

**ANNEXURE I**

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

1. Name of Listed Entity - **DIC India Limited**  
 2. Quarter ending - **31-Dec-2021**

**i. Composition Of Board Of Director**

T i t l e  ( M r . / M s )	Name of the Dir ect or	D I N	P A N	Cat eg ory (Ch air pers on / Exe cut iv e/ No n- Exe cut iv e/ Ind ep end ent/ Nom inee)	S u b C at eg o r y	Ini tia l D at e of A p p oi nt m e nt	Dat e of App oi nt m e nt	Dat e of ces sa ti on	T e n u r e	D at e of Bi rt h	Wh eth er spe cial res olu tion pas sed ?	D at e of p a ss in g s p e ci al res ol uti on	N o. of Di re ct or s hi p in lis te d en ti tie s in clu ding this lis te d en ti ty	No of Ind ep end ent Dir ect or ship in lis te d en ti tie s in clu ding this lis te d en ti ty	No of me m bers hi ps in Au dit/ Sta keh old er Co m m it tee (s) in clu ding this lis te d en ti ty	No of po st of Ch air pers on in Au dit/ St ak eh old er Co m m it tee held in lis te d en ti tie s in clu ding this lis te d en ti ty	Me m bers hi p in Co m m it tee s of the Co m p a ny	Rem arks
M r.	PA RT HA MI TR A	0 0 3 3 5 2 0	A H Y P M	ID,C & NED		08- Feb - 201 7	24- Mar- 2020		3 6	0 1- N o v- 1 9	NA		1	1	1	0	SC	

		5	1						5								
		4	R						1								
M	M	0	A	ED	C	30-			3	1	NA		1	0	0	0	
r.	AN	8	C		E	Jan			6	2-							
	IS	3	F		O	-				S							
	H	1	P		-	201				ep							
	BH	0	B		M	9				-							
	AT	9	0		D					1							
	IA	3	6							9							
		6	2							7							
			7							1							
			H														
M	RA	0	A	ID		06-	06-		3	2	NA		1	1	2	1	AC,SC
r.	JE	2	A			No	Nov-		6	3-							
	EV	5	C			v-	2020			M							
	AN	1	P			202				ay							
	AN	9	A			0				-							
	D	8	2							1							
		7	4							9							
		6	3							6							
			6							0							
			L														
M	PRI	0	A	ID		06-	06-		3	0	NA		1	1	0	0	NRC
s.	TH	2	B			No	Nov-		6	1-							
	A	9	T			v-	2020			Ju							
	DU	1	P			202				n-							
	TT	0	C			0				1							
		6	1							9							
		0	1							6							
		8	0							4							
			4							H							
M	PR	0	A	ID		06-	06-		3	1	NA		1	1	1	1	AC,N
r.	AB	3	S			No	Nov-		6	2-							RC
	AL	1	F			v-	2020			Ju							
	KU	2	P			202				1-							
	M	4	S			0				1							
	AR	7	5							9							
	SAR	1	5							5							
	ARK	2	2							7							
	AR		4														
			G														
M	PA	0	Z	NED		29-	19-			1	NA		1	0	2	0	AC,SC
r.	UL	0	Z			Jun	Mar-			4-							,NRC
	KO	0	Z			-	2021			Ju							
	EK	8	Z			200				n-							
		1	Z			4				1							
		9	9							9							
		3	9							6							Non-
																	Resi-
																	dent
																	Direc-
																	tor

		0	9						0									
		9																
		Z																
M	M	0	Z	NED		06-	12-			2	NA		1	0	0	0	NRC	Non-Resident Director
r.	AS	8	Z			Feb	Jun-			2-								
	AH	0	Z			-	2020			M								
	IR	2	Z			201				ar								
	O	4	Z			8				-								
	KI	5	9							1								
	KU	2	9							9								
	CH	5	9							6								
	I		9							2								
			Z															
M	HO	0	Z	NED		06-	20-			2	NA		1	0	0	0		Non-Resident Director
r.	YE	8	Z			Feb	Mar-			9-								
	U	0	Z			-	2019			Ja								
	GU	6	Z			201				n-								
	AN	6	Z			8				1								
		1	9							9								
		3	9							5								
		6	9							8								
			Z															
M	TA	0	B	ED		26-	26-		3	2	NA		1	0	0	0		
r.	IS	8	V			Apr	Dec-		6	0-								
	HI	4	X			-	2021			Ja								
	NO	0	P			201				n-								
	JI	1	N			9				1								
	M	0	1							9								
	A	1	5							6								
		2	8							5								
			0															
			R															

Company Remarks	
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

ii. **Composition of Committees**

a. **Audit Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	PRABAL KUMAR SARKAR	ID	Chairperson	31-Mar-2021	
2	RAJEEV ANAND	ID	Member	31-Mar-2021	
3	PAUL KOEK	NED	Member	31-Mar-2021	

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	RAJEEV ANAND	ID	Chairperson	31-Mar-2021	
2	PARTHA MITRA	ID,C & NED	Member	31-Mar-2021	
3	PAUL KOEK	NED	Member	31-Mar-2021	

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	
Whether Permanent chairperson appointed	

**d. Nomination and Remuneration Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	PRITHA DUTT	ID	Chairperson	31-Mar-2021	
2	PRABAL KUMAR SARKAR	ID	Member	31-Mar-2021	
3	PAUL KOEK	NED	Member	31-Mar-2021	
4	MASAHIRO KIKUCHI	NED	Member	31-Mar-2021	

