

Quarterly Compliance Report on Corporate Governance  
(Pursuant to Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015)

Name of the Company: V.R.Woodart Limited

Quarter Ending: June 30, 2019

Annexure I														
Composition of Board of Directors														
Title (Mr / Ms)	Name of the Director	DIN	Category (Chairperson/ Executive/Nonexecutive/ Independent/ Nominee)	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulation s]	Date of passing special resolution	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 memberships 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)
Mr.	Natarajan Rajaraman	08299550	Non-Executive - Independent Director	04-04-1960	N.A.	-	10-12-2018	-	-	60	1	1	1	0
Mr.	Dharmesh Patel	08044318	Non-Executive - Independent Director	13-06-1984	N.A.	-	01-02-2018	-	-	60	1	1	1	1
Mr	Sanjay Anand	01367853	Executive Director	28-11-1961	N.A.	-	24-09-1998	-	-	-	2	0	2	0
Mrs.	Divya Pai	07915821	Non-Executive – Non Independent Director, Chairperson	03-01-1986	N.A.	-	05-09-2017	-	-	-	1	0	0	1
Mrs.	Sujatha Shetty	08299196	Non-Executive – Non Independent Director	17-10-1973	N.A.	-	10-12-2018	-	-	1	1	0	0	0

Composition of Committees

<b>Audit Committee Details</b>						
Whether the Audit Committee has a Regular Chairperson					Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1	08299550	NATARAJAN RAJARAMAN	Non-Executive - Independent Director	Member	10-12-2018	
2	08044318	DHARMESH PATEL	Non-Executive - Independent Director	Chairperson	01-02-2018	
3	01367853	SANJAY ANAND	Executive Director	Member	24-09-1998	

<b>Nomination and remuneration committee</b>						
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1	08299550	NATARAJAN RAJARAMAN	Non-Executive - Independent Director	Member	10-12-2018	
2	08044318	DHARMESH PATEL	Non-Executive - Independent Director	Chairperson	01-02-2018	
3	08299196	SUJATHA SHETTY	Non-Executive - Non Independent Director	Member	24-09-1998	

<b>Stakeholders Relationship Committee</b>						
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1	08044318	DHARMESH PATEL	Non-Executive - Independent Director	Member	01-02-2018	
2	01367853	SANJAY ANAND	Executive Director	Member	24-09-1998	
3	07915821	DIVYA PAI	Non-Executive - Non Independent Director	Chairperson	05-09-2017	

**Annexure 1**

**Annexure 1**

**III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory							
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	14-02-2019				Yes	5	2
2		05-04-2019	49		Yes	5	2
3		11-04-2019	5		Yes	5	2
4		10-06-2019	59		Yes	5	2

**Annexure 1**

**IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory								
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	Audit Committee	14-02-2019				Yes	3	2
2	Audit Committee	11-04-2019	55			Yes	3	2
3	Stakeholders Relationship Committee	14-02-2019				Yes	3	1
4	Stakeholders Relationship Committee	11-04-2019	55			Yes	3	1
5	Nomination and remuneration committee	01-04-2019				Yes	3	2
6	Nomination and remuneration committee	03-06-2019	62			Yes	3	2

**Annexure 1**

**V. Related Party Transactions**

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	NA	-
2	Whether shareholder approval obtained for material RPT	NA	-
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	-

**Annexure 1****VI. Affirmations**

Sr	Subject	Compliance status (Yes/No)
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
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	NA
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

**Annexure 1**

Sr	Subject	Compliance status
1	Name of signatory	Kinjal Mrug
2	Designation	Company Secretary and Compliance Officer

**Signatory Details**

Name of signatory	Kinjal Mrug
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	15-07-2019