

**ANNEXURE I**

**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity - **Pennar Industries Limited**  
 2. Quarter ending - **31-Mar-2021**

**i. Composition Of Board Of Director**

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	Whether special resolution passed?	Date of passing special resolution	No. of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	No of memberships in Audit / Stakeholder Committee(s) including this listed entity	No of post of Chair person in Audit/ Stakeholder Committee held in listed entities including this listed entity	Membership in Committees of the Company	Remarks
Mr.	JOGINPALLY NRUPENDER RAO	00089922	ACDP J5615 R	C & ED		23-Sep-1995	30-Sep-2020			23-Jun-1945	NA		1	0	0	0	NRC	
Mr.	ADITYA NARSING RAO	01307343	ADVP J6046 K	ED	MD	30-Jan-2008	30-Sep-2020			06-Dec-1981	NA		1	0	1	0	SC	
Mr.	LAVANYA KUMAR RAO KONDAPALLY	01710629	ACVP K3179 R	ED		07-May-2014	30-Sep-2020			19-Feb-1959	NA		1	0	0	0		
Mr.	CHANDRASEKHA	02813923	AAKP	ID		12-Feb-	30-Sep-		60	12-Jul-	NA		1	1	0	0	NRC	

	R SRIPADA		C0844 N			2019	2019			1957								
Mr.	POTLURI VENKATESWARA RAO	03157581	AGJPP 7796D	ED		30-Mar- 2016	30-Sep- 2020			15-Aug- 1959	NA		1	0	0	0		
Mr.	BANDARI KAMALAKAR RAO	00038686	AERP B5183 N	ID		30-Jan- 2009	30-Sep- 2019		60	27-Mar- 1949	NA		1	1	2	2	AC,S C,NR C	
Mr.	MANISH MAHENDRA SABHARWAL	00969601	AGVP S6333 F	ID		22-Apr- 2011	30-Sep- 2019		60	29-Dec- 1969	NA		2	1	1	0		
Mr.	VARUN CHAWLA	02097425	AGBP C1165 H	ID		09-Nov- 2012	30-Sep- 2019		60	03-Mar- 1981	NA		1	1	2	0	AC,S C,NR C	
Mr.	ERIC JAMES BROWN	07670880	ZZZZ Z9999 Z	NED		10-Nov- 2017	28-Sep- 2018			21-Nov- 1957	NA		1	0	1	0	AC	Directo r is an NRI
Mrs.	BHARATI PINNAMAMENI JACOB	00174865	AAMP J2614 H	ID		27-May- 2019	30-Sep- 2019		60	07-Dec- 1960	NA		1	1	0	0		
Mr.	VISHAL SATINDER SOOD	01780814	AMSP S9805 K	NED		31-Jan- 2012	31-Jan- 2012	12-Feb- 2021		23-Feb- 1972	NA		2	0	0	0		

Company Remarks	
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

**ii. Composition of Committees**

**a. Audit Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	BANDARI KAMALAKAR RAO	ID	Chairperson	22-Jan-2014	
2	VARUN CHAWLA	ID	Member	22-Jan-2014	

3	ERIC JAMES BROWN	NED	Member	12-Feb-2018	
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Company Remarks	
Whether Permanent chairperson appointed	Yes

**b. Stakeholders Relationship Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	BANDARI KAMALAKAR RAO	ID	Chairperson	22-Jan-2014	
2	ADITYA NARSING RAO	ED	Member	22-Jan-2014	
3	VARUN CHAWLA	ID	Member	22-Jan-2014	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**c. Risk Management Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
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Company Remarks	
Whether Permanent chairperson appointed	

**d. Nomination and Remuneration Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	BANDARI KAMALAKAR RAO	ID	Chairperson	22-Jan-2014	
2	VARUN CHAWLA	ID	Member	22-Jan-2014	
3	JOGINPALLY NRUPENDER RAO	C & ED	Member	11-Feb-2015	
4	CHANDRASEKHAR SRIPADA	ID	Member	12-Feb-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

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
12-Nov-2020	12-Feb-2021	Yes	10	5

Company Remarks	
Maximum gap between any two consecutive (in number of days)	91

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	10-Nov-2020		Yes	3	2
Audit Committee		10-Feb-2021	Yes	3	2

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	91

v. Related Party Transactions

<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>	<i>Remark</i>
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	

Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Not Applicable	
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Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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**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 (applicable to the top 100 listed entities) - **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. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**  
 b. Any comments/observations/advice of Board of Directors may be mentioned here:

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**Name** : **Mirza Mohammed Ali Baig**  
**Designation** : **Company Secretary**