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	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
11-Aug-2021	12-Nov-2021	Yes	9	4
	10-Dec-2021	Yes	9	4

Company Remarks	
Maximum gap between any two consecutive (in number of days)	92

**iv. Meeting of Committees**

Name of the	Date(s) of	Date(s) of	Whether	Number of	Number of
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Committee	meeting during of the committee in the previous quarter	meeting of the committee in the relevant quarter	requirement of Quorum met (Yes/No)	Directors present	independent directors present
Audit Committee	11-Aug-2021		Yes	3	2
Audit Committee		12-Nov-2021	Yes	3	2
Nomination & Remuneration Committee		06-Dec-2021	Yes	4	2
Stakeholders Relationship Committee		12-Nov-2021	Yes	3	2
Stakeholders Relationship Committee		10-Dec-2021	Yes	3	2

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	92

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	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:

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**Name** : **RAGHAV SHUKLA**  
**Designation** : **Company Secretary & Compliance Officer**

## 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		<a href="https://www.dic.co.in/pr">https://www.dic.co.in/pr</a>
Terms and conditions of appointment of	Yes		<a href="https://www.dic.co.in/in">https://www.dic.co.in/in</a>
Composition of various committees of	Yes		<a href="https://www.dic.co.in/in">https://www.dic.co.in/in</a>
Code of conduct of board of directors and	Yes		<a href="https://www.dic.co.in/in">https://www.dic.co.in/in</a>
Details of establishment of vigil mechanism/	Yes		<a href="https://www.dic.co.in/in">https://www.dic.co.in/in</a>
Criteria of making payments to non-	Yes		<a href="https://www.dic.co.in/in">https://www.dic.co.in/in</a>
Policy on dealing with related party	Yes		<a href="https://www.dic.co.in/in">https://www.dic.co.in/in</a>
Policy for determining 'material' subsidiaries	Not		
Details of familiarization programs imparted	Yes		<a href="https://www.dic.co.in/in">https://www.dic.co.in/in</a>
Email address for grievance redressal and other relevant details entity who are	Yes		<a href="https://www.dic.co.in/in">https://www.dic.co.in/in</a>
Contact information of the designated	Yes		<a href="https://www.dic.co.in/in">https://www.dic.co.in/in</a>
Financial results	Yes		<a href="https://www.dic.co.in/in">https://www.dic.co.in/in</a>
Shareholding pattern	Yes		<a href="https://www.dic.co.in/in">https://www.dic.co.in/in</a>
Details of agreements entered into with the media companies and/or their associates	Not Applicable		
Schedule of analyst or institutional investor meet and presentations made by the listed	Not Applicable		
New name and the old name of the listed	Not		
Advertisements as per regulation 47 (1)	Yes		<a href="https://www.dic.co.in/in">https://www.dic.co.in/in</a>
Credit rating or revision in credit rating	Not		
Separate audited financial statements of	Not		
<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		<a href="https://www.dic.co.in/in">https://www.dic.co.in/in</a>
Materiality Policy as per Regulation 30	Yes		<a href="https://www.dic.co.in/in">https://www.dic.co.in/in</a>
Dividend Distribution policy as per	Not		
It is certified that these contents on the	Yes		<a href="https://www.dic.co.in/in">https://www.dic.co.in/in</a>
<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)	Not Applicable	
<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)	Not Applicable	
<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)	Yes	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(1)	Yes	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes	
<i>Disclosure of Shareholding by Non-Executive Directors</i>	26(4)	Not Applicable	



<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	Yes	
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<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** : **RAGHAV SHUKLA**  
**Designation** : **Company Secretary & Compliance Officer**

**ANNEXURE IV**

%symbol%	%companyName%	%quarterEnded%
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**(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to**

<b>Aggregate amount advanced during six months</b>				<b>Balance outstanding at the end of six months</b>			
<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>	<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>
0	0	0	0	0	0	0	0

**(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:**

<b>Entity</b>	<b>Type (guarantee, comfort letter etc.)</b>	<b>Aggregate amount of issuance during six months</b>	<b>Balance outstanding at the end of six months (taking into account any invocation)</b>
<i>Promoter or any other entity controlled by them</i>	NA	0	0
<i>Promoter Group or any other entity controlled by them</i>	NA	0	0
<i>Directors (including relatives) or any other entity controlled by them</i>	NA	0	0
<i>KMPs or any other entity controlled by them</i>	NA	0	0

**(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:**

<b>Entity</b>	<b>Type of Security (cash, shares etc.)</b>	<b>Aggregate value of security provided during six months</b>	<b>Balance outstanding at the end of six months</b>
<i>Promoter or any other entity controlled by them</i>	NA	0	0
<i>Promoter Group or any other entity controlled by them</i>	NA	0	0
<i>Directors (including relatives) or any other entity controlled by them</i>	NA	0	0
<i>KMPs or any other entity controlled by them</i>	NA	0	0

**(D) If the Listed Entity would like to provide any other information the same may be indicated here**

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**Affirmations**

*All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company*

**Company Remarks in case of non-compliant status**

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**Name:** SANDIP CHATTERJEE  
**Designation:** Chief Financial Officer  
**Place:** NOIDA  
**Date:** 11-Jan-2022