

**ANNEXURE I**

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

1. Name of Listed Entity - **Bharat Rasayan Limited**  
 2. Quarter ending - **31-Mar-2020**

**i. 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 special resolution passed?	Date of passing special resolution	No. of Directorship in listed entities including this listed entity	No of Independent 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.	Sat Narain Gupta	00024660	AALPG4182G	C & ED	MD	15-May-1989	01-Apr-2019			05-Apr-1948	NA	25-Sep-2019	1	0	0	0		
Mr.	Mahabir Prasad Gupta	00014681	ACCPG5357L	ED		15-May-1989	01-Apr-2019			12-Jan-1954	NA	25-Sep-2019	1	0	3	0	SC	Includes Membership of Committees of Other Unlisted Public Limited Companies also.Includes Membership of Committees of Other Unlisted Public Limited Companies also.Includes Membership of Committees of Other Unlisted Public Limited Companies also.Includes Membership of Committees of Other Unlisted Public Limited Companies also.
Mr.	Rajender Prasad Gupta	00048888	AEQPG2780K	ED		15-May-1989	01-Apr-2019			05-Mar-1966	NA	25-Sep-2019	1	0	1	0	AC	
Mr.	Pankaj Gupta	01913719	AIVPG5306Q	ID		24-Nov-2007	01-Jul-2019	30-Jun-2024	60	07-Sep-1984	Yes	25-Sep-2019	1	1	1	3	AC, SC, NR C	Includes Membership of Committees of Other Unlisted Public Limited Companies also.Includes Membership of Committees of Other Unlisted Public Limited Companies also.Includes Membership of Committees of Other Unlisted Public Limited Companies also.Includes Membership of Committees of Other Unlisted Public Limited Companies also.

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 special resolution passed?	Date of passing special resolution	No. of Directorship in listed entities including this listed entity	No of Independent 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.	Ram Kanwar	02277237	AJYPK7498K	ID		10-Jul-2008	01-Jul-2019	30-Jun-2024	60	23-May-1944	Yes	25-Sep-2019	1	1	0	0		Includes Membership of Committees of Other Unlisted Public Limited Companies also.Includes Membership of Committees of Other Unlisted Public Limited Companies also.Includes Membership of Committees of Other Unlisted Public Limited Companies also.Includes Membership of Committees of Other Unlisted Public Limited Companies also.Includes Membership of Committees of Other Unlisted Public Limited Companies also.
Mrs.	Sujata Agarwal	06958738	AGLPA4108J	ID		01-Sep-2014	01-Sep-2019	31-Aug-2024	60	18-Mar-1973	Yes	25-Sep-2019	1	1	3	0	SC	Includes Membership of Committees of Other Unlisted Public Limited Companies also.Includes Membership of Committees of Other Unlisted Public Limited Companies also.Includes Membership of Committees of Other Unlisted Public Limited Companies also.Includes Membership of Committees of Other Unlisted Public Limited Companies also.
Mr.	Suresh Kumar Garg	02254899	ABJPG8975E	ID		30-May-2016	30-May-2016	29-May-2021	60	03-Mar-1953	No	28-Sep-2016	1	1	0	0	NR C	
Mr.	Ajay Gupta	02187741	AARPG4652R	ED		01-Apr-2017	01-Apr-2019			26-Aug-1961	NA	25-Sep-2019	1	0	0	0		
Mr.	Rajesh Gupta	00025368	ACDPG1306N	ID		26-Jun-2017	26-Jun-2017	25-Jun-2022	60	02-Dec-1979	No	27-Sep-2017	1	1	0	1	AC, NR C	

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 special resolution passed?	Date of passing special resolution	No. of Directorship in listed entities including this listed entity	No of Independent 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.	Kamleshwar Prasad Uniyal	08394484	AADPU0200F	ED		30-Mar-2019	30-Mar-2019			16-Jun-1958	NA	25-Sep-2019	1	0	0	0		

