Avonmore Capital & Management Services Ltd.

Annexure-1

1. Name of the Listed Entity: Avonmore Capital & Management Services Ltd 2. Quarter Ending: 31 March 2020

Lpt	4	→ I	-	-		ct	ナン	- - -	a		0	£		+-	-	ŀŒ	d-t	55		4-		-4-4		Ψu	_	¥	+~		J		سلابا	•	W100000-1	-
	1 of the good	No or post or	in Andit/	Stakeholder	Committee	held in listed	entities	including	this entity	(Refer	Regulations	26(1) of	Listing	Regulations					-	ı				0			c	-			2		n 1	
	ſ		Andit/	Stakeholder	Committee(s)	including this	listed entity	(Refer	Regulations	26(1) of Listing	Regulations								4					0							2			
-	4	10 01	<u></u>	Ž	ij	78	entities	including		72	<u>-</u>	(Refer	Regulati		17A(1) of	Fishing	Regulati										Ì	<u> </u>				'		
	2	5 6	To to	2 2	ni oid	listed	e e	2.	this	isted	entity	<u>8</u>	eg.	5	17.	í	æ	ons	7	l				0			c				7			
	No of	No. 0i	in listed	entities	including this	listed entity	(Refer	Regulations	25(1) of	Listing	Regulations)								8	•				-			,	1			2			
	Topuro	ב בו בו	months																					,							09			
	Date of	Coccation	100000000																										**********		,	•		
charce	Date of	P de C	appoint	ment						,																	31-12	2016			29-09-	2019	(ROS	
nard of Dire	Initial	Date of	appoint	ment															19-03-	2007	3			20-03-	2015		31-12-	2011			30-07-	2008	Wanage no	
1 Composition of Board of Directors	Whether	Special	Resoluti	5	passed?	Refer	Reg.	17(1A) of	[Listing	10	ons] if	Yes, date	01	Buissed	Special	MC30IMI	5		N.A					N.A			ΔN	•			Yes/27.0	9.2019		7.0
1 Comp	Date of	ig F	i																-60-60	1954				23-12-	1969		25-06-	1965	<u> </u>		-58-03-	1933		
	Category	(Chairnerson/	Executive/No	-	Executive/Ind	ependent/No	minee)&						,						Chairperson/	Non	Executive			Non	Executive		Executive				Independent/	Non	Executive	
	PANs and	NIC				·													PAN:	AAEPA9372	: : : ∑	DIN:	00008429	PAN:AGYP	G2196D	DIN:	PAN:	AEUPG320	3M	DIN:	PAN:	AAHPG114	2Q DIN: 00044635	
	Name of the Director																		GOVIND PRASAD	AGRAWAL				ASHU GUPTA			ASHOK KUMAR	GUPTA			SHYAM SUNDER LAL	GUPTA		
-	Title	(Mr./Ms																	Mr.					Ms.			Mr				Mr.			

