

ANNEXURE-I1. Name of Listed Entity: **RDB Rasayans Ltd.**2. Quarter ending: **31.03.2021**

I. Composition of Board of Directors											
Title (Mr. / Ms)	Name of the Director	PAN ^S & DIN	Category (Chairperson/ Executive/ Non-Executive/ independent/ Nominee) ^{&}	Initial Date of Appointment	Date of Re-appointment	Date of Cessa tion	Tenure* (Approx)	Date of Birth	No. of Directorship in listed entities includi ng this listed entity [in referen ce to Regulat ion 17A(1)]	Number of memberships in Audit(AC)/ Stakeholder Committee(s) (SC) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	SHANTI LAL BAID	AECPB81 48Q, 00056776	Executive Director, Chairperson related to Promoter, CEO-MD	01 Aug 2001	01 Apr 2020	-	-	02-06-1950	1	1	0
Mr.	SANDEEP BAID	ADEPB37 49A, 00557018	Executive Director	10 Apr 2008	01 Apr 2020	-	-	01-01-1979	1	2	0
Mr.	SHARAD KUMAR BACHHAWAT	ADBPB2 902N, 0516113	Non-Executive - Independent Director	08 Aug 2012	01 Apr 2019	-	104 Months	07-02-1970	2	4	3
Mr.	ABHAY DOSHI	AFLPD48 54R, 06428170	Non-Executive - Independent Director	28 May 2015	28 May 2020	-	70 Months	02-08-1983	1	1	1
Mrs.	PRAGYA BAID	ASIPB05 11H, 06622497	Non-Executive - Non Independent Director	15 Jul 2014	-	-	-	30-10-1981	1	0	0
Mr.	SUBRATA DUTTA	AFCPD36 99D, 08051343	Non-Executive - Independent Director	12 Jan 2018	-	-	39 Months	28-10-1948	1	1	0

Whether Regular Chairperson appointed – Yes

Whether Chairperson is related to Managing Director or CEO – Yes

II. Composition of Committees

Name of Committee	Whether Regular Chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) \$	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Abhay Doshi	Non-Executive - Independent Director, Chairperson	14-08-2015	--
		Sharad Kumar Bachhawat	Non-Executive - Independent Director, Member	08-11-2012	--
		Sandeep Baid	Executive Director, Member	16-11-2009	
		Subrata Dutta	Non-Executive - Independent Director, Member	14-02-2018	--
2. Nomination & Remuneration Committee	Yes	Sharad Kumar Bachhawat	Non-Executive - Independent Director, Chairperson	27-05-2013	--
		Abhay Doshi	Non-Executive - Independent Director, Member	12-01-2018	--
		Subrata Dutta	Non-Executive - Independent Director, Member	14-08-2019	--
3. Stakeholders Relationship Committee	Yes	Sharad Kumar Bachhawat	Non-Executive - Independent Director, Chairperson	13-05-2015	--
		Shanti Lal Baid	Executive Director, Member	16-11-2009	--
		Sandeep Baid	Executive Director, Member	16-11-2009	--
4. Corporate Social Responsibility Committee	Yes	Sharad Kumar Bachhawat	Non-Executive - Independent Director, Chairperson	13-05-2015	--
		Shanti Lal Baid	Executive Director, Member	16-11-2009	--
		Sandeep Baid	Executive Director, Member	16-11-2009	--

\$ 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

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*	Maximum gap between any two consecutive (in number of days)	
12 Nov 2020	-	YES				
-	13 Feb 2021	YES			92 days	
Name of the Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Number of Directors present	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*

			†*			
Audit Committee	-	Yes, Quorum were present			12 Nov 2020	
Audit Committee	13 Feb 2021	Yes, Quorum were present			-	92 days
Nomination and Remuneration Committee	-	Yes, Quorum were present			12 Nov 2020	
Nomination and Remuneration Committee	13 Feb 2021	Yes, Quorum were present			-	92 days
Stakeholders Relationship Committee	-				12 Nov 2020	
Stakeholders Relationship Committee	13 Feb 2021				-	92 days
Corporate Social Responsibility Committee	13 Feb 2021				-	-

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

V. Related Party Transactions

<i>Subject</i>	<i>Compliance status (Yes/No/NA)refer note below</i>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

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 the Listed Entity has no related party transactions, the words "N.A." may be indicated.

