

Annexure I  
I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory																	NA					
Whether the listed entity has a Regular Chairperson																	Yes					
Whether Chairperson is related to MD or CEO																	Yes					
Sr	Title (Mr/Ms)	Name of the Director	DIN	Category	Disqualification of Directors under section 164 of the Companies Act, 2013					Whether special resolution passed? [Refer Reg. 17(A) of Listing Regulations]	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(i) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(i) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
					Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status													
1	Mr	Viren Rathod	03407158	Executive Director/MD	-	-	-	-	-	NA	04-05-2019	04-05-2019	-	-	1	0	0	0	-	-	-	
2	Mr	Tenkasi Ramanarayanan Seetharaman	0238321	Non-Executive - Independent Director	-	-	-	-	-	NA	30-08-2008	08-02-2016	-	56.00	1	1	2	0	-	-	-	
3	Mr	Nalandula Srinivasa Rao Ramachandran	00089348	Non-Executive - Independent Director	-	-	-	-	-	NA	30-08-2008	20-09-2019	-	12.00	1	1	1	2	-	-	-	
4	Mr	Nalini Kant Amratalal Rathod	00272129	Non-Executive - Non Independent Director/Chairperson related to Promoter	-	-	-	-	-	NA	27-01-2003	01-04-2009	-	-	1	0	0	0	-	-	-	
5	Mr	Gopalachari Padmanabhan	00101482	Non-Executive - Independent Director	-	-	-	-	-	NA	11-07-2009	18-09-2020	-	-	1	1	1	0	-	-	-	
6	Mr	Narayanan Subramanian	02577983	Non-Executive - Independent Director	-	-	-	-	-	Yes	20-09-2019	31-01-2010	20-09-2019	-	12.00	1	1	2	1	-	-	-
7	Mr	Rajendra Prasad Kandikattu	00143863	Non-Executive - Nominee Director	-	-	-	-	-	NA	31-01-2005	20-09-2019	-	-	3	0	0	0	-	-	-	
8	Mr	Yash Kavushik Shah	02153636	Non-Executive - Independent Director	-	-	-	-	-	NA	08-02-2019	20-09-2019	-	12.00	1	1	0	0	-	-	-	
9	Mrs	Bharati Nalin Rathod	02587701	Non-Executive - Non Independent Director	-	-	-	-	-	NA	12-08-2014	12-08-2014	-	-	1	0	0	0	-	-	-	
10	Mrs	Shruti Rathod	01948999	Non-Executive - Non Independent Director	-	-	-	-	-	NA	06-01-2019	06-01-2019	-	-	1	0	0	0	-	-	-	

Composition of Committee

restile-ceramics-ltd	
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## Annexure 1

## II. Composition of Committees

Disclosure of notes on composition of committees explanatory							
-							
<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	Remarks
1	00089348	Nalandula Srinivasa Rao Ramachandran	Non-Executive - Independent Director	Chairperson	30-08-2008	-	-
2	00101432	Gopalachari Padmanabhan	Non-Executive - Independent Director	Member	11-07-2009	-	-
3	02577983	Narayanan Subramanian	Non-Executive - Independent Director	Member	30-01-2010	-	-
4	02385221	Tenkasi Ramanarayanan Seetharaman	Non-Executive - Independent Director	Member	30-08-2008	-	-
5	02155636	Yash Kaushik Shah	Non-Executive - Independent Director	Member	08-02-2019	-	-
<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	Remarks
1	02577983	Narayanan Subramanian	Non-Executive - Independent Director	Chairperson	30-01-2010	-	-
2	00089348	Nalandula Srinivasa Rao Ramachandran	Non-Executive - Independent Director	Member	30-08-2008	-	-
3	02155636	Yash Kaushik Shah	Non-Executive - Independent Director	Member	08-02-2019	-	-
<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	Remarks
1	00089348	Nalandula Srinivasa Rao Ramachandran	Non-Executive - Independent Director	Chairperson	30-08-2008	-	-
2	00101432	Gopalachari Padmanabhan	Non-Executive - Independent Director	Member	11-07-2009	-	-
3	02385221	Tenkasi Ramanarayanan Seetharaman	Non-Executive - Independent Director	Member	30-08-2008	-	-

## Corporate Governance

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## Annexure 1

## III. Meeting Of Board Of Directors

Disclosure of notes on meeting of board of directors explanatory							
Sr	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)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present*(All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	06-07-2020	-	-	Yes	-	5	3
2	15-09-2020	70	-	Yes	-	4	3

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## Annexure 1

## IV. Meeting Of Committees

Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Enter Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (details)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All directors including Independent directors)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	06 Jul 2020	-	-	-	Yes	-	-	3	-
2	Audit Committee	15 Sep 2020	70	-	-	Yes	-	-	3	-

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## 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	Yes	-
2	Whether shareholder approval obtained for material RPT	Yes	-
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by audit committee	Yes	-
Disclosure of notes on related party transactions			-
Disclosure of notes of material transaction with related party			-

Corporate Governance

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Annexure 1

Cyber Security Incidence

Details of Cyber security incidence			
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		-	
Other details of cyber security incidence or breaches or loss of data event		-	
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		-	
Date of the event	-	Brief details of the event	-

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Annexure I

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 audit committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 <b>a. Audit committee</b>	Yes
3	The composition of the nomination and remuneration committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 <b>b. Nomination and remuneration committee</b>	Yes
4	The composition of the stakeholders relationship committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 <b>c. Stakeholders relationship committee</b>	Yes
5	The composition of the risk management committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 <b>d. Risk management committee (applicable to the top 1000 listed entities)</b>	No
6	The committee members have been made aware of their powers, role and responsibilities as specified in of 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 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
9.	Any comments/observations/advice of Board of Directors may be mentioned here:	-

Annexure I

Sr	Subject	Compliance status
1.	Name of signatory	VIREN RATHOD
2.	Designation	Managing Director

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Annexure II

III. Affirmation

Sr.	Particulars	Compliance status (Yes/No/NA)
Any other information to be provided		-

**No Data Available**

Annexure II

1.	Name of signatory	VIREN RATHOD
2.	Designation	Managing Director