-			ŀ	٠,									
Mr. AJAY KUMAR	AAR PAN:AEMP K5513J DIN: 01954049	EMP Independent/ I Non Executive		30-01- 1951	2013	29-09- 2019		09				m	
Mr. BHUPIND	BHUPINDER SINGH DIN:00006 2754 PAN:AAMP S7576H	0006 Independent/ Non AMP Executive		10-07- Yes/ 1939 27.09.20 19	27-07-				m	m .	0	П	
\$ PAN & Catu *To by coolin	\$ PAN Number of any director would not be displayed on the website of Stock Exchange & Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen *To be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of Directors of the listed entity in continuity without any cooling off period.	or would not be is executive/non ident Director. T	displayed o 1-executive, enure woul	n the website 'independent/ d mean total p	website of Stock Exchange bendent/Nominee. If a direc an total period from which	nge irector fits int ich Independe	o more than nt director i	one category s serving on Bc	write all cat	egories separa tors of the list	iting them with hyp	hen iity without a	апу
		=	Composition of	on of Committees	ses			***************************************					
Name of Committee			Nar	Name of Committee members	ee members		Date of Ap	Date of Appointment	25 25	egony(Chairper cutive/indeper	Category(Chairperson/Executive/Non- Executive/independent/Nominee)\$	٠,	
1. Audit Committee		•	2 E E	(i) Mr. Ajay Kumar, (ii) Mr. Shyam Sunder Lal Gup (iii) Mr. Govind Prasad Agrawal	Ajay Kumar, Shyam Sunder Lal Gupta Govind Prasad Agrawal	pri	07.02.2014 20.04.2009 30.03.2007	46.	Ind.	Chairperson/Independent/N Independent/Non executive Non Executive	Chairperson/Independent/Non Executive Independent/Non executive Non Executive	ıtive	
2. Nomination & Remuneration Committee	ıneration Committee		(E) ((v)	(i) Mr. Ajay Kumar (ii) Mr. Shyam Sunder Lal Gupta (iv) Mr. Govind Prasad Agrawal	ider Lai Gupta Isad Agrawai	:	28.05.2014 30.07.2008 30.03.2007	## M F	Ch ₂ Ind	Chairperson/Independent/N Independent/Non Executive Non Executive	Chairperson/Independent/Non Executive Independent/Non Executive Non Executive	rtive	
3. Risk Management Committee	ommittee			(NC	(Not applicable)				·····		(Not applicable)		
4. Stakeholders Relationship Committee	onship Committee		ÉĒĒ	(i) Mr. Govind Prasad Agrawal (ii) Mr. Shyam Sunder Lal Gupta (iii) Mr. Ashok Kumar Gupta	sad Agrawal Ider Lal Gupta Iar Gupta		30.03.2007 13.02.2012 13.02.2012		Ex ind	Chairperson/Non Executive Independent/Non Executive Executive	Executive Executive		an y and an and an
Categ	Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one Category write all categories separating them with hyphen	executive/non-e	executive/in	dependent/N	ominee. If a dir	ector fits into	more than o	ine Category w	rite all cate	cries separati	ng them with hyphe	ត	
ž	III. Meeting of Board of Directors	ctors	. "				,		,			The state of the s	
Date(s) of Meeting(if any) in the previous quarter	iny) in the previous	Date(s) of Meeting (if any) in the relevant quarter	ting (if any) quarter	Z	o. of Directors present		No. of Dir attending	No. of Directors Independent attending the meeting		Maximum gap neetings in nu	Maximum gap between any two consecutive meetings in number of days*	onsecutive	
14 December 2019		14 February 2020	120	5.			2			61 Days	,		
				J. S.	New Advantage	New Delhi Services 14							

<i>;</i>				IV. Meeting of Committees		
Date(s) of meeting of the relevant quarter	Date(s) of meeting of the committee in the relevant quarter	Date(s) of meeting of the committee in the previous quarter	Whether requirement of Quorum met (details)	No. of Directors present	No. of Directors Independent attending the meeting	Maximum gap between any two consecutive meetings in number of days*
14 February 2019 (Audit Committee)	/ 2019 imittee)	14 December 2019 (Audit Committee)	Yes	m	2	61 Days
				*This information has to be mandatorily be gi committee giving this information is optional	*This information has to be mandatorily be given for audit committee, for rest of the committee giving this information is optional	nittee, for rest of the
				V. Related Party Transactions		
	Subject				Compliance Stat below	Compliance Status (Yes/No/NA) refer to note below
	Whether prior approval of	Whether prior approval of audit committee obtained			Yes	
	Whether shareholder appr	Whether shareholder approval obtained for material RPT			No Material Trai	No Material Transaction was involved; hence shareholders approval not required
	Whether details of RPT en	ntered into pursuant to omnibus	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by audit committee	y audit committee	NA	
	Note: 1. In the column "Complia of Listing Regulations, " 2. If status is "No" details of the column	Note: 1. In the column "Compliance Status" Compliance or non-comploot of Listing Regulations, "Yes" may be indicated. Similarly, in cachestatus is "No" details of non compliance may be given here.	ie: n the column "Compliance Status" Compliance or non-compliance may be indicated by Yes/No/N.A for example, if the Board has been compose of Listing Regulations, "Yes" may be indicated. Similarly, in case Listing Entity has no related party transactions, the word "N.A. may be indicated. Status is "No" details of non compliance may be given here.	Yes/No/N.A for example, if the ated party transactions, the wor	Note: 1. In the column "Compliance Status" Compliance or non-compliance may be indicated by Yes/No/N.A for example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case Listing Entity has no related party transactions, the word "N.A. may be indicated. 2. If status is "No" details of non compliance may be given here.	ordance with the requirements
	VI. Affirmations					
	The composition of Board of Director is in to 2. The composition of the following committee a. Audit Committee Nomination & Remuneration Committee c. Stakeholders Relationship Committee d. Risk management committee (applicable d. Risk management committee)	The composition of Board of Director is in terms of SEBI (Listing obligation). The composition of the following committee is in terms of SEBI(Listing oblian Audit Committee). Audit Committee. Sommittee. Stakeholders Relationship Committee. Stakeholders Relationship Committee. Stakeholders Relationship Committee.	 The composition of Board of Director is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. The composition of the following committee is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee Nomination & Remuneration Committee Stakeholders Relationship Committee Risk management committee (applicable to the top 100 listed entities) 	re requirements) Regulations, 2 sclosure requirements) Regulati	015. ions, 2015	
	3. The committee member: 4. The meetings of the boa 2015.	rs have been made aware of theii ard of directors and the above c	r powers, role and responsibilitie ommittees have been conducter	es as specified in SEBI(Listing ob d in the manners specified in S	 The committee members have been made aware of their powers, role and responsibilities as specified in SEBI(Listing obligations and directors and the above committees have been conducted in the manners specified in SEBI(Listing obligations and disclosure requirements) Regulations, 2015. 	nts) Regulations, 2015 ure requirements) Regulations,
	5. This report and/or the rate. First Report. This	his report and/or the report submitted in the previous qua here: First Report. This will be placed in the ensuing Board	quarter has been placed before Board of ard Meeting	Board of Directors. Any comme	5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: First Report. This will be placed in the ensuing Board Meeting	of Directors may be mentioned
			O No. Och New Delhi	Services Id		

