

**ANNEXURE I**

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

1. Name of Listed Entity - **Bhartiya International Limited**  
 2. Quarter ending - **31-Mar-2019**

**i. Composition Of Board Of Director**

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Sub Category	Date of Appointment	Date of Cessation	Tenure	No of Directorship in listed entities including this listed entity	No of memberships in Audit/Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity	Membership in Committees of the Company	Remarks
Mr.	Snehdeep Aggarwal	00928080	ABAPA8048F	C,ED	MD	01-Apr-2014	31-Mar-2019		1	0	0		
Mr.	Ramesh Bhatia	00052320	AAWPB5969R	NED		08-Sep-2014			1	0	0		
Mr.	Nikhil Aggarwal	01891082	AEZPA9470M	NED		23-Sep-2013			1	0	0		
Mr.	Charanjit Lal Handa	00928283	AADPH8013K	ID		27-Sep-2015		60	1	3	0	AC,SC,NRC	
Mr.	Sandeep Seth	01408624	AGOPS7811B	ID		27-Sep-2015		60	1	3	2	AC,SC,NRC	
Mr.	Shashank Madan Mohan	01569514	ACYPS9667F	ID		27-Sep-2015		60	1	2	0	AC,SC,NRC	
Mr.	Ananthkrishan Sahasranaman	01983690	AKLPS5467Q	ID		27-Sep-2015		60	1	0	0		
Mr.	Robert Burton Moore JR	08108097	AXHPJ8678H	NED		16-Apr-2018		5	1	0	0		
Mr.	Manoj Khattar	00694981	AAAPK0700H	ED		13-Aug-2018		60	1	3	1		
Mrs.	Annapurna Dixit	06844250	ACJPD6077H	ID		29-Sep-2018		12	2	0	0		

Company Remarks	Mr. Snehdeep Aggarwal is appointed as the Executive Chairman of the Company with effect from 01-04-2019 for a period of 5 years subject to the approval of the shareholders in the ensuing Annual General Meeting
Whether Permanent chairperson appointed	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	Sandeep Seth	ID	Chairperson	09-Jan-2012	
2	Charanjit Lal Handa	ID	Member	07-Apr-2005	
3	Shashank Madan Mohan	ID	Member	12-Nov-2010	

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	Sandeep Seth	ID	Chairperson	28-Feb-2002	
2	Shashank Madan Mohan	ID	Member	12-Nov-2010	
3	Charanjit Lal Handa	ID	Member	07-Jul-2004	

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	Sandeep Seth	ID	Chairperson	30-Jan-2009	
2	Shashank Madan Mohan	ID	Member	30-Jan-2009	
3	Charanjit Lal Handa	ID	Member	30-Jan-2009	

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
14-Nov-2018	11-Feb-2019

Company Remarks	
Maximum gap between any two consecutive (in number of days)	88

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	Requirement of Quorum met (details)	Whether requirement of Quorum met (Yes/No)
Audit Committee	13-Nov-2018	09-Feb-2019	3	Yes
Stakeholders Relationship Committee	08-Dec-2018	01-Jan-2019	3	Yes
Nomination & Remuneration Committee	01-Dec-2018	31-Jan-2019	3	Yes
Nomination & Remuneration Committee	01-Dec-2018	09-Feb-2019	3	Yes

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	87

v. Related Party Transactions

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Yes	
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	
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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:

**Sd/-**

**Name** : **Shilpa Budhia**  
**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>			
<b>Item</b>	<b>Compliance status</b>	<b>Company Remark</b>	<b>Website</b>
Details of business	Yes		www.bhartiyafashion.com
Terms and conditions of appointment of	Yes		www.bhartiyafashion.com
Composition of various committees of board	Yes		www.bhartiyafashion.com
Code of conduct of board of directors and	Yes		www.bhartiyafashion.com
Details of establishment of vigil mechanism/	Yes		www.bhartiyafashion.com
Criteria of making payments to non-executive	Yes		www.bhartiyafashion.com
Policy on dealing with related party	Yes		www.bhartiyafashion.com
Policy for determining 'material' subsidiaries	Yes		www.bhartiyafashion.com
Details of familiarization programs imparted	Yes		www.bhartiyafashion.com
Contact information of the designated officials of the listed entity who are	Yes		www.bhartiyafashion.com
email address for grievance redressal and	Yes		www.bhartiyafashion.com
Financial results	Yes		www.bhartiyafashion.com
Shareholding pattern	Yes		www.bhartiyafashion.com
Details of agreements entered into with the media companies and/or their	Not Applicable		
New name and the old name of the listed	Not Applicable		
<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)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Review of Compliance Reports</i>	17(3)	Yes	
<i>Plans for orderly succession for appointments</i>	17(4)	Yes	
<i>Code of Conduct</i>	17(5)	Yes	
<i>Fees/compensation</i>	17(6)	Yes	
<i>Minimum Information</i>	17(7)	Yes	
<i>Compliance Certificate</i>	17(8)	Yes	
<i>Risk Assessment &amp; Management</i>	17(9)	Yes	
<i>Performance Evaluation of Independent Directors</i>	17(10)	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>	<i>19(1) &amp; (2)</i>	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	<i>20(1) &amp; (2)</i>	Yes	
<i>Composition and role of risk management committee</i>	<i>21(1),(2),(3),(4)</i>	Not Applicable	
<i>Vigil Mechanism</i>	<i>22</i>	Yes	
<i>Policy for related party Transaction</i>	<i>23(1),(5),(6),(7) &amp; (8)</i>	Yes	
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	<i>23(2), (3)</i>	Yes	
<i>Approval for material related party transactions</i>	<i>23(4)</i>	Yes	
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	<i>24(1)</i>	Not Applicable	
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	<i>24(2),(3),(4),(5) &amp; (6)</i>	Yes	
<i>Maximum Directorship &amp; Tenure</i>	<i>25(1) &amp; (2)</i>	Yes	
<i>Meeting of independent directors</i>	<i>25(3) &amp; (4)</i>	Yes	
<i>Familiarization of independent directors</i>	<i>25(7)</i>	Yes	
<i>Memberships in Committees</i>	<i>26(1)</i>	Yes	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	<i>26(3)</i>	Yes	
<i>Disclosure of Shareholding by Non-Executive Directors</i>	<i>26(4)</i>	Yes	
<i>Policy with respect to Obligations of directors and senior management</i>	<i>26(2) &amp; 26(5)</i>	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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Sd/-

**Name** : **Shilpa Budhia**  
**Designation** : **Company Secretary**