Company Remarks	
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

## ii. Composition of Committees

### a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Rajesh Gupta	ID	Chairperson	14-Aug-2018	
2	Rajender Prasad Gupta	ED	Member	10-Feb-2016	
3	Pankaj Gupta	ID	Member	24-Nov-2007	

Company Remarks	
Whether Permanent chairperson appointed	Yes

### b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Mahabir Prasad Gupta	ED	Member	30-Mar-2001	
2	Pankaj Gupta	ID	Chairperson	24-Nov-2007	
3	Sujata Agarwal	ID	Member	10-Feb-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>
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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	Suresh Kumar Garg	ID	Member	30-May-2016	
2	Pankaj Gupta	ID	Member	24-Nov-2007	
3	Rajesh Gupta	ID	Chairperson	14-Aug-2018	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**iii. Meeting of Board of Directors**

<b>Date(s) of Meeting (if any) in the previous quarter</b>	<b>Date(s) of Meeting (if any) in the relevant quarter</b>	<b>Whether requirement of Quorum met</b>	<b>Number of Directors present</b>	<b>Number of Independent Directors present</b>
14-Nov-2019	14-Feb-2020	Yes	7	3

Company Remarks	
Maximum gap between any two consecutive (in number of days)	91

iv. **Meeting of Committees**

<b>Name of the Committee</b>	<b>Date(s) of meeting during of the committee in the previous quarter</b>	<b>Date(s) of meeting of the committee in the relevant quarter</b>	<b>Whether requirement of Quorum met (Yes/No)</b>	<b>Number of Directors present</b>	<b>Number of independent directors present</b>
Audit Committee	14-Nov-2019	14-Feb-2020	Yes	3	3
Stakeholders Relationship Committee	04-Oct-2019	08-Jan-2020	Yes	3	3
Nomination & Remuneration Committee		14-Feb-2020	Yes	3	3

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	91

v. **Related Party Transactions**

<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b>	<b>Remark</b>
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	Not Applicable	

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:

**Name** : **NIKITA CHADHA**  
**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>
<b>As per regulation 46(2) of the LODR:</b>			
Details of business	Yes		www.bharatgroup.co.in
Terms and conditions of appointment of	Yes		www.bharatgroup.co.in
Composition of various committees of	Yes		www.bharatgroup.co.in
Code of conduct of board of directors and	Yes		www.bharatgroup.co.in
Details of establishment of vigil mechanism/	Yes		www.bharatgroup.co.in
Criteria of making payments to non-	Not		www.bharatgroup.co.in
Policy on dealing with related party	Yes		www.bharatgroup.co.in
Policy for determining 'material' subsidiaries	Not		www.bharatgroup.co.in
Details of familiarization programs imparted	Yes		www.bharatgroup.co.in
Email address for grievance redressal and other relevant details entity who are	Yes		www.bharatgroup.co.in
Contact information of the designated	Yes		www.bharatgroup.co.in
Financial results	Yes		www.bharatgroup.co.in
Shareholding pattern	Yes		www.bharatgroup.co.in
Details of agreements entered into with the media companies and/or their associates	Not Applicable		www.bharatgroup.co.in
Schedule of analyst or institutional investor meet and presentations made by the listed	Not Applicable		www.bharatgroup.co.in
New name and the old name of the listed	Not		www.bharatgroup.co.in
Advertisements as per regulation 47 (1)	Yes		www.bharatgroup.co.in
Credit rating or revision in credit rating	Not		www.bharatgroup.co.in
Separate audited financial statements of	Not		www.bharatgroup.co.in
<b>As per other regulations of the LODR:</b>			
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.bharatgroup.co.in
Materiality Policy as per Regulation 30	Yes		www.bharatgroup.co.in
Dividend Distribution policy as per	Yes		
It is certified that these contents on the	Yes		

