

Format for Compliance Report on Corporate Governance to be submitted by a listed entity on a quarterly basis

1. Name of the Listed Entity :
2. Quarter ending :

I. Composition of Board of Directors												
Title (Mr . / Ms)	Name of the Director	PAN [§] & DIN	Category (Chairperson /Executive/Non-Executive/in dependent/ Nominee) &	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 [with reference to Regulation 17A(1)]	No. of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1)] & 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of the LODR Regulations)	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of the LODR Regulations)
		Whether Regular chairperson appointed										
		Whether Chairperson is related to managing director or CEO										
		§PAN number of any director would not be displayed on the website of Stock Exchange &Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen * to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.										

II. Composition of Committees					
Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) &	Date of Appointment	Date of Cessation
1. Audit Committee					
2. Nomination & Remuneration Committee					
3. Risk Management Committee (if applicable)					
4. Stakeholders Relationship Committee					
<i>&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen</i>					

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*	Maximum gap between any two consecutive meetings (in number of days)
		Yes / No			
* to be filled in only for the current quarter meetings					

IV. Meeting of Committees					
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Number of Directors present*	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days**
	Yes / No				
* to be filled in only for the current quarter meetings					
** This information has to be mandatorily be given for audit committee and Risk Management Committee, for rest of the committees giving this information is optional					

V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA) refer note below
Whether prior approval of audit committee obtained	
Whether shareholder approval obtained for material RPTs	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	
Note	
<p>1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of LODR Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.</p> <p>2. If status is "No" details of non-compliance may be given here.</p>	

VI. Affirmations
<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015</p> <ol style="list-style-type: none"> Audit Committee Nomination & remuneration committee Stakeholders relationship committee Risk management committee (applicable to the top 1000 listed entities) <p>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.</p> <p>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.</p> <p>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:</p>

Name & Designation
Company Secretary / Compliance Officer / Managing Director / CEO / CFO

Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by the listed entity and instead a statement "same as previous quarter" may be given.

Format for Compliance Report on Corporate Governance to be submitted by a listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of LODR Regulations		
Item	Compliance status (Yes/No/NA)refer note below	If Yes provide link to website. If No / NA provide reasons
As per regulation 46(2) of the LODR:		
a) Details of business		
b) Terms and conditions of appointment of independent directors		
c) Composition of various committees of board of directors		
d) Code of conduct of board of directors and senior management personnel		
e) Details of establishment of vigil mechanism/ Whistle Blower policy		
f) Criteria of making payments to non-executive directors		
g) Policy on dealing with related party transactions		
h) Policy for determining 'material' subsidiaries		
i) Details of familiarization programmes imparted to independent directors		
j) email address for grievance redressal and other relevant details		
k) Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances		
l) Financial results		
m) Shareholding pattern		
n) Details of agreements entered into with the media companies and/or their associates		
o) 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		
oa) audio or video recordings and transcripts of post earnings/quarterly calls		
p) New name and the old name of the listed entity		
q) Advertisements as per regulation 47(1)		
r) Credit rating or revision in credit rating obtained		
s) Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year		

t) Secretarial Compliance Report		
u) Materiality Policy as per Regulation 30(4)		
v) Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)		
w) Disclosures under regulation 30(8)		
x) Statements of deviation(s) or variations(s) as specified in regulation 32		
y) Dividend distribution policy as specified in regulation 43A(1)		
z) Annual return as provided under section 92 of the Companies Act, 2013		
✓ Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)		
✓ Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updation		

II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA) refer note below
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	
<i>Board composition</i>	17(1), 17(1A), 17(1C), 17(1D) & 17(1E)	
<i>Meeting of Board of directors</i>	17(2)	
<i>Quorum of Board meeting</i>	17(2A)	
<i>Review of Compliance Reports</i>	17(3)	
<i>Plans for orderly succession for Appointments</i>	17(4)	
<i>Code of Conduct</i>	17(5)	
<i>Fees/compensation</i>	17(6)	
<i>Minimum Information</i>	17(7)	
<i>Compliance Certificate</i>	17(8)	
<i>Risk Assessment & Management</i>	17(9)	
<i>Performance Evaluation of Independent Directors</i>	17(10)	
<i>Recommendation of Board</i>	17(11)	
<i>Maximum number of directorships</i>	17A	
<i>Composition of Audit Committee</i>	18(1)	
<i>Meeting of Audit Committee</i>	18(2)	
<i>Role of Audit Committee and information to be reviewed by the audit committee</i>	18(3)	



<i>Composition of nomination & remuneration committee</i>	19(1) & (2)	
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	
<i>Meeting of nomination & remuneration committee</i>	19(3A)	
<i>Role of Nomination and Remuneration Committee</i>	19(4)	
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2)and 20(2A)	
<i>Meeting of stakeholder relationship committee</i>	20 (3A)	
<i>Role of Stakeholders Relationship Committee</i>	20(4)	
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	
<i>Meeting of Risk Management Committee</i>	21(3A)	
<i>Quorum of Risk Management Committee meeting</i>	21(3B)	
<i>Gap between the meetings of the Risk Management Committee</i>	21(3C)	
<i>Vigil Mechanism</i>	22	
<i>Policy for related party Transaction</i>	23(1), (1A), (5) ,(6),& (8)	
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	
<i>Approval for material related party transactions</i>	23(4)	
<i>Disclosure of related party transactions on consolidated basis</i>	23(9)	
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5) & (6)	
<i>Alternate Director to Independent Director</i>	25(1)	
<i>Maximum Tenure</i>	25(2)	
<i>Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism</i>	25(2A)	
<i>Meeting of independent directors</i>	25(3) & (4)	
<i>Familiarization of independent directors</i>	25(7)	
<i>Declaration from Independent Director</i>	25(8) & (9)	
<i>Directors and Officers insurance</i>	25(10)	
<i>Confirmation with respect to appointment of Independent Directors who resigned from the listed entity</i>	25(11)	
<i>Memberships in Committees</i>	26(1)	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management Personnel</i>	26(3)	
<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	
<i>Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity.</i>	26(6)	

Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	
<p>Note</p> <ol style="list-style-type: none"> 1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of LODR Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated. 2. If status is "No" details of non-compliance may be given here. 3. If the Listed Entity would like to provide any other information the same may be indicated here. 		
<p>III Affirmations:</p> <p>The Listed Entity has approved the Material Subsidiary Policy and the Corporate Governance requirements with respect to the subsidiary of Listed Entity have been complied.</p>		
<p>Name & Designation</p> <p>Company Secretary / Compliance Officer / Managing Director / CEO / CFO</p>		