## ANNEXURE I

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

1. Name of Listed Entity **-** **Aspinwall and Company Limited**
2. Quarter ending **- 30-Jun-2023**
3. **Composition Of Board Of Director**

|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
| Title (Mr./Ms) | Name of the Director | DIN  | PAN | Category (Chairperson/Executive/Non- Executive/Independent/Nominee) | Sub Category | Initial Date of Appointment | Date of Appointment | Date of cessation | Tenure | Date of Birth | Whether the director is disqualified? | Start Date of disqualification | End Date of disqualification | Details of disqualification | Current status | Whether special resolution passed? [Refer Reg. 17 (1A) of Listing Regulations] | Date of passing special resolution | No. of Directorship in listed entities including this listed entity [in reference to Regulation 17A (1)] | No of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A (1)] | 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. | Rama Varma | 00031890 | AAUPH1582L | ED | MD | 29-Dec-2004 | 01-Aug-2020 | 31-Jul-2023 | 36 | 11-Jun-1949 | No |  |  |  |  | NA |  | 1 | 0 | 0 | 0 |  |  |
| Mr. | Rajaraja Varma Chemprol | 00031924 | ABXPC0861H | NED |  | 18-Apr-1978 | 01-Aug-2018 | 31-Jul-2023 |  | 12-Sep-1937 | No |  |  |  |  | Yes | 01-Aug-2018 | 1 | 0 | 2 | 0 | AC,SC |  |
| Mr. | Sushil Krishnan Nair | 06474901 | ABHPS1225R | ID |  | 01-Feb-2013 | 01-Oct-2018 | 30-Sep-2023 | 50 | 15-May-1952 | No |  |  |  |  | Yes | 01-Aug-2018 | 1 | 1 | 2 | 1 | AC,SC,NRC |  |
| Ms. | Nina Nayar | 02874239 | AFFPN1715H | ID |  | 11-Aug-2014 | 11-Aug-2019 | 10-Aug-2024 | 60 | 14-Jan-1966 | No |  |  |  |  | Yes | 08-Aug-2019 | 1 | 1 | 0 | 0 | NRC |  |
| Mr. | Adithya Varma | 02213375 | AEOPP0248R | NED |  | 17-Aug-2017 | 10-Aug-2022 | 31-Jul-2027 | 60 | 15-Apr-1971 | No |  |  |  |  | Yes | 10-Aug-2022 | 1 | 0 | 1 | 0 | SC |  |
| Mr. | Mahadev Lakshminarayanan | 05003710 | ABEPL0013B | ID,C & NED |  | 01-May-2018 | 01-May-2023 | 30-Apr-2028 | 60 | 27-Jul-1951 | No |  |  |  |  | Yes | 22-Mar-2023 | 1 | 1 | 1 | 1 | AC |  |
| Mr. | Thalasseril Raghavankutty Radhakrishnan | 00086627 | ACGPR1326J | ED |  | 17-May-2022 | 17-May-2022 | 16-May-2025 | 36 | 26-Jun-1962 | No |  |  |  |  | NA |  | 1 | 0 | 0 | 0 |  |  |
| Mr. | Vijay Kunhianandan Nambiar | 08457639 | AACPN2110N | ID |  | 27-May-2019 | 27-May-2019 | 26-May-2024 | 60 | 14-Aug-1943 | No |  |  |  |  | Yes | 08-Aug-2019 | 1 | 1 | 1 | 0 | AC,NRC |  |
| Mr. | Krishnaswamy Srinivasan | 00088424 | ACOPS5860Q | ID |  | 01-Oct-2020 | 01-Oct-2020 | 30-Sep-2025 | 60 | 22-Aug-1957 | No |  |  |  |  | Yes | 26-Aug-2021 | 2 | 1 | 0 | 0 |  |  |

|  |  |
| --- | --- |
| Company Remarks |  |
| Whether Regular chairperson appointed | Yes |
| Whether Chairperson is related to MD or CEO | No |