<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), 17(1A) & 17(1B)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Quorum of Board meeting</i>	17(2A)	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>Recommendation of Board</i>	17(11)	Yes	
<i>Maximum number of directorship</i>	17A	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>	19(1) & (2)	Yes	
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Yes	
<i>Meeting of nomination &amp; remuneration committee</i>	19(3A)	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	Yes	
<i>Meeting of stakeholder relationship committee</i>	20(3A)	Yes	
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Not Applicable	
<i>Meeting of Risk Management Committee</i>	22	Not Applicable	
<i>Vigil Mechanism</i>	22	Yes	
<i>Policy for related party Transaction</i>	23(1),(1A),(5),(6)	Yes	
<i>Prior or Omnibus approval of Audit Committee for all related party</i>	23(2), (3)	Yes	
<i>Approval for material related party transactions</i>	23(4)	Yes	



<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status</b>	<b>Company Remark</b>
<i>Disclosure of related party transactions on consolidated basis</i>	23(9)	Yes	
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Not Applicable	
<i>Other Corporate Governance requirements with respect to subsidiary of Annual Secretarial Compliance Report</i>	24(2),(3),(4),(5) & (6)	Not Applicable	
<i>Alternate Director to Independent Director</i>	24(A)	Yes	
<i>Maximum Tenure</i>	25(1)	Yes	
<i>Meeting of independent directors</i>	25(2)	Yes	
<i>Familiarization of independent directors</i>	25(3) & (4)	Yes	
<i>Declaration from Independent Director</i>	25(7)	Yes	
<i>D &amp; O Insurance for Independent</i>	25(8) & (9)	Yes	
<i>Memberships in Committees</i>	25(10)	Not Applicable	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(1)	Yes	
<i>Disclosure of Shareholding by Non-Executive Directors</i>	26(3)	Yes	
<i>Policy with respect to Obligations of directors and senior management</i>	26(4)	Yes	
	26(2) & 26(5)	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. - **Not Applicable**

<b>Other Information</b>	
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**Name** : **NIKITA CHADHA**  
**Designation** : **Company Secretary**

**ANNEXURE I**

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

1. Name of Listed Entity - **Bharat Rasayan Limited**

2. Quarter ending - **31-Dec-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	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	Whether special resolution passed?	Date of passing special resolution	No. of Directorship in listed entities including this listed entity	No of Independent 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.	Sat Narain Gupta	0002 4660	AALPG 4182G	C & ED	MD	15- May- 1989	01- Apr- 2019			05- Apr- 1948	NA	25- Sep- 2019	1	0	0	0		
Mr.	Mahabir Prasad Gupta	0001 4681	ACCPG 5357L	ED		15- May- 1989	01- Apr- 2019			12- Jan- 1954	NA	25- Sep- 2019	1	0	3	0	SC	Includes Membership of Committees of Other Unlisted Public Limited Companies also.
Mr.	Rajender Prasad Gupta	0004 8888	AEQPG 2780K	ED		15- May- 1989	01- Apr- 2019			05- Mar- 1966	NA	25- Sep- 2019	1	0	1	0	AC	

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 special resolution passed?	Date of passing special resolution	No. of Directorship in listed entities including this listed entity	No of Independent 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.	Pankaj Gupta	01913719	AIVPG5306Q	ID		24-Nov-2007	01-Jul-2019	30-Jun-2024	60	07-Sep-1984	Yes	25-Sep-2019	1	1	1	3	AC,SC,N,RC	Includes Membership of Committees of Other Unlisted Public Limited Companies also.
Mr.	Ram Kanwar	02277237	AJYPK7498K	ID		10-Jul-2008	01-Jul-2019	30-Jun-2024	60	23-May-1944	Yes	25-Sep-2019	1	1	0	0		Includes Membership of Committees of Other Unlisted Public Limited Companies also.
Mr s.	Sujata Agarwal	06958738	AGLPA4108J	ID		01-Sep-2014	01-Sep-2019	31-Aug-2024	60	18-Mar-1973	Yes	25-Sep-2019	1	1	3	0	SC	Includes Membership of Committees of Other Unlisted Public Limited Companies also.

