

**ANNEXURE I**

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

1. Name of Listed Entity       **- DCW Limited**  
 2. Quarter ending               **- March 31, 2021**

**i. Composition Of Board Of Director**

Titl e ( M r. / M s)	Name of the Director	DIN	PAN	Categ ory (Chair perso n / Exec utive/ Non- Execut ive/ Indepe ndent/ Nomin ee)	Su b Ca teg ory	Initi al Date of Appoi ntmen t	Date of Appoi ntme nt	Date of cessat ion	Tenu re	Date of Birth	Whe the r spec ial reso luti on pass ed?	Dat e of pass ing spec ial reso luti on	No. of Direct orship in listed entities includi ng this listed entity	No of Indep ende nt Direc torshi p in listed entiti es includ ing this listed entity	No of membe rships in Audit/ Stakeh older Commitee(s) includi ng this listed entity	No of post of Chairpers on in Audit/ Stakehold er Committe e held in listed entities including this listed entity	Mem bers hip in Com mitte es of the Com pany	Rema rks
Mr.	PRAMODKUMAR SHRIYANSPRASAD JAIN	00380458	AAAPJ6823A	C,ED	MD	01-Apr-1992	27-Feb-2020		36	12-Jan-1938	NA		1	0	1	0	SC	
Mr.	BAKULPREMCHAND JAIN	00380256	AABPJ5484A	ED	MD	01-Nov-1996	27-Feb-2020		36	14-Apr-1955	NA		3	2	5	3	SC	
Mr.	MUDIT	006472	AABPJ333	ED	MD	06-	27-		36	03-	NA		1	0	0	0		

	SHARADKU MAR JAIN	98	1N			Aug- 2012	Feb- 2020			Sep- 1962								
Mr.	VIVEK SHASHICHA ND JAIN	005020 27	ACUPJ675 7H	ED	MD	01- Mar- 2014	27- Feb- 2020		36	28- May- 1958	NA		1	0	0	0		
Mr.	SALIL KAPOOR	022565 40	AAWPK18 77D	ID		23- Oct- 2013	30- Sep- 2019		60	16- Nov- 1958	NA		1	1	0	0		
Mrs	SUJATA RANGNEKA R SANTOSH	064253 71	AABPR114 0H	ID		31- Oct- 2012	30- Sep- 2019		60	11- Oct- 1962	NA		1	1	1	1	AC,N RC	
Mr.	KRISHNAM OORTHY KRISHNAN	081296 57	AABPK115 8Q	ID		22- May- 2018	22- May- 2018		60	19- May- 1962	NA		2	2	4	3	AC,SC, NRC	
Mr.	MAHESH VENNELKA NTI	036333 59	AABPV455 1A	ID		28- Jun- 2019	28-Jun- 2019		24	26- Apr- 1947	NA		1	1	1	0	AC,N RC	

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

**ii. Composition of Committees**

**a. Audit 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	SUJATA RANGNEKAR SANTOSH	ID	Chairperson	31-Oct-2012	
2	KRISHNAMOORTHY KRISHNAN	ID	Member	22-May-2018	
3	MAHESH VENNELKANTI	ID	Member	28-Jun-2019	

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	KRISHNAMOORTHY KRISHNAN	ID	Chairperson	22-May-2018	
2	PRAMODKUMAR SHRIYANSPRASAD JAIN	C,ED	Member	19-May-2014	
3	BAKUL PREMCHAND JAIN	ED	Member	19-May-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>
----------------	-----------------------------	-----------------	-------------------------------	-------------------------	-----------------------

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	SUJATA RANGNEKAR SANTOSH	ID	Chairperson	31-Oct-2012	
2	KRISHNAMOORTHY KRISHNAN	ID	Member	22-May-2018	
3	MAHESH VENNELKANTI	ID	Member	28-Jun-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**iii. Meeting of Board of Directors**

<b>Date(s) of Meeting (if any) in the previous quarter</b>	<b>Date(s) of Meeting (if any) in the relevant quarter</b>	<b>Whether requirement of Quorum met</b>	<b>Number of Directors present</b>	<b>Number of Independent Directors present</b>
--	--	--	------------------------------------	--

03-Nov-2020	25-Jan-2021	Yes	7	3
27-Nov-2020	09-Feb-2021	Yes	7	3

Company Remarks	
Maximum gap between any two consecutive (in number of days)	58

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	03-Nov-2020		Yes	3	3
Audit Committee		09-Feb-2021	Yes	3	3
Stakeholders Relationship Committee		09-Feb-2021	Yes	3	1

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	97

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	Yes	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
--	--

