disclos | ure of notes o | n compositio | ı of boa | ard of direct | ors expla | natory | | | | | | | | |
| | | | | | | | | | | | Whether the | listed entity | has a R | egular Cha | rperson | | | | | | | | | |
| S | Title (Mr / Ms) | Name of the Director | PAN | DIN | Category 1 of directors | Category 2 of directors | 3 of | of | Whether the director is disqualified? | Start Date of disqualification | End Date of disqualification | Details of disqualification | Current status | Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations] | Date of passing special resolution | Initial Date of appointment | Date of Re- | Tenure of director (in months) | No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations) | in listed entities including this listed | Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations) | | Notes for not providing PAN | Notes for not providing DIN |
| 9 | Mr | Rajib Mukhopadhyay | AEWPM2045M | 02895021 | Executive Director | Not Applicable | | 13- 07- 1969 | No | | | | Active | NA | | 11-06-2022 | | | 1 | 0 | 1 | 0 | | |

| Αu | dit Committ | ee Details | | | | | |
|----|---------------|------------------------------|---|----------------------------|------------------------|----------------------|---------|
| | | Whet | her the Audit Committee has a I | 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 | 00546264 | Rajan Arvind Dalal | Non-Executive - Independent Director | Chairperson | 05-10-2012 | | |
| 2 | 00297603 | Amit Nalinkant Dalal | Non-Executive - Independent Director | Member | 23-10-2008 | | |
| 3 | 00086172 | Rajiv Kantikumar Podar | Non-Executive - Independent Director | Member | 24-01-2012 | | |
| 4 | 00016856 | Rohit Rajgopal Dhoot | Non-Executive - Non Independent Director | Member | 25-10-2017 | | |

| No | mination and | l remuneration committ | ee | | | | |
|----|---------------|------------------------------|---|----------------------------|------------------------|----------------------|---------|
| | Whet | her the Nomination and r | emuneration committee has a I | 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 | 01180359 | Umesh Kumar Khaitan | Non-Executive - Independent Director | Chairperson | 01-06-2006 | | |
| 2 | 00546264 | Rajan Arvind Dalal | Non-Executive - Independent Director | Member | 24-01-2012 | | |
| 3 | 00086172 | Rajiv Kantikumar Podar | Non-Executive - Independent Director | Member | 03-11-2015 | | |

| Sta | akeholders R | elationship Committee | | | | | |
|-----|---------------|------------------------------|---|----------------------------|------------------------|----------------------|---------|
| | W | hether the Stakeholders R | elationship Committee has a F | 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 | 00297603 | Amit Nalinkant Dalal | Non-Executive - Independent Director | Chairperson | 13-05-2011 | | |
| 2 | 00086172 | Rajiv Kantikumar Podar | Non-Executive - Independent Director | Member | 13-05-2011 | | |
| 3 | 02872234 | Sonu Bhasin | Non-Executive - Independent Director | Member | 11-06-2022 | | |
| 4 | 02895021 | Rajib Mukhopadhyay | Executive Director | Member | 11-06-2022 | | |

| Ri | sk Managem | ent Committee | | | | | |
|----|---------------|------------------------------|---|----------------------------|------------------------|----------------------|---------------------------|
| | | Whether the Risk Ma | nagement Committee has a Re | egular 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 | 00086172 | Rajiv Kantikumar Podar | Non-Executive - Independent Director | Chairperson | 18-05-2017 | | |
| 2 | 99999999 | Updeep Singh Chatrath | Chief Executive Officer | Member | 01-04-2021 | | Textual Information(1) |
| 3 | 00016275 | Ashok Mittal | Non-Executive - Non Independent Director | Member | 11-06-2022 | | |
| 4 | 00016856 | Rohit Rajgopal Dhoot | Non-Executive - Non Independent Director | Member | 11-06-2022 | | |

| Sr Text Block |
|--|
| Mr. Updeep Singh Chatrath, member of Risk Management Committee, is the Chief Executive Officer and President of the Company. |

| C | orporate Socia | al Responsibility Committe | e | | | | |
|---|----------------|------------------------------|----------------------------|----------------------------|------------------------|----------------------|---------|
| | Whether th | e Corporate Social Responsi | bility Committee has a | Regular Chairperson | | | |
| S | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |

| Oth | ner Committee | | | | | |
|-----|---------------|---------------------------|-------------------------|-------------------------|-------------------------|---------|
| Sr | DIN Number | Name of Committee members | Name of other committee | Category 1 of directors | Category 2 of directors | Remarks |