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 special resolution passed?	Date of passing special resolution	No. of Directorship in listed entities including this listed entity	No of Independent 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.	Suresh Kumar Garg	02254899	ABJPG8975E	ID		30-May-2016	30-May-2016	29-May-2021	60	03-Mar-1953	No	28-Sep-2016	1	1	0	0	NR C	
Mr.	Ajay Gupta	02187741	AARPG4652R	ED		01-Apr-2017	01-Apr-2019			26-Aug-1961	NA	25-Sep-2019	1	0	0	0		
Mr.	Rajesh Gupta	00025368	ACDPG1306N	ID		26-Jun-2017	26-Jun-2017	25-Jun-2022	60	02-Dec-1979	No	27-Sep-2017	1	1	0	1	AC ,N RC	
Mr.	Kamleshwar Prasad Uniyal	08394484	AADPU0200F	ED		30-Mar-2019	30-Mar-2019			16-Jun-1958	NA	25-Sep-2019	1	0	0	0		

Company Remarks	
Whether Regular 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	Rajesh Gupta	ID	Chairperson	14-Aug-2018	
2	Rajender Prasad Gupta	ED	Member	10-Feb-2016	
3	Pankaj Gupta	ID	Member	24-Nov-2007	

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	Mahabir Prasad Gupta	ED	Member	30-Mar-2001	
2	Pankaj Gupta	ID	Chairperson	24-Nov-2007	
3	Sujata Agarwal	ID	Member	10-Feb-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>
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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	Suresh Kumar Garg	ID	Member	30-May-2016	
2	Pankaj Gupta	ID	Member	24-Nov-2007	
3	Rajesh Gupta	ID	Chairperson	14-Aug-2018	

Company Remarks	
Whether Permanent chairperson appointed	Yes

iii. **Meeting of Board of Directors**

<b>Date(s) of Meeting (if any) in the previous quarter</b>	<b>Date(s) of Meeting (if any) in the relevant quarter</b>	<b>Whether requirement of Quorum met</b>	<b>Number of Directors present</b>	<b>Number of Independent Directors present</b>
14-Aug-2019	14-Nov-2019	Yes	8	4

<b>Company Remarks</b>	
Maximum gap between any two consecutive (in number of days)	91

iv. **Meeting of Committees**

<b>Name of the Committee</b>	<b>Date(s) of meeting during of the committee in the previous quarter</b>	<b>Date(s) of meeting of the committee in the relevant quarter</b>	<b>Whether requirement of Quorum met (Yes/No)</b>	<b>Number of Directors present</b>	<b>Number of independent directors present</b>
Audit Committee	14-Aug-2019	14-Nov-2019	Yes	3	2
Stakeholders Relationship Committee	04-Jul-2019	04-Oct-2019	Yes	3	2
Nomination & Remuneration Committee	14-Aug-2019		Yes	3	3

<b>Company Remarks</b>	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	91

v. **Related Party Transactions**

<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b>	<b>Remark</b>
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	Not Applicable	

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**
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  - 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:

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Sd/-

**Name** : **NIKITA CHADHA**  
**Designation** : **Company Secretary & Compliance Officer**

**ANNEXURE I**

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

1. Name of Listed Entity - **Bharat Rasayan Limited**  
 2. Quarter ending - **30-Sep-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	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	No. of Directorship in listed entities including this listed entity	No of Independent 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
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Mr.	Mahabir Prasad Gupta	00014681	ACCPG5357L	ED		15-May-1989	01-Apr-2019			12-Jan-1954	1	0	3	0	SC	Includes Membership of Committees of Other Unlisted Public Limited Companies also
Mr.	Rajender Prasad Gupta	00048888	AEQPG2780K	ED		15-May-1989	01-Apr-2019			05-Mar-1966	1	0	1	0	AC	