## 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:

%affirm Comments%
-------------------

**Name** : **Pramod Kumar Jain**  
**Designation** : **Chairman & Managing Director**

**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="http://www.dcwLtd.com/">http://www.dcwLtd.com/</a>
Terms and conditions of appointment of independent directors	Yes		<a href="http://www.dcwLtd.com/">http://www.dcwLtd.com/</a>
Composition of various committees of board of directors	Yes		<a href="http://www.dcwLtd.com/">http://www.dcwLtd.com/</a>
Code of conduct of board of directors and senior management personnel	Yes		<a href="http://www.dcwLtd.com/">http://www.dcwLtd.com/</a>
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		<a href="http://www.dcwLtd.com/">http://www.dcwLtd.com/</a>
Criteria of making payments to non-executive directors	Yes		<a href="http://www.dcwLtd.com/">http://www.dcwLtd.com/</a>
Policy on dealing with related party transactions	Yes		<a href="http://www.dcwLtd.com/">http://www.dcwLtd.com/</a>
Policy for determining 'material' subsidiaries	Yes		<a href="http://www.dcwLtd.com/">http://www.dcwLtd.com/</a>
Details of familiarization programs imparted to independent directors	Yes		<a href="http://www.dcwLtd.com/">http://www.dcwLtd.com/</a>
Email address for grievance redressal and other relevant details entity who are responsible for assisting and handling investor grievances	Yes		<a href="http://www.dcwLtd.com/">http://www.dcwLtd.com/</a>
Contact information of the designated officials of the listed entity who	Yes		<a href="http://www.dcwLtd.com/">http://www.dcwLtd.com/</a>
Financial results	Yes		<a href="http://www.dcwLtd.com/">http://www.dcwLtd.com/</a>
Shareholding pattern	Yes		<a href="http://www.dcwLtd.com/">http://www.dcwLtd.com/</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	Yes		<a href="http://www.dcwLtd.com/">http://www.dcwLtd.com/</a>
New name and the old name of the listed entity	Yes		<a href="http://www.dcwLtd.com/">http://www.dcwLtd.com/</a>
Advertisements as per regulation 47 (1)	Yes		<a href="http://www.dcwLtd.com/">http://www.dcwLtd.com/</a>
Credit rating or revision in credit rating obtained by the entity for all	Yes		<a href="http://www.dcwLtd.com/">http://www.dcwLtd.com/</a>
Separate audited financial statements of each subsidiary of the listed	Not Applicable		
<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="http://www.dcwLtd.com/">http://www.dcwLtd.com/</a>
Materiality Policy as per Regulation 30	Yes		<a href="http://www.dcwLtd.com/">http://www.dcwLtd.com/</a>
Dividend Distribution policy as per Regulation 43A (as applicable)	Not Applicable		
It is certified that these contents on the website of the listed entity are	Yes		<a href="http://www.dcwLtd.com/">http://www.dcwLtd.com/</a>



<b>II Annual Affirmations</b>			
<i>Particulars</i>	<i>Regulation Number</i>	<i>Compliance status (Yes/No/NA)</i>	<i>Company Remark</i>
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	<i>16(1)(b) &amp; 25(6)</i>	Yes	
<i>Board composition</i>	<i>17(1), 17(1A) &amp; 17(1B)</i>	Yes	
<i>Meeting of Board of directors</i>	<i>17(2)</i>	Yes	
<i>Quorum of Board meeting</i>	<i>17(2A)</i>	Yes	
<i>Review of Compliance Reports</i>	<i>17(3)</i>	Yes	
<i>Plans for orderly succession for appointments</i>	<i>17(4)</i>	Yes	
<i>Code of Conduct</i>	<i>17(5)</i>	Yes	
<i>Fees/compensation</i>	<i>17(6)</i>	Yes	
<i>Minimum Information</i>	<i>17(7)</i>	Yes	
<i>Compliance Certificate</i>	<i>17(8)</i>	Yes	
<i>Risk Assessment &amp; Management</i>	<i>17(9)</i>	Yes	
<i>Performance Evaluation of Independent Directors</i>	<i>17(10)</i>	Yes	
<i>Recommendation of Board</i>	<i>17(11)</i>	Yes	
<i>Maximum number of directorship</i>	<i>17A</i>	Yes	
<i>Composition of Audit Committee</i>	<i>18(1)</i>	Yes	
<i>Meeting of Audit Committee</i>	<i>18(2)</i>	Yes	
<i>Composition of nomination &amp; remuneration committee</i>	<i>19(1) &amp; (2)</i>	Yes	
<i>Quorum of Nomination and Remuneration Committee meeting</i>	<i>19(2A)</i>	Yes	
<i>Meeting of nomination &amp; remuneration committee</i>	<i>19(3A)</i>	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	<i>20(1), 20(2) and 20(2A)</i>	Yes	
<i>Meeting of stakeholder relationship committee</i>	<i>20(3A)</i>	Yes	
<i>Composition and role of risk management committee</i>	<i>21(1),(2),(3),(4)</i>	Not Applicable	
<i>Meeting of Risk Management Committee</i>	<i>22</i>	Not Applicable	

<i>Vigil Mechanism</i>	22	Yes	
<i>Policy for related party Transaction</i>	23(1),(1A),(5),(6),(7) & (8)	Yes	
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	Yes	
<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)	Not Applicable	
<i>Annual Secretarial Compliance Report</i>	24(A)	Yes	
<i>Alternate Director to Independent Director</i>	25(1)	Not Applicable	
<i>Maximum Tenure</i>	25(2)	Yes	
<i>Meetings 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)	Not Applicable	
<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>	
--------------------------	--

### 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. - **Not Applicable**

<b>Other Information</b>	
--------------------------	--

**Name** : PRAMODKUMAR SHRIYANSPRASAD JAIN  
**Designation** : Managing Director