| | | | | An | nexure 1 | | | |
|----|---|--|--|---------------------------------------|---|--|--|---|
| Ar | nexure 1 | | | | | | | |
| Ш | . Meeting of B | oard of Direct | tors | | | | | |
| D | isclosure of not of boa | es on meeting rd 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 | 04-11-2022 | | | | Yes | 9 | 9 | 5 |
| 2 | 28-12-2022 | | 53 | | Yes | 9 | 8 | 4 |
| 3 | | 03-02-2023 | 36 | | Yes | 9 | 8 | 5 |

| | | | | | Annexu | re 1 | | | | |
|-----|--|---|---|-------------------------------|---------------------------------------|--|---|--|--|--|
| IV. | Meeting of Co | mmittees | | | | | | | | |
| | | Disclos | ure of notes o | n meeting of | f committee | s 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 | Reson 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 | Nomination and remuneration committee | 02-02-2023 | | | | Yes | 3 | 3 | 3 | 0 |
| 2 | Audit Committee | 03-11-2022 | | | | Yes | 4 | 3 | 2 | 0 |
| 3 | Audit Committee | 02-02-2023 | 90 | | | Yes | 4 | 4 | 3 | 0 |
| 4 | Stakeholders Relationship Committee | 03-11-2022 | | | | Yes | 4 | 4 | 3 | 0 |
| 5 | Stakeholders Relationship Committee | 02-02-2023 | 90 | | | Yes | 4 | 3 | 2 | 0 |
| 6 | Risk Management Committee | 06-01-2023 | | | | Yes | 3 | 2 | 1 | 1 |

| | 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 | | | | | |
| Dis | sclosure of notes of material transaction with related party | * | Textual Information(1) | | | | |

| | Text Block |
|------------------------|---|
| Textual Information(1) | There were no Material RPTs requiring approval of shareholders. |

| | 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) | Yes |
| 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 |
| 9 | Any comments/observations/advice of Board of Directors may be mentioned here: | Textual Information(1) |

| | Annexure 1 | | | |
|----|-------------------|--|--|--|
| Sr | Subject | Compliance status | | |
| 1 | Name of signatory | MANOJ CONTRACTOR | | |
| 2 | Designation | Company Secretary and Compliance Officer | | |

| | Text Block |
|------------------------|--|
| Textual Information(1) | There were no comments received from Board of Directors. |

| | | | | Annexure II | | | | |
|----|---|-------------------------------------|---|---|--|--|--|--|
| | | | A | nnexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year) | | | | |
| I. | I. Disclosure on website in terms of Listing Regulations | | | | | | | |
| Sr | Item | Compliance status (Yes/No/NA) | If status is "No" details of non- compliance may be given here. | Web address | | | | |
| 1 | Details of business | Yes | | https://www.sutlejtextiles.com/sutlej-overview.html | | | | |
| 2 | Terms and conditions of appointment of independent directors | Yes | | https://www.sutlejtextiles.com/pdf/Policies%20&%20Codes/Terms%20 and %20 Conditions%20 for %20 appointment%20 of %20 Independent%20 Directors.pdf | | | | |
| 3 | Composition of various committees of board of directors | Yes | | https://www.sutlejtextiles.com/pdf/STIL-list-of-committees.pdf | | | | |
| 4 | Code of conduct of board of directors and senior management personnel | Yes | | https://www.sutlejtextiles.com/pdf/Policies%20&%20Codes/Code%20of%20Conduct.pdf | | | | |
| 5 | Details of establishment of vigil mechanism/ Whistle Blower policy | Yes | | https://www.sutlejtextiles.com/pdf/Policies%20&%20Codes/Whistle%20Blower%20Policy.pdf | | | | |
| 6 | Criteria of making payments to non-executive directors | Yes | | https://www.sutlejtextiles.com/pdf/Policies%20&%20Codes/Remuneration%20Policy.pdf | | | | |
| 7 | Policy on dealing with related party transactions | Yes | | https://www.sutlejtextiles.com/pdf/Policies%20&%20Codes/Policy-on-Related-Party-Transactions.pdf | | | | |
| 8 | Policy for determining 'material' subsidiaries | Yes | | https://www.sutlejtextiles.com/pdf/Policies%20&%20Codes/Material%20Subsidiary%20Policy.pdf | | | | |
| 9 | Details of familiarization programmes imparted to independent directors | Yes | | https://www.sutlejtextiles.com/pdf/csr/STII-Familiarisation%20Programme.pdf | | | | |