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Mr.	Pankaj Gupta	01913719	AIVPG5306Q	ID		24-Nov-2007	01-Jul-2019	30-Jun-2024	60	07-Sep-1984	1	1	1	3	AC,SC, NRC	Includes Membership of Committees of Other Unlisted Public Limited Companies also
Mr.	Ram Kanwar	02277237	AJYPK7498K	ID		10-Jul-2008	01-Jul-2019	30-Jun-2024	60	23-May-1944	1	1	0	0	NA	Includes Membership of Committees of Other Unlisted Public Limited Companies also

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	No. of Directorship in listed entities including this listed entity	No of Independent 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
Mrs.	Sujata Agarwal	06958738	AGLP A4108J	ID		01-Sep-2014	01-Sep-2019	31-Aug-2024	60	18-Mar-1973	1	1	3	0	SC	Includes Membership of Committees of Other Unlisted Public Limited Companies also
Mr.	Suresh Kumar Garg	02254899	ABJP G8975E	ID		30-May-2016	30-May-2016	29-May-2021	60	03-Mar-1953	1	1	0	0	NRC	
Mr.	Ajay Gupta	02187741	AARP G4652R	ED		01-Apr-2017	01-Apr-2019			26-Aug-1961	1	0	0	0	NA	
Mr.	Rajesh Gupta	00025368	ACDP G1306N	ID		26-Jun-2017	26-Jun-2017	25-Jun-2022	60	02-Dec-1979	1	1	0	1	AC,NRC	
Mr.	Kamleshwar Prasad Uniyal	08394484	AADPU0200F	ED		30-Mar-2019	30-Mar-2019			16-Jun-1958	1	0	0	0	NA	

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	Pankaj Gupta	ID	Member	24-Nov-2007	
2	Rajesh Gupta	ID	Chairperson	14-Aug-2018	
3	Rajender Prasad Gupta	ED	Member	10-Feb-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	Sujata Agarwal	ID	Member	10-Feb-2016	
2	Pankaj Gupta	ID	Chairperson	24-Nov-2007	
3	Mahabir Prasad Gupta	ED	Member	30-Mar-2001	

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	Risk Management Committee is not applicable to our Company
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	Pankaj Gupta	ID	Member	24-Nov-2007	
2	Rajesh Gupta	ID	Chairperson	14-Aug-2018	
3	Suresh Kumar Garg	ID	Member	30-May-2016	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**iii. Meeting of Board of Directors**

<b>Date(s) of Meeting (if any) in the previous quarter</b>	<b>Date(s) of Meeting (if any) in the relevant quarter</b>	<b>Whether requirement of Quorum met</b>	<b>Number of Directors present</b>	<b>Number of Independent Directors present</b>
30-May-2019	14-Aug-2019	Yes	7	4
	30-Sep-2019	Yes	8	4

Company Remarks	
Maximum gap between any two consecutive (in number of days)	75

**iv. Meeting of Committees**

<b>Name of the Committee</b>	<b>Date(s) of meeting during of the committee in the previous quarter</b>	<b>Date(s) of meeting of the committee in the relevant quarter</b>	<b>Whether requirement of Quorum met (Yes/No)</b>	<b>Number of Directors present</b>	<b>Number of independent directors present</b>
Audit Committee	30-May-2019	14-Aug-2019	Yes	3	2
Stakeholders Relationship Committee	08-Apr-2019	04-Jul-2019	Yes	3	2
Nomination & Remuneration Committee	30-May-2019	14-Aug-2019	Yes	3	3

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	75

v. **Related Party Transactions**

<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b>	<b>Remark</b>
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	Not Applicable	

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** : **NIKITA CHADHA**  
**Designation** : **Company Secretary & Compliance Officer**

## Affirmations

<b><i>Broad Heading</i></b>	<b><i>Regulation Number</i></b>	<b><i>Compliance Status</i></b>	<b><i>Company Remark</i></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 committee at the annual general meeting	20(3)	Yes	
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Note:

