

|   |                       |                                  |
|---|-----------------------|----------------------------------|
| 1 | Name of Listed Entity | Manaksia Limited                 |
| 2 | Quarter ending        | 30 <sup>th</sup> September, 2020 |

## I. Composition of Board of Directors

| Title (Mr/ Ms) | Name of the Director | \$ PAN & DIN          | & Category (Chairperson / Executive/ Non-Executive/ Independent / Nominee) | Date of Birth | 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 membership 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) |
|----------------|----------------------|-----------------------|--|---------------|-----------------------------|------------------------|-------------------|----------------------------------|--|--|--|--|
| Dr.            | Kali Kumar Chaudhuri | ABVPC9186H / 00206157 | Non-Executive Independent Director-Chairperson #                           | 18/09/1945    | 26-09-2014                  | 26-09-2019             | -                 | 72                               | 3  | 3  | 4  | 1  |
| Mr.            | Smita Khaitan        | AAQPK1671F / 01116869 | Non-Executive Independent Woman Director                                   | 12/12/1949    | 26-09-2014                  | 26-09-2019             | -                 | 72                               | 2  | 2  | 5  | 1  |
| Mr.            | Sunil Kumar Agrawal  | ACSPA0118R / 00091784 | Non-Executive Director/ Non Independent Director                           | 11/12/1961    | 23-11-2014                  | 27-09-2018             | -                 | -                                | 3  | 0  | 4  | 0  |
| Mr.            | Suresh Kumar Agrawal | ACSPA0116B / 00520769 | Executive Director/ Managing Director                                      | 28/07/1953    | 23-11-2017                  | 23-11-2017             | -                 | -                                | 2  | 0  | 1  | 0  |

|      |                         |                        |  |            |            |            |   |    |   |   |   |   |
|------|-------------------------|------------------------|--|------------|------------|------------|---|----|---|---|---|---|
| Mr.  | Vineet Agrawal          | ACXPA1871E / 00441223  | Non-Executive Director/ Non Independent Director | 24/03/1976 | 23-11-2014 | 22-09-2017 | - | -  | 2 | 0 | 2 | 0 |
| Mr.  | Kanad Purkayastha       | ASLPP0655P/ 08446550   | Non-Executive Independent Director               | 17/05/1945 | 18-05-2019 | -          | - | 17 | 1 | 1 | 1 | 0 |
| Mr.  | Ramesh Kumar Maheshwari | AEZPM0448M / 00545364  | Non-Executive Independent Director               | 01/05/1956 | 16-07-2019 | -          | - | 15 | 2 | 2 | 4 | 0 |
| Mr.  | Biswanath Bhattacharjee | ACW/PB2869G / 00545918 | Non-Executive Independent Director               | 01/03/1949 | 16-07-2019 | -          | - | 15 | 1 | 1 | 0 | 0 |
| Mrs. | Nidhi Baheti            | ALDPM3999 M/ 08490552  | Non-Executive Independent Director               | 06/05/1985 | 16-07-2019 | -          | - | 15 | 1 | 1 | 1 | 0 |

\$ 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.

# There is no permanent chairperson of the Board. The members present at the board meeting elect one of the directors as chairman of the particular meeting. Dr. Kali Kumar Chaudhuri was elected as the chairperson of the board at its meetings held on 14th July, 2020 and 9th September, 2020 till the conclusion of the respective meetings.

## II. Composition of Committees

| Name of Committee    | Name of Committee members  | Date of Appointment  | Date of Cessation          | Category (Chairperson/Executive/Non-Executive/Independent/Nominee) \$  |
|----------------------|--|--|----------------------------|--|
| 1<br>Audit Committee | Dr. Kali Kumar Chaudhuri<br>Mrs. Smita Khaitan<br>Mr. Sunil Kumar Agrawal<br>Mr. Ramesh Kumar Maheshwari<br>Mr. Kanad Purkayastha<br>Mrs. Nidhi Baheti | 08-05-2002<br>31-01-2009<br>11-02-2016<br>16-07-2019<br>18-05-2019<br>16-07-2019 | -<br>-<br>-<br>-<br>-<br>- | Non-Executive //Independent Director / Chairman*<br>Non-Executive //Independent Woman Director<br>Non-Executive / Non Independent Director<br>Non-Executive //Independent Director<br>Non-Executive //Independent Director<br>Non-Executive //Independent Director |