| | | | | Annexure II |
|------|--|-------------------------------------|---|--|
| | Annexur | e II to be subm | nitted by liste | d entity at the end of the financial year (for the whole of financial year) |
| I. E | Disclosure on webs | | | |
| Sr | Item | Compliance status (Yes/No/NA) | If status is "No" details of non- compliance may be given here. | Web address |
| 10 | Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances | Yes | | https://www.sutlejtextiles.com/investor-relations.html?section=stock-exchange-compliance |
| 11 | email address for grievance redressal and other relevant details | Yes | | https://www.sutlejtextiles.com/investor-relations.html?section=stock-exchange-compliance |
| 12 | Financial results | Yes | | https://www.sutlejtextiles.com/investor-relations.html?section=stock-exchange-compliance |
| 13 | Shareholding pattern | Yes | | https://www.sutlejtextiles.com/investor-relations.html?section=stock-exchange-compliance |
| 14 | Details of agreements entered into with the media companies and/or their associates | NA | | |
| 15 | Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange | Yes | | https://www.sutlejtextiles.com/investor-relations.html?section=stock-exchange-compliance |
| 16 | New name and the old name of the listed entity | NA | | |
| 17 | Advertisements as per regulation 47 (1) | Yes | | https://www.sutlejtextiles.com/investor-relations.html?section=stock-exchange-compliance |
| 18 | Credit rating or revision in credit rating obtained | Yes | | https://www.sutlejtextiles.com/investor-relations.html?section=stock-exchange-compliance |
| 19 | Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year | Yes | | https://www.sutlejtextiles.com/investor-relations.html?section=stock-exchange-compliance |
| 20 | Whether company has provided information under separate section on its website as per Regulation 46(2) | Yes | | www.sutlejtextiles.com |
| 21 | Materiality Policy as per Regulation 30 | Yes | | https://www.sutlejtextiles.com/pdf/Policies%20&%20Codes/Materiality%20Policy.pdf |
| 22 | Dividend Distribution policy as per Regulation 43A (as applicable) | Yes | | https://www.sutlejtextiles.com/pdf/Policies%20&%20Codes/Dividend-Distribution-Policy.pdf |
| 23 | It is certified that these contents on the website of the listed entity are correct | Yes | | www.sutlejtextiles.com |

| II. | Annual Affirmations | | | |
|-----|---|---------------------------|----------------------------------|--|
| Sr | Particulars | 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), 17(1A) & 17(1B) | Yes | |
| 3 | Meeting of Board of directors | 17(2) | Yes | |
| 4 | Quorum of Board meeting | 17(2A) | Yes | |
| 5 | Review of Compliance Reports | 17(3) | Yes | |
| 6 | Plans for orderly succession for appointments | 17(4) | Yes | |
| 7 | Code of Conduct | 17(5) | Yes | |
| 8 | Fees/compensation | 17(6) | Yes | |
| 9 | Minimum Information | 17(7) | Yes | |
| 10 | Compliance Certificate | 17(8) | Yes | |

| | | Anne | exure II | | | | |
|-------------------------|--|--------------------------|----------------------------------|--|--|--|--|
| II. Annual Affirmations | | | | | | | |
| Sr | Particulars | Regulation Number | Compliance status (Yes/No/NA) | If status is "No" details of non- compliance may be given here. | | | |
| 11 | Risk Assessment & Management | 17(9) | Yes | | | | |
| 12 | Performance Evaluation of Independent Directors | 17(10) | Yes | | | | |
| 13 | Recommendation of Board | 17(11) | Yes | | | | |
| 14 | Maximum number of Directorships | 17A | Yes | | | | |
| 15 | Composition of Audit Committee | 18(1) | Yes | | | | |
| 16 | Meeting of Audit Committee | 18(2) | Yes | | | | |
| 17 | Composition of nomination & remuneration committee | 19(1) & (2) | Yes | | | | |
| 18 | Quorum of Nomination and Remuneration Committee meeting | 19(2A) | Yes | | | | |
| 19 | Meeting of Nomination and Remuneration Committee | 19(3A) | Yes | | | | |
| 20 | Composition of Stakeholder Relationship Committee | 20(1), 20(2) & 20(2A) | Yes | | | | |

| | | Annexure | П | | |
|-------------------------|---|----------------------------------|----------------------------------|--|--|
| II. Annual Affirmations | | | | | |
| Sr | Particulars | Regulation Number | Compliance status (Yes/No/NA) | If status is "No" details of non- compliance may be given here. | |
| 21 | Meeting of Stakeholders Relationship Committee | 20(3A) | Yes | | |
| 22 | Composition and role of risk management committee | 21(1),(2),(3),(4) | Yes | | |
| 23 | Meeting of Risk Management Committee | 21(3A) | Yes | | |
| 24 | Vigil Mechanism | 22 | Yes | | |
| 25 | Policy for related party Transaction | 23(1),(1A),(5),(6), (7) & (8) | Yes | | |
| 26 | Prior or Omnibus approval of Audit Committee for all related party transactions | 23(2), (3) | Yes | | |
| 27 | Approval for material related party transactions | 23(4) | NA | | |
| 28 | Disclosure of related party transactions on consolidated basis | 23(9) | Yes | | |
| 29 | Composition of Board of Directors of unlisted material Subsidiary | 24(1) | NA | | |
| 30 | Other Corporate Governance requirements with respect to subsidiary of listed entity | 24(2),(3),(4),(5) & (6) | Yes | | |