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

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 : YES
 - a. Audit Committee
 - b. Nomination & remuneration committee
 - c. Stakeholders relationship committee
 - d. Risk management committee (applicable to the top 500 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. This report and/or the report submitted in the previous quarter have been placed before Board of Directors. : YES

For RDB Rasayans Ltd.

Sd/-

SHRADHA JALAN

Company Secretary & Compliance Officer

ANNEXURE – II

I. Disclosure on website in terms of Listing Regulations		
Item	Compliance status (Yes/No/NA) refer note below	If Yes provide link to website. If No /NA provide reasons
As per regulation 46(2) of the LODR:		www.rdbgroup.in
a) Details of business	Yes	www.rdbgroup.in
b) Terms and conditions of appointment of independent directors	Yes	www.rdbgroup.in
c) Composition of various committees of board of directors	Yes	www.rdbgroup.in
d) Code of conduct of board of directors and senior management personnel	Yes	www.rdbgroup.in
e) Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	www.rdbgroup.in
f) Criteria of making payments to non-executive directors	Yes	www.rdbgroup.in
g) Policy on dealing with related party transactions	Yes	www.rdbgroup.in
h) Policy for determining 'material' subsidiaries	NA	www.rdbgroup.in
i) Details of familiarization programmes imparted to independent directors	Yes	www.rdbgroup.in
j) Email address for grievance redressal and other relevant details	Yes	www.rdbgroup.in
k) Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	www.rdbgroup.in
l) Financial results	Yes	www.rdbgroup.in
m) Shareholding pattern	Yes	www.rdbgroup.in
n) Details of agreements entered into with the media companies and/or their associates	NA	www.rdbgroup.in
o) Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA	www.rdbgroup.in
p) New name and the old name of the listed entity	NA	www.rdbgroup.in
q) Criteria of making payments to non-executive directors	Yes	www.rdbgroup.in
q) Advertisements as per regulation 47 (1)	Yes	www.rdbgroup.in
r) Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments	NA	www.rdbgroup.in

s) Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA	www.rdbgroup.in
As per other regulations of the LODR:		www.rdbgroup.in
a) Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes	www.rdbgroup.in
b) Materiality Policy as per Regulation 30	Yes	www.rdbgroup.in
c) Dividend Distribution policy as per Regulation 43A (as applicable)	NA	www.rdbgroup.in
It is certified that these contents on the website of the listed entity are correct	Yes	www.rdbgroup.in

II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA) refer note below
Independent director(s) have been appointed in terms of specified criteria of 'independence' and / or 'eligibility'	16(1)(b) & 25(6)	Yes
Board composition	17(1)	Yes
Meeting of Board of directors	17(2)	Yes
Quorum of Board meeting	17(2A)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Recommendation of Board	17(11)	Yes
Maximum number of Directorships	17A	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of nomination & remuneration committee	19(1) & (2)	Yes
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
Meeting of Stakeholders Relationship Committee	20(3A)	Yes
Composition and role of risk management committee	21(1),(2),(3),(4)	NA
Meeting of Risk Management Committee	21(3A)	NA
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(1A),(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)	NA
Disclosure of related party transactions on consolidated basis	23(9)	Yes
Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA
Other Corporate Governance requirements with respect to subsidiary	24(2),(3),(4),(5) & (6)	NA

of listed entity		
Annual Secretarial Compliance Report	24(A)	Yes
Alternate Director to Independent Director	25(1)	NA
Maximum Directorship and Tenure	25(2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Declaration from Independent Director	25(8) & (9)	Yes
D & O Insurance for Independent Directors	25(10)	NA
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
Any other information to be provided - Add Notes		
<p>Note :</p> <ol style="list-style-type: none"> 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 the Listed Entity has no related party transactions, the words "N.A." may be indicated. 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 indicated here. 		
<p>III Affirmations:</p> <p>The Listed Entity has approved the Material Subsidiary Policy and the Corporate Governance requirements with respect to the subsidiary of Listed Entity have been complied - NA</p> <p>For RDB Rasayans Ltd.</p> <p>Sd/- SHRADHA JALAN Company Secretary & Compliance Officer</p>		