

COMPLIANCE MANUAL

[Under SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 for the Quarter and Half year ended September 30, 2021]



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Chronological Schedule of Compliances for the Quarter and half year ended September 30, 2021

As per	Compliance Requirements		To Whom	Due Date
Schedule B of SEBI (PIT) Regulations, 2015	Closure of Trading Window for Financial Results	+	Intimation to all 'Designated persons' w.r.t. such closure of trading window. Intimation to Stock Exchange	From Oct. 01, 2021
Reg. 13(3) Grievance Redressal Mechanism	Statement of Investor's Complaints	•	Stock Exchange(s)	By Oct. 21, 2021
Reg. 31(1) (b)	Shareholding Pattern	+	Stock Exchange Company's Website	By Oct. 21, 2021
Reg. 27(2)(a)	Corporate Governance Report	Stock Exchanges in XBRL Mode		By Oct. 21, 2021
Reg. 76 of SEBI (DP) Regulations, 2018	Reconciliation of Share Capital Audit Report	•	Stock Exchange(s) in both PDF and XBRL format	By Oct. 30, 2021
Declaration of Financia	I Results for the quarter and PRE- BOARD MEETING CO			nber 30, 2021
Reg. 29(1)	Intimation of Board	•	Stock Exchange	5 clear days prior
	Meeting		G -	to the meeting
		•	Company's Website	

As per	Compliance Requirements	To Whom	m Due Date		
	POST- BOARD MEETING C	OMPLIANCES			
Reg. 33(3):	Outcome of Board meeting	Stock Exchange;	By November 14, 2021		
Declaration of Financial results	 Standalone + Consolidated Unaudited Financial results for the Quarter and half-year ended Statement of assets and liabilities & Cash Flow statement 	(XBRL + PDF) → Company's Website	PDF Results: Within 30 minutes of the end of the meeting held on a particular day. XBRL: Within 24 hours from the uploading of PDF results		
Note: Outcome of the Board Meeting and not from the er	nd of the day if in case the B	oard Meeting continues	to the next day.		
Reg. 47(3)	Publication of Results	 In atleast 1 English national daily; In 1 vernacular language of the region where the Registered office of the 	Within 48 hours from the conclusion of meeting		

Entity

situated; Company's Website is

PART I Cont..

As per	Compliance Requirements		To Whom	Due Date
Reg. 23(9)	Statement of Related Party Transactions	•	To the Stock Exchange(s) in XBRL.	Within 30 days from the publication
		•	On the website of the entity	financial results

Note: Listed entities submitting only standalone financial result, are required to submit RPT on standalone basis.

<u>Listed entities submitting both, standalone & consolidated financial results, are required to submit RPT only on consolidated basis.</u>

EVENT BASED DISCL	.OSUR	ES		
Reg. 32(1) Statement of deviation of utilization of	•	To be before	placed Audit	By November 14, 2021
proceeds		Committ		
		review		(Within 45 days from the end of
	•	After review, submitte the Exchange	Stock	each quarter)

Amendment in SEBI (LODR) Regulations, 2015: August 03, 2021

The Capital Market Regulator, SEBI, vide notification in Official Gazette dated August 03, 2021, has notified SEBI (Listing Obligations and Disclosure Requirements) (Fifth Amendment) Regulations, 2021 which shall come into force on January 01, 2022.

The key highlights of the amendments are as follows:

☐ Appointment of new director on board:

In case of appointment of a person on board of directors, approval of shareholders to be taken at the next annual general meeting or within 3 months from the date of appointment, whichever is earlier.

□ Appointment/ re-appointment/ removal of Independent Directors(ID):

- Appointment/ re-appointment/ removal of an Independent Director subject to approval of shareholders by way of special resolution.
- Appointment of new independent director in case of vacancy to be filled in within 3 months from the date of such vacancy.
- Cool-down period of 1 year from the date of resignation for resigning ID to be appointed as an executive director/ whole-time director in the same listed entity, its holding, subsidiary or associate company.
- <u>In case of appointment/re-appointment of a director,</u> the following additional information to be provided to shareholders:
 - Names of listed entities in which the person holds directorship and membership of committees along with the listed entities from which the person has resigned from past 3 years.
 - \circ For ID, skills and capabilities required for such role and how the proposed candidate meets them.
- <u>In case of resignation of an ID:</u> Listed entity to disclose the following additional information/documents to Stock exchanges for <u>:</u>
 - Letter of resignation;
 - o Name of listed entities in which the resigning ID holds directorship, its category, and membership on board committees.
- Top 1000 listed entities (by market capitalization as on March 31 of preceding FY) to undertake Directors and Officers Insurance for all their independent directors w.e.f. January 01, 2022.

PART 1 KEY REGULATORY UPDATES

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☐ Composition of Audit Committee: Audit Committee to comprise of at least 2/3 rd Independent Directors.
□ Composition and Role of Nomination & Remuneration Committee: • Nomination and Remuneration Committee to comprise of at least 2/3 rd Independent Directors, in place of 50%.
 Role of Nomination and Remuneration Committee widened as to evaluate balance of skills, knowledge and experience on Board and prepare description of role and responsibilities of ID for their appointment.
☐ Approval of Related Party Transactions: Related party transactions to be approved only by the Independent Directors of the Audit committee.