|   |   |  |  |                       |   |
|---|---|--|--|-----------------------|---|
| 2 | Nomination & Remuneration Committee       | Mrs. Smita Khaitan<br>Dr. Kali Kumar Chaudhuri<br>Mr. Ramesh Kumar Maheshwari<br>Mr. Vineet Agrawal<br>Mr. Biswanath Bhattacharjee | 27-02-2009<br>10-07-2002<br>16-07-2019<br>07-05-2018<br>16-07-2019 | -<br>-<br>-<br>-<br>- | Non-Executive //Independent Woman Director/Chairman<br>Non-Executive //Independent Director<br>Non-Executive //Independent Director<br>Non-Executive //Non-Independent Director<br>Non-Executive //Independent Director |
| 3 | Risk Management Committee (if applicable) | Not Applicable   |  |                       |   |
| 4 | Stakeholders Relationship Committee       | Mrs. Smita Khaitan<br>Mr. Sunil Kumar Agrawal<br>Mr. Ramesh Kumar Maheshwari<br>Mr. Vineet Agrawal                                 | 23-11-2014<br>07-05-2018<br>16-07-2019<br>11-02-2016               | -<br>-<br>-<br>-      | Non-Executive //Independent Director/Chairman**<br>Non-Executive //Non Independent Director<br>Non-Executive //Independent Director<br>Non-Executive //Non Independent Director   |
| 5 | Corporate Social Responsibility Committee | Mr. Suresh Kumar Agrawal<br>Mrs. Smita Khaitan<br>Mr. Kanad Purkayastha<br>Mr. Sunil Kumar Agrawal                                 | 11-08-2014<br>11-08-2014<br>16-07-2019<br>11-02-2016               | -<br>-<br>-<br>-      | Executive Director/ Chairman***<br>Non-Executive //Independent Director<br>Non-Executive //Independent Director<br>Non-Executive //Non Independent Director   |

\$ 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

\* There is no permanent chairperson of the Audit Committee. Dr. Kali Kumar Chaudhuri was elected as the Chairman of Audit Committee at its meeting held on 14th July, 2020 and 9th September, 2020 till the conclusion of the respective meetings..

\*\* There is no permanent chairperson of Stakeholders Relationship Committee. Mrs. Smita Khaitan was elected as the Chairperson of Stakeholders Relationship Committee at its last meeting held on 14th July, 2020 till the conclusion of that meeting.

\*\*\* There is no permanent chairperson of Corporate Social Responsibility Committee. Mr. Suresh Kumar Agrawal was elected as the Chairperson of Corporate Social Responsibility Committee at its meeting held on 14th July, 2020 and 9th September, 2020 till the conclusion of the respective meetings.

| 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 the requirement of quorum met | Number of directors present | Number of independent directors present | Maximum gap between any two consecutive meetings (in number of days) |  |
|  | 14-07-2020<br>09-09-2020                             | Yes<br>Yes                            | 8<br>5                      | 7<br>4                                  | 56 Days  |  |

**IV. Meeting of Committees**

| Name of Committee                         | Date (s) of Meeting (if any) in the previous quarter | Date (s) of Meeting (if any) in the relevant quarter | Whether the requirement of quorum met | Number of directors present | Number of independent directors present | Maximum gap between any two consecutive meetings (in number of days) |
|---|--|--|---------------------------------------|-----------------------------|---|--|
| Audit Committee                           | --   | 14-07-2020<br>09-09-2020                             | Yes<br>Yes                            | 5<br>5                      | 4<br>4                                  | 56 days  |
| Nomination and Remuneration Committee     | --   | 14-07-2020   | Yes                                   | 5                           | 4                                       |  |
| Stakeholders Relationship Committee       | --   | 14-07-2020   | Yes                                   | 4                           | 2                                       |  |
| Corporate Social Responsibility Committee | --   | 14-07-2020<br>09-09-2020                             | Yes<br>Yes                            | 3<br>3                      | 1<br>1                                  |  |

**Related Party Transactions**

| Subject  | Compliance status (Yes/No/NA) refer note below |
|--|--|
| Whether prior approval of Audit Committee obtained   | Yes  |
| Whether shareholder approval obtained for material RPT   | Yes  |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | Yes*   |

\*The Audit Committee has reviewed the Related Party Transactions for the quarter ended 30<sup>th</sup> June, 2020.

**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.

**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
  - a. Audit Committee- **Yes**
  - b. Nomination & Remuneration Committee- **Yes**
  - c. Stakeholders Relationship Committee- **Yes**
  - d. Risk management committee (Not Applicable)

|   |  |
|---|--|
| 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. There are no comments/ observations/ advice of Board of Directors in the Report submitted and placed before the Board of Directors for the quarter ended 30 <sup>th</sup> June, 2020. |

For Manaksia Limited



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Pradip Kumar Kandar

Company Secretary & Compliance Officer

Membership No.: A19020

**Annexure - III. Affirmations**

**Format to be submitted by listed entity at the end of 6 months after end of the financial year along with the second quarter's report of next financial year**

| Sr. | Particulars   | Regulation Number                    | Compliance Status (Yes/ No/ NA) |
|-----|---|--------------------------------------|---------------------------------|
| 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)                                | Yes                             |
| 5   | Whether "Corporate Governance Report" disclosed in Annual Report  | 34(3) read with para C of Schedule V | Yes                             |

- Note:**
- 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.
  - If status is "No" details of non-compliance may be given here.
  - If the Listed Entity would like to provide any other information the same may be indicated here.

**For Manaksia Limited**



**Pradip Kumar Kandar**

Company Secretary & Compliance Officer  
 Membership No.: A19020