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Sd/-

Name :

NIKITA CHADHA

Designation :

Company Secretary &amp; Compliance Officer



**Bharat**  
**RASAYAN LIMITED**

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E-mail : info@bharatgroup.co.in • Website : www.bharatgroup.co.in  
CIN : L24119DL1989PLC036264

**ANNEXURE I**

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

1. Name of Listed Entity - **Bharat Rasayan Limited**
2. Quarter ending - **30-Jun-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.	Sat Narain Gupta	00024660	AALPG4182G	C & ED	MD	01-Apr-2019			0	0	0	NA	
Mr.	Mahabir Prasad Gupta	00014681	ACCPG5357L	ED		01-Apr-2019			0	3	0	SC	Includes Membership of Committees of Other Unlisted Public Limited Companies also



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Mr.	Rajender Prasad Gupta	00048888	AEQPG2780K	ED		01-Apr-2019			0	1	0	AC	
Mr.	Pankaj Gupta	01913719	AIVPG5306Q	ID		01-Jul-2014	30-Jun-2019	60	1	1	3	AC,SC,NRC	Includes Membership of Committees of Other Unlisted Public Limited Companies also
Mr.	Ram Kanwar	02277237	AJYPK7498K	ID		01-Jul-2014	30-Jun-2019	60	1	0	0	NA	Includes Membership of Committees of Other Unlisted Public Limited Companies also
Mrs.	Sujata Agarwal	06958738	AGLPA4108J	ID		01-Sep-2014	31-Aug-2019	60	1	3	0	SC	Includes Membership of Committees of Other Unlisted Public Limited Companies also





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Mr.	Suresh Kumar Garg	02254899	ABJPG8975E	ID		30-May-2016	29-May-2021	60	1	0	0	NRC	
Mr.	Ajay Gupta	02187741	AARPG4652R	ED		01-Apr-2019			0	0	0	NA	
Mr.	Rajesh Gupta	00025368	ACDPG1306N	ID		26-Jun-2017	25-Jun-2022	60	1	0	1	AC,NRC	
Mr.	Kamleshwar Prasad Uniyal	08394484	AADPU0200F	ED		30-Mar-2019			0	0	0	NA	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**ii. Composition of Committees**

**a. Audit Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Rajesh Gupta	ID	Chairperson	14-Aug-2018	
2	Pankaj Gupta	ID	Member	24-Nov-2007	
3	Rajender Prasad Gupta	ED	Member	10-Feb-2016	

Company Remarks	
Whether Permanent chairperson appointed	Yes



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**b. Stakeholders Relationship Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Pankaj Gupta	ID	Chairperson	24-Nov-2007	
2	Sujata Agarwal	ID	Member	10-Feb-2016	
3	Mahabir Prasad Gupta	ED	Member	30-Mar-2001	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**c. Risk Management Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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Company Remarks	Risk Management Committee is not applicable to our Company
Whether Permanent chairperson appointed	

**d. Nomination and Remuneration Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Pankaj Gupta	ID	Member	24-Nov-2007	30-Jun-2019
2	Suresh Kumar Garg	ID	Member	30-May-2016	
3	Rajesh Gupta	ID	Chairperson	14-Aug-2018	

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-Feb-2019	30-May-2019
30-Mar-2019	

Company Remarks	
Maximum gap between any two consecutive (in number of days)	60

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	14-Feb-2019	30-May-2019	2	Yes
Stakeholders Relationship Committee	10-Jan-2019	08-Apr-2019	3	Yes
Nomination & Remuneration Committee	14-Feb-2019	30-May-2019	3	Yes
Nomination & Remuneration Committee	30-Mar-2019		3	Yes

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



UNIT-I

UNIT-II

v. **Related Party Transactions**

<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b>	<b>Remark</b>
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	Not Applicable	

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
  - 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**



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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** : NIKITA CHADHA  
**Designation** : Company Secretary & Compliance Officer  
**Dated** : July 3, 2019