**ANNEXURE II**

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

<b>I. Disclosure on website in terms of Listing Regulations</b>			
<i>Item</i>	<i>Compliance status</i>	Company Remark	Website
<b>As per regulation 46(2) of the LODR:</b>			
Details of business	Yes		<a href="https://www.pennarindia.c">https://www.pennarindia.c</a>
Terms and conditions of appointment of independent directors	Yes		<a href="https://www.pennarindia.c">https://www.pennarindia.c</a>
Composition of various committees of board of directors	Yes		<a href="https://www.pennarindia.c">https://www.pennarindia.c</a>
Code of conduct of board of directors and senior management personnel	Yes		<a href="https://www.pennarindia.c">https://www.pennarindia.c</a>
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		<a href="https://www.pennarindia.c">https://www.pennarindia.c</a>
Criteria of making payments to non-executive directors	Yes		<a href="https://www.pennarindia.c">https://www.pennarindia.c</a>
Policy on dealing with related party transactions	Yes		<a href="https://www.pennarindia.c">https://www.pennarindia.c</a>
Policy for determining 'material' subsidiaries	Yes		<a href="https://www.pennarindia.c">https://www.pennarindia.c</a>
Details of familiarization programs imparted to independent directors	Yes		<a href="https://www.pennarindia.c">https://www.pennarindia.c</a>
Email address for grievance redressal and other relevant details entity who are responsible for assisting and handling investor grievances	Yes		mirza.baig@pennarindia.com
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances other	Yes		<a href="https://www.pennarindia.c">https://www.pennarindia.c</a>
Financial results	Yes		<a href="https://www.pennarindia.c">https://www.pennarindia.c</a>
Shareholding pattern	Yes		<a href="https://www.pennarindia.c">https://www.pennarindia.c</a>
Details of agreements entered into with the media companies and/or their associates	Not Applicable		
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	Not Applicable		
New name and the old name of the listed entity	Not		
Advertisements as per regulation 47 (1)	Yes		<a href="https://www.pennarindia.c">https://www.pennarindia.c</a>
Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments obtained	Not		
Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		<a href="https://www.pennarindia.c">https://www.pennarindia.c</a>
<b>As per other regulations of the LODR:</b>			
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		<a href="https://www.pennarindia.com/code-of-conduct.html">https://www.pennarindia.com/code-of-conduct.html</a>
Materiality Policy as per Regulation 30	Yes		<a href="https://www.pennarindia.c">https://www.pennarindia.c</a>
Dividend Distribution policy as per Regulation 43A (as applicable)	Not		
It is certified that these contents on the website of the listed entity are correct.	Yes		Yes
<b>II Annual Affirmations</b>			

<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status</b>	<b>Company Remark</b>
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes	
<i>Board composition</i>	17(1), 17(1A) & 17(1B)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Quorum of Board meeting</i>	17(2A)	Yes	
<i>Review of Compliance Reports</i>	17(3)	Yes	
<i>Plans for orderly succession for appointments</i>	17(4)	Not Applicable	
<i>Code of Conduct</i>	17(5)	Yes	
<i>Fees/compensation</i>	17(6)	Not Applicable	
<i>Minimum Information</i>	17(7)	Yes	
<i>Compliance Certificate</i>	17(8)	Yes	
<i>Risk Assessment &amp; Management</i>	17(9)	Not Applicable	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	
<i>Recommendation of Board</i>	17(11)	Yes	
<i>Maximum number of directorship</i>	17A	Yes	
<i>Composition of Audit Committee</i>	18(1)	Yes	
<i>Meeting of Audit Committee</i>	18(2)	Yes	
<i>Composition of nomination &amp; remuneration committee</i>	19(1) & (2)	Yes	
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Yes	
<i>Meeting of nomination &amp; remuneration committee</i>	19(3A)	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	Yes	
<i>Meeting of stakeholder relationship committee</i>		Yes	
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Not Applicable	
<i>Meeting of Risk Management Committee</i>	22	Not Applicable	
<i>Vigil Mechanism</i>	22	Yes	
<i>Policy for related party Transaction</i>	23(1),(1A),(5),(6)	Yes	

<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	Not Applicable	
<i>Approval for material related party transactions</i>	23(4)	Not Applicable	
<i>Disclosure of related party transactions on consolidated basis</i>	23(9)	Yes	
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Not Applicable	
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5) & (6)	Yes	
<i>Annual Secretarial Compliance Report</i>	24(A)	Yes	
<i>Alternate Director to Independent Director</i>	25(1)	Yes	
<i>Maximum Tenure</i>	25(2)	Yes	
<i>Meeting of independent directors</i>	25(3) & (4)	Yes	
<i>Familiarization of independent directors</i>	25(7)	Yes	
<i>Declaration from Independent Director</i>	25(8) & (9)	Yes	
<i>D &amp; O Insurance for Independent Directors</i>	25(10)	Yes	
<i>Memberships in Committees</i>	26(1)	Yes	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes	
<i>Disclosure of Shareholding by Non- Executive Directors</i>	26(4)	Yes	
<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	Yes	

<b>Other Information</b>	
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### 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. - **Yes**

<b>Other Information</b>	
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**Name** : **MIRZA MOHAMMED ALI BAIG**  
**Designation** : **Company Secretary & Compliance Officer**