

## Format To Be Submitted By Listed Entity On Quarterly Basis

### ANNEXURE I

1. Name of Listed Entity - **Bombay Rayon Fashions Limited**  
 2. Quarter ending - **30-Sep-2016**

| I. Composition of Board of Directors |                       |          |             |   |                     |                   |        |  |  |   |
|--------------------------------------|-----------------------|----------|-------------|---|---------------------|-------------------|--------|--|--|---|
| Title (Mr./Ms)                       | Name of the Director  | DIN      | PAN         | Category (Chairperson /Executive/Non-Executive/Independent/Nominee) | 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 |
| Mr.                                  | Janardan Agrawal      | 00019497 | ADFP A8150R | C & NED   | 24-Aug-1992         |                   |        | 1  | 0  | 1   |
| Mr.                                  | Aman Agrawal          | 00019534 | ADHP A6018J | ED  | 01-Jun-2016         |                   |        | 2  | 0  | 0   |
| Mr.                                  | Prashant Agrawal      | 00019464 | ADGP A2747K | ED  | 01-Jun-2016         |                   |        | 2  | 1  | 0   |
| Mr.                                  | A.R. Mundra           | 00019234 | AACP M574OM | ED  | 01-Jun-2016         |                   |        | 2  | 2  | 0   |
| Ms.                                  | Prachi Deshpande      | 02975271 | AHQP D1979C | ED  | 01-Jun-2016         |                   |        | 2  | 0  | 0   |
| Mr.                                  | Naseer Ahmed          | 00027095 | ADUP A3854H | ID  | 01-Apr-2014         |                   | 2.50   | 1  | 0  | 0   |
| Mr.                                  | Arunachalam Arumugham | 00350163 | AAIPA 9727A | ID  | 01-Apr-2014         |                   | 2.50   | 2  | 0  | 2   |
| Mr.                                  | Man Mohan Agrawal     | 00681433 | AAVP A0596L | ID  | 01-Apr-2014         |                   | 2.50   | 3  | 1  | 1   |
| Mr.                                  | Suresh                | 00837    | AADP        | ID  | 01-Apr-             |                   | 2.50   | 2  | 3  | 0   |



|     |                    |              |                    |    |                 |  |           |   |   |   |
|-----|--------------------|--------------|--------------------|----|-----------------|--|-----------|---|---|---|
|     | Vishwas<br>rao     | 235          | V1533<br>E         |    | 2014            |  |           |   |   |   |
| Mr. | John<br>Mathew     | 01632<br>626 | ALBP<br>M013<br>5C | ID | 22-May-<br>2015 |  | 1.35<br>2 | 2 | 3 | 0 |
| Mr. | Narayan<br>an Raja | 00503<br>400 | AAGP<br>N9680<br>B | ND | 15-Feb-<br>2016 |  | 0.62<br>5 | 1 | 0 | 0 |

## II. Composition of Committees

| Audit Committee |                       |          |                        |
|-----------------|-----------------------|----------|------------------------|
| Sr. No.         | Name of the Director  | Category | Chairperson/Membership |
| 1               | Arunachalam Arumugham | ID       | Chairperson            |
| 2               | Suresh Vishwasrao     | ID       | Member                 |
| 3               | John Mathew           | ID       | Member                 |
| 4               | A.R. Mundra           | ED       | Member                 |

| Stakeholders Relationship Committee |                      |          |                        |
|-------------------------------------|----------------------|----------|------------------------|
| Sr. No.                             | Name of the Director | Category | Chairperson/Membership |
| 1                                   | Janardan Agrawal     | C & NED  | Chairperson            |
| 2                                   | Prashant Agrawal     | ED       | Member                 |
| 3                                   | A.R. Mundra          | ED       | Member                 |

| Risk Management Committee |                      |          |                        |
|---------------------------|----------------------|----------|------------------------|
| Sr. No.                   | Name of the Director | Category | Chairperson/Membership |
|                           |                      |          |                        |

| Nomination and Remuneration Committee |                       |          |                        |
|---------------------------------------|-----------------------|----------|------------------------|
| Sr. No.                               | Name of the Director  | Category | Chairperson/Membership |
| 1                                     | Arunachalam Arumugham | ID       | Member                 |
| 2                                     | Suresh Vishwasrao     | ID       | Member                 |
| 3                                     | Naseer Ahmed          | ID       | Chairperson            |
| 4                                     | John Mathew           | ID       | Member                 |

| 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 | Maximum gap between any two consecutive (in number of days) |
| 02-May-2016   | 05-Aug-2016   | 76  |
| 20-May-2016   | 13-Sep-2016   |   |

| IV. Meeting of Committees |   |   |   |   |
|---------------------------|---|---|---|---|
| Name of the committee     | Date(s) of meeting of the committee in the relevant quarter | Whether requirement of Quorum met (details) | Date(s) of meeting of the committee in the previous quarter | Maximum gap between any two consecutive (in number of days) |
| Audit Committee           | 05-Aug-2016   | yes   | 20-May-2016   | 76  |



|                                     |             |     |             |  |
|-------------------------------------|-------------|-----|-------------|--|
| Audit Committee                     | 13-Sep-2016 | yes | 20-May-2016 |  |
| Stakeholders Relationship Committee | 13-Sep-2016 | yes | 20-May-2016 |  |
| Nomination & Remuneration Committee | 05-Aug-2016 | yes |             |  |

| <b>V. Related Party Transactions</b>   |                                      |
|--|--------------------------------------|
| <i>Subject</i>   | <i>Compliance status (Yes/No/NA)</i> |
| 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                                  |

#### VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **No**
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 : Prachi Deshpande  
Designation : Company Secretary



## ANNEXURE II

### Affirmations

| <b>Broad Heading</b>   | <b>Regulation Number</b>             | <b>Compliance Status</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)                             | No                       |
| Presence of Chairperson of the nomination and remuneration committee at the annual general meeting   | 19(3)                                | Yes                      |
| Whether "Corporate Governance Report" disclosed in Annual Report   | 34(3) read with para C of Schedule V | 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.
3. If the Listed Entity would like to provide any other information the same may be indicated here.

Name :  
Designation :

Prachi Deshpande  
Company Secretary