Shilpa Bhatia Company Secretary/Compliance | Officer/Managing Director/CEO

	Disclosing on the last in the	
	Item	
		Compliance Status
	Details of business	(Yes/N/NA)
	Terms and conditions of appointment of ind	
	Composition of various committees of the contraction of various contraction of	Yes
	Code of conduct of the control of the control of the control of the conduct of th	Yes
	Dotails of conduct or board of directors and senior management personnel	Yec
	Critical of establishment of vigil mechanism/ Whistle Blower policy	Yes
	Circlia of making payments to non-executive directors	Vec
	Folicy on dealing with related party transactions	Voc
	Folicy for determining 'material' subsidiaries	, co
	Details of familiarization programmes imparted to independent directors	
	Contact information of the designated officials of the listed	Yes
	assisting and handling investor grievances	. Yes
	email address for grievance redressal and other relations and at the	
		Yes
	Shareholding pattern	Yes
	Details of agreements and the contract of the	Yes
	New name and the old associates	N.A.
	II Annual Affirmations	N.A.
	Particulars	
	Regulation Number	er Compliance status
	Independent director(s) have been appointed in terms of	(Yes/No/NA
	criteria of 'independence' and/or 'eligibility'	Yes
	Meeting of Board of directors	Yes
<u> </u>	80	Yes
Ц	annintment of	Yes
Ţ	saccosion for appointments	30A

Code of Conduct	17(5)	N
Fees/compensation	(2)(2)	res
i confermation	1/(6)	Yes
Winimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of nomination & remuneration committee	19(1) & (2)	Yes
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes
Composition and role of risk management committee	21(1),(2),(3),(4)	N.A.
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party transactions	23(4)	Yes
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes
Note		

example) if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated. 1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For 2. If status is "No" details of non-compliance may be given here.

2. If status is "No" details of non-compliance may be given here.

3. If the Listed Entity would like to provide any other information the same may be instigated here.

New Delhi

,
Ġ
_
0
-
-
Ç
_
_
=
-
-
-
⋖
=

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied.

Shilpa-Bhatia Socretary Company Secretary Company Secretary Company Secretary Company Secretary CEO

ي 1				
н	Particulars	Regulation Number	Compliance	If status is "No" details of non-compliance may be given
H			status (Yes/No/NA)	here.
	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
က	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
9	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
80	Fees/compensation	17(6)	Yes	
6	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	700
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	THE PROPERTY OF THE PROPERTY O
	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	ZI(U) SAKERIEDO	NA	

New Delhi Service Colore

53	Meeting of Risk Management Committee	21(3A)	NA	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) 8, (8)	Yes	
3 8	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	Yes	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
23	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
93	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
8	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O insurance for Independent Directors	25(10)	NA	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
94	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
Any o	Any other information to be provided			
			Service Services	
Annexure II	ure II		III JOBON TO	20,210.
	Name of signatory		Shiipa Bharia	* A
2	Designation		Company Secretary Anachmpliante Officer	Sofficer Sofficer

Annexure II		
=	Affirmations	
Sr	Particulars	Compliance status (Yes/No/NA)
Н	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
Any oth	Any other information to be provided	
		Service
Annexure II	e 11	to III OUS TO THE
н	Name of signatory	Shilpa Bhatia a w
2	Designation	12/60