1. **Composition of Committees**
2. **Audit Committee**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| *Sr. No.* | *Name of Committee members* | *Category* | *Chairperson/Member* | *Date of Appointment* | *Date of Cessation* |
| 1 | Mahadev Lakshminarayanan | ID,C & NED | Chairperson | 28-May-2018 |  |
| 2 | Sushil Krishnan Nair | ID | Member | 11-Aug-2014 |  |
| 3 | Vijay Kunhianandan Nambiar | ID | Member | 08-Aug-2019 |  |
| 4 | Rajaraja Varma Chemprol | NED | Member | 01-Aug-2018 |  |

|  |  |
| --- | --- |
| Company Remarks |  |
| Whether Regular chairperson appointed | Yes |

1. **Stakeholders Relationship** **Committee**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| *Sr. No.* | *Name of Committee members* | *Category* | *Chairperson/Member* | *Date of Appointment* | *Date of Cessation* |
| 1 | Sushil Krishnan Nair | ID | Chairperson | 06-Nov-2019 |  |
| 2 | Adithya Varma | NED | Member | 11-Nov-2020 |  |
| 3 | Rajaraja Varma Chemprol | NED | Member | 01-Nov-2016 |  |

|  |  |
| --- | --- |
| Company Remarks |  |
| Whether Regular chairperson appointed | Yes |

1. **Risk Management** **Committee**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| *Sr. No.* | *Name of Committee members* | *Category* | *Chairperson/Member* | *Date of Appointment* | *Date of Cessation* |

|  |  |
| --- | --- |
| Company Remarks |  |
| Whether Regular chairperson appointed | No |

1. **Nomination and Remuneration** **Committee**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| *Sr. No.* | *Name of Committee members* | *Category* | *Chairperson/Member* | *Date of Appointment* | *Date of Cessation* |
| 1 | Sushil Krishnan Nair | ID | Member | 02-Nov-2017 |  |
| 2 | Nina Nayar | ID | Chairperson | 12-Aug-2015 |  |
| 3 | Vijay Kunhianandan Nambiar | ID | Member | 08-Aug-2019 |  |

|  |  |
| --- | --- |
| Company Remarks |  |
| Whether Regular chairperson appointed | Yes |

1. **Meeting of Board of Directors**

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| **Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)** | **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** |
| 07-Feb-2023 | Yes | 9 | 9 | 5 |
| 23-May-2023 | Yes | 9 | 9 | 5 |

|  |  |
| --- | --- |
| Company Remarks |  |
| Maximum gap between any two consecutive (in number of days) | 104 |

1. **Meeting of Committees**

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| **Name of the Committee** | **Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)** | **Whether requirement of Quorum met (Yes/No)** | **Total Number of Directors in the Committee as on date of the meeting** | **Number of Directors present (All directors including Independent Director)** | **Number of Independent directors attending the meeting** | **Number of Members attending the Meeting****(Other than Board of Directors)** |
| Audit Committee | 07-Feb-2023 | Yes | 4 | 4 | 3 | 8 |
| Stakeholders Relationship Committee | 28-Mar-2023 | Yes | 3 | 3 | 1 | 1 |
| Nomination & Remuneration Committee | 03-Feb-2023 | Yes | 3 | 3 | 3 | 1 |
| Nomination & Remuneration Committee | 18-May-2023 | Yes | 4 | 4 | 4 | 1 |
| Audit Committee | 23-May-2023 | Yes | 4 | 4 | 3 | 8 |

|  |  |
| --- | --- |
| Company Remarks |  |
| Maximum gap between any two consecutive (in number of days) [Only for Audit Committee] | 104 |

1. **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 | 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 |  |

**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
	1. Audit Committee - **Yes**
	2. Nomination & remuneration committee - **Yes**
	3. Stakeholders relationship committee - **Yes**
	4. Risk management committee (applicable to the top 1000 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:

|  |
| --- |
|  |

**Name : Neeraj R Varma**

**Designation : Company Secretary**