

1. Name of Listed Entity : GINNI FILAMENTS LIMITED
2. Quarter ending : March 31, 2020

## I. Composition of Board of Directors

Title (Mr./Ms)	Name of the Director	PAN <sup>s</sup> & DIN	Category (Chairperson / Executive / Non-Executive / Independent / Nominee) <sup>s</sup>	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 (in Reference to Regulation 17A(1))	No of Independent Directorship in listed entities including this listed entity (Reference to provision to regulation 17A(1))	Number of memberships in Audit / Stakeholders Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of Post of Chairperson in Audit / Stakeholders Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Shishir Jaipuria	AANPJ5627K 00274959	Chairperson Executive	14.02.1990	01.04.2020	---	---	07.04.1957	1	---	2	---
Mr.	Saket Jaipuria	ADGPJ8314D 02458923	Executive	11.02.2011	08.02.2019	---	---	11.10.1982	1	---	1	---
Mr.	Suresh Singhvi	AIGFS1249B 00293272	Executive	30.07.2009	01.08.2017	---	---	21.11.1953	1	---	---	---
Mr.	Joginder Pal Kundra	AADPK4328A 00004228	Independent	31.01.2000	10.09.2019	---	5	14.04.1930	2	2	---	3
Mr.	Jugal Kishore Bhagat	ADUPB7807P 00055972	Independent	28.07.1982	10.09.2019	---	5	02.11.1943	2	2	2	1
Mr.	Har Prasad Bhattacharya	AAKPB9946L 00304475	Independent	30.10.2000	10.09.2019	---	5	13.12.1939	1	1	1	---
Ms.	Manju Rana	ABTPR6685A 06939634	Independent	01.08.2014	10.09.2019	---	5	01.01.1961	1	1	1	---
Mr.	Sushil Chandra Tripathi	ACXPT9105A 00941922	Independent	01.08.2014	10.09.2019	---	5	01.01.1946	3	3	2	2

Whether Regular Chairperson appointed : Yes

Whether Chairperson is related to Managing Director or CEO : Yes

S 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 gap of period.



## II. Composition of Committees

Name of Committee	Whether Regular Chairperson appointed	Name of Committee Members	Category (Chairperson/Executive/Non Executive / Independent / Nominee) <sup>§</sup>	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Mr. Joginder Pal Kundra Mr. Shishir Jaipuria Mr. Har Prasad Bhattacharya Mr. Jugal Kishore Bhagat Ms. Manju Rana	Independent - Chairperson Executive Independent Independent Independent	13.02.2015 13.02.2015 13.02.2015 13.02.2015 13.02.2015	
2. Nomination & Remuneration Committee	Yes	Mr. Joginder Pal Kundra Mr. Sushil Chandra Tripathi Mr. Jugal Kishore Bhagat Mr. Har Prasad Bhattacharya	Independent - Chairperson Independent Independent Independent	01.08.2014 01.08.2014 01.08.2014 01.08.2014	
3. Risk Management Committee (if applicable)	NA	NA	NA	NA	
4. Stakeholders Relationship Committee	Yes	Mr. Sushil Chandra Tripathi Mr. Shishir Jaipuria Mr. Jugal Kishore Bhagat Mr. Saket Jaipuria	Independent - Chairperson Executive Independent Executive	13.02.2015 13.02.2015 13.02.2015 13.02.2015	

<sup>§</sup>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

## 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* (Yes/No)	Name of Directors present*	Number of Independent Directors present*	Maximum gap between any two consecutive (in number of days)
08.11.2019	05.02.2020	Yes	8	5	88
* to be filled in only for the current quarter meetings					

## IV. Meeting of Committee

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details) *	Numbers 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*
Audit Committee - 05.02.2020	Yes	5	4	08.11.2019	88
Stakeholders Relationship Committee - 05.02.2020	Yes	4	2	08.11.2019	88

\*This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

\*\*to be filled in only for the current quarter meeting

## V. 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	Compliance status (Yes/No/NA) refer note below
				Yes
				N.A.
				Yes



er 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  
be given



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

I. Disclosure of website in terms of Listing Regulations	Item	Compliance status (Yes/No/NA) <small>refer note below</small>
	Details of business	Yes
	Terms and conditions of appointment of independent directors	Yes
	Composition of various committees of board of directors	Yes
	Code of conduct of board of directors and senior management personnel	Yes
	Details of establishment of vigil mechanism /whistle blower policy	Yes
	Criteria of making payments to non-executive directors	N.A.
	Policy on dealing with related party transactions	Yes
	Policy for determining 'material' subsidiaries	N.A.
	Details of familiarization programmes imparted to independent directors	Yes
	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes
	Email address for grievance redressal and other relevant details	Yes
	Financial results	Yes
	Shareholding pattern	Yes
	Details of agreements entered into with the media companies and/or their associates	Yes
	New name and the old name of the listed entity	N.A.
	<b>II Annual Affirmations</b>	N.A.
	<b>Particulars</b>	<b>Regulation Number</b>
	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)
	Board composition	Yes
	Meeting of Board of directors	17(1) Yes
	Review of Compliance Reports	17(2) Yes
	Plans for orderly succession for appointments	17(3) Yes
	Code of Conduct	17(4) Yes
	Fees/compensation	17(5) Yes
	Minimum Information	17(6) Yes
	Compliance Certificate	17(7) Yes
	Risk Assessment & Management	17(8) Yes
	Performance Evaluation of Independent Directors	17(9) Yes
	Composition of Audit Committee	17(10) Yes
	Meeting of Audit Committee	18(1) Yes
	Composition of nomination & remuneration committee	18(2) Yes
		19(1) & (2) Yes

Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes
Composition and role of risk management committee	21(1), (2), (3), (4)	N.A.
Vigil Mechanism	22	Yes
Policy for related party transaction	23(1), (5), (6), (7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party transactions	23(4)	N.A.
Composition of Board of Directors of unlisted material subsidiary	24(1)	N.A.
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2), (3), (4), (5) & (6)	N.A.
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of Independent Directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
Policy with respect to obligations of directors and senior management	26(2) & 26(5)	Yes

**Note**

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 Listing 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.

**III Affirmations:**

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - N.A.



for GINNI FILAMENTS LTD.

*Bharat Singh*

**BHARAT SINGH**

Company Secretary & Compliance Officer