| | Α | nnexure II | | | | |
|-------------------------|---|----------------------|----------------------------------|--|--|--|
| II. Annual Affirmations | | | | | | |
| Sr | Particulars | Regulation Number | Compliance status (Yes/No/NA) | If status is "No" details of non- compliance may be given here. | | |
| 31 | Annual Secretarial Compliance Report | 24(A) | Yes | | | |
| 32 | Alternate Director to Independent Director | 25(1) | Yes | | | |
| 33 | Maximum Tenure | 25(2) | Yes | | | |
| 34 | Meeting of independent directors | 25(3) & (4) | Yes | | | |
| 35 | Familiarization of independent directors | 25(7) | Yes | | | |
| 36 | Declaration from Independent Director | 25(8) & (9) | Yes | | | |
| 37 | D & O Insurance for Independent Directors | 25(10) | Yes | | | |
| 38 | Memberships in Committees | 26(1) | Yes | | | |
| 39 | Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel | 26(3) | Yes | | | |
| 40 | Disclosure of Shareholding by Non-Executive Directors | 26(4) | Yes | | | |
| 41 | Policy with respect to Obligations of directors and senior management | 26(2) & 26(5) | Yes | | | |
| | Any other information to be provided - Add Notes | | | • | | |

| 1 Name of signatory Manoj Contractor |
|--|
| 2 Designation Company Secretary and Compliance Officer |

| Annexure II | | | |
|-------------------|--|----------------------------------|--|
| III. Affirmations | | | |
| Sr | Particulars | Compliance status (Yes/No/NA) | |
| 1 | The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied | Yes | |
| | Any other information to be provided | | |

| 1 Name of signatory Manoj Contractor |
|--|
| 2 Designation Company Secretary and Compliance Officer |

| Additional Half yearly Disclosure | | | |
|---|--|--|---|
| Applicability of disclosure | Applicable | | |
| Reason for Non Applicability | Textual Information(1) | | |
| I. Disclosure of Loans/ guarantees/comfort lette | ers /securities etc.refer note below | • | |
| (A)Any loan or any other form of debt advanced b | by the listed entity directly or indirectly to | | |
| Entity | Aggregate amount advanced during six months | Balance outstanding at the end of six months | |
| Promoter or any other entity controlled by them | 0 | 0 | |
| Promoter Group or any other entity controlled by them | 0 | 0 | |
| Directors (including relatives) or any other entity controlled by them | 0 | 0 | |
| KMPs or any other entity controlled by them | 0 | 0 | |
| (B) Any guarantee / comfort letter (by indirectly, in connection with any loan | | | |
| Entity | Type (guarantee, comfort letter etc.) | Aggregate amount of issuance during six months | Balance outstanding at the end of six months(taking into account any invocation) |
| Promoter or any other entity controlled by them | 0 | 0 | 0 |
| Promoter Group or any other entity controlled by them | 0 | 0 | 0 |
| Directors (including relatives) or any other entity controlled by them | 0 | 0 | 0 |
| KMPs or any other entity controlled by them | 0 | 0 | 0 |
| (C) Any security provided by the listed | l entity directly or indirectly, in c | onnection with a | ny loan(s) or any |
| Entity | Type of security (cash, shares etc.) | Aggregate value of security provided during six months | Balance outstanding at the end of six months |
| Promoter or any other entity controlled by them | 0 | 0 | 0 |
| Promoter Group or any other entity controlled by them | 0 | 0 | 0 |
| Directors (including relatives) or any other entity controlled by them | 0 | 0 | 0 |
| KMPs or any other entity controlled by them | 0 | 0 | 0 |
| (D) Additional Information | | | Textual Information(2) |
| II. Affirmations | | | |
| Affirmations | | Compliance Status | Company Remarks |
| All loans (or other form of debt), guarantees, com securities in connection with any loan(s) (or other by the listed entity to promoter(s), promoter group key managerial personnel (including their relative the economic interest of the company. | Yes | Textual Information(3) | |
| Name | Rajib Mukhopadhyay | | |
| Designation | CFO | | |
| Place | Mumbai | | |
| | | | |

| | Text Block |
|------------------------|---|
| Textual Information(3) | This is not applicable to the Company as the Company has not entered into any such transaction. |

| Signatory Details | | | |
|-----------------------|--|--|--|
| Name of signatory | MANOJ CONTRACTOR | | |
| Designation of person | Company Secretary and Compliance Officer | | |
| Place | Mumbai | | |
| Date | 20-04-2023 | | |