

**ANNEXURE I**

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

1. Name of Listed Entity - Tribhovandas Bhimji Zaveri Limited  
 2. Quarter ending - 30-Sep-2019

**i. Composition Of Board Of Director**

T i t l e ( M r / M s )	Name of the Director	DI N	P A N	C a t e g o r y (C h a i r p e r s o n / E x e c u t i v e / N o n - E x e c u t i v e / I n d e p e n d e n t / N o m i n e e)	S u b C a t e g o r y	Ini t i a l D a t e o f A p p o i n t m e n t	Dat e o f A p p o i n t m e n t	Dat e o f c e s s a t i o n	T e n u r e	Dat e o f B i r t h	No. o f D i r e c t o r s h i p i n l i s t e d e n t i e s i n c l u d i n g t h i s l i s t e d e n t i t y	No o f I n d e p e n d e n t D i r e c t o r s h i p i n l i s t e d e n t i e s i n c l u d i n g t h i s l i s t e d e n t i t y	No o f m e m b e r s h i p i n A u d i t / S t a k e h o l d e r C o m m i t t e e ( s ) i n c l u d i n g t h i s l i s t e d e n t i t y	No o f p o s t o f C h a i r p e r s o n i n A u d i t / S t a k e h o l d e r C o m m i t t e e h e l d i n l i s t e d e n t i e s i n c l u d i n g t h i s l i s t e d e n t i t y	M e m b e r s h i p i n C o m m i t t e e s o f t h e C o m p a n y	Rem a r k s
M r.	Shrikant Zaveri	0 0 2 6 3 7 2 5	A A P Z 0 8 9 9 E	C & ED	M D	24-Jul-2007	01-Jan-2016			07-Dec-1959	1	0	2	0	AC,S C,RC	
M s.	Binaisha Zaveri	0 0 2 6 3 6	A A E P Z 1	ED		24-Jul-2007	01-Jan-2016			28-Dec-1982	1	0	1	0	SC,RC	

		5 7	9 5 3 F												
M s.	Raashi Zaveri	0 0 7 1 3 6 8 8	A A F P Z 8 1 3 8 F	ED		01- Jul- 2008	01- Jan- 2016		26- Dec - 19 86	1	0	1	0	SC,R C	
M r.	Ajay Mehta	0 0 2 8 4 0 5	A A F P M 3 4 5 6 K	ID		14- Dec- 2010	01- Apr- 2019	6 0	28- Jul- 19 59	2	1	2	1	AC,S C,RC, NRC	
M r.	Sanjay Asher	0 0 0 8 2 2 1	A D Q P A 0 1 4 6 C	ID		14- Dec- 2010	01- Apr- 2019	6 0	26- No v- 19 63	5	5	4	3	NRC	
M r.	Kamlesh Vikamsey	0 0 0 5 9 6 2 0	A A B P V 3 0 5 5 F	ID		26- Aug- 2010	01- Apr- 2019	6 0	06- Dec - 19 60	7	6	2	4	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	Kamlesh Vikamsey	ID	Chairperson	01-Apr-2019	
2	Ajay Mehta	ID	Member	01-Apr-2019	
3	Shrikant Zaveri	C & ED	Member	01-Jan-2016	

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	Ajay Mehta	ID	Chairperson	01-Apr-2019	
2	Shrikant Zaveri	C & ED	Member	01-Jan-2016	
3	Binaisha Zaveri	ED	Member	01-Jan-2016	
4	Raashi Zaveri	ED	Member	01-Jan-2016	

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>
1	Shrikant Zaveri	C & ED	Chairperson	01-Jan-2016	
2	Ajay Mehta	ID	Member	01-Apr-2019	
3	Binaisha Zaveri	ED	Member	01-Jan-2016	
4	Raashi Zaveri	ED	Member	01-Jan-2016	
5	Saurav Banerjee	Member	Member	17-Feb-2014	
6	Sunil Gujarathi	Member	Member	05-Apr-2011	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**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	Ajay Mehta	ID	Chairperson	01-Apr-2019	
2	Kamlesh Vikamsey	ID	Member	01-Apr-2019	
3	Sanjay Asher	ID	Member	01-Apr-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
14-May-2019	12-Aug-2019	Yes	6	3

Company Remarks	
Maximum gap between any two consecutive (in number of days)	89

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	14-May-2019		Yes	3	2
Audit Committee		12-Aug-2019	Yes	3	2
Stakeholders Relationship Committee	14-May-2019		Yes	4	1
Stakeholders Relationship Committee		12-Aug-2019	Yes	4	1

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	89

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	<b>The Company do not have any material related party transaction.</b>
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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) - **Yes**
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:

**This report will be placed in next Board Meeting.Previous quarter report has been placed before the Board of Directors in the Board Meeting.nnAs per&nbsp;the requirement of Regulation 21 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 of constitution of Risk Management Committee of the Board shall be applicable to top 500 listed companies by market capitalization as at the end of the immediate previous financial year. The&nbsp;Company do not fall in this category and&nbsp;accordingly, constitution of Risk Management Committee is not compulsory for the Company, but to follow Corporate Governance in the right spirit the Company has voluntarily constituted the Risk Management Committee of the Board.**

**Name : NIRAJ OZA**  
**Designation : Company Secretary & Compliance Officer**

### ANNEXURE III

#### Affirmations

<b>Broad Heading</b>	<b>Regulation Number</b>	<b>Compliance Status</b>	<b>Company Remark</b>
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	
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
Presence of Chairperson of the Stakeholder Relationship	20(3)	Yes	

committee at the annual general meeting			
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Note:

Provision of Regulation 34(2)(f) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 regarding Business Responsibility Report does not apply to the Company.

**Name** : **NIRAJ OZA**  
**Designation** : **Company Secretary & Compliance Officer**