

General information about company	
Scrip code	511431
NSE Symbol	VAKRANGEE
MSEI Symbol	NOT LISTED
ISIN	INE051B01021
Name of the entity	Vakrangee Limited
Date of start of financial year	01-04-2019
Date of end of financial year	31-03-2020
Reporting Quarter	Yearly
Date of Report	31-03-2020
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson Yes

Whether Chairperson is related to MD or CEO No

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee (s) 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)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	Ramesh Joshi	ACMPJ1824D	00002683	Non-Executive - Independent Director	Chairperson		16-12-1942	Yes	25-09-2019	20-10-2006	25-09-2019		60	1	1	2	1		
2	Mr	Dimesh Nandwana	AAFPN9185Q	00062532	Executive Director	Not Applicable	CEO-MD	06-06-1963	NA		28-05-1990	01-10-2019			1	0	0	0		
3	Mr	Nishikant Hayatnagar	ABQPH8414C	00062638	Executive Director	Not Applicable		09-12-1958	NA		27-08-1999	01-10-2015			1	0	1	0		
4	Mr	Sunil Agarwal	ABRPA9442L	00062767	Non-Executive - Independent Director	Not Applicable		19-12-1963	NA		28-06-2002	25-09-2019		60	1	1	0	0		

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee (s) 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)
5	Mr	Babu Lal Meena	ABUPM0206F	03281592	Non-Executive - Independent Director	Not Applicable		15-03-1950	NA		25-10-2010	25-09-2019		60	1	1	2	1
6	Mr	Avimash Vyas	AAIPV5525D	06869633	Non-Executive - Independent Director	Not Applicable		01-07-1962	NA		14-11-2014	14-11-2019		60	1	1	1	0
7	Mr	Anil Khanna	AAAPK0698Q	01334483	Non-Executive - Non Independent Director	Not Applicable		17-01-1956	NA		25-01-2019	24-01-2020			1	0	0	0
8	Mr	Ranbir Datt	ABVPD1028P	08064889	Non-Executive - Nominee Director	Not Applicable		01-03-1959	NA		12-02-2018	12-02-2018			1	0	0	0

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of Chairperson in Audit/ Stakeholder Committee held in this listed entity (Refer Regulation 26(1) of Listing Regulations)
9	Mrs	Sujata Chattopadhyay	ADGPC5174Q	02336683	Non-Executive - Independent Director	Not Applicable		27-05-1964	NA		31-03-2015	31-03-2020		60	5	5	2	1

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	03281592	Babu Lal Meena	Non-Executive - Independent Director	Chairperson	30-09-2014		
2	00002683	Ramesh Joshi	Non-Executive - Independent Director	Member	30-09-2014		
3	06869633	Avinash Vyas	Non-Executive - Independent Director	Member	30-07-2016		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06869633	Avinash Vyas	Non-Executive - Independent Director	Chairperson	19-07-2019		Textual Information(1)
2	00002683	Ramesh Joshi	Non-Executive - Independent Director	Member	30-09-2014		
3	08064889	Ranbir Datt	Non-Executive - Nominee Director	Member	19-07-2019		

Sr Text Block

Textual Information(1)

Mr. Avinash Vyas was re-designated as Chairman of the Nomination and Remuneration and Compensation Committee at their meeting held on January 24, 2020.

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00002683	Ramesh Joshi	Non-Executive - Independent Director	Chairperson	30-09-2014		
2	00062638	Nishikant Hayatnagarkar	Executive Director	Member	28-06-2002		
3	03281592	Babu Lal Meena	Non-Executive - Independent Director	Member	30-09-2014		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02336683	Sujata Chattopadhyay	Non-Executive - Independent Director	Chairperson	10-05-2019		
2	00062532	Dinesh Nandwana	Executive Director	Member	10-05-2019		
3	00062638	Nishikant Hayatnagarkar	Executive Director	Member	10-05-2019		
4	99999999	Prabodh Bhusari	Member	Member	10-05-2019		
5	01334483	Anil Khanna	Non-Executive - Non Independent Director	Member	10-05-2019	24-01-2020	

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00062532	Dinesh Nandwana	Executive Director	Chairperson	01-04-2014		
2	00062767	Sunil Agarwal	Non-Executive - Independent Director	Member	30-09-2014		
3	00002683	Ramesh Joshi	Non-Executive - Independent Director	Member	30-09-2014		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1**Annexure 1****III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory							
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	13-11-2019				Yes	9	5
2		24-01-2020	71		Yes	9	5
3		13-02-2020	19		Yes	8	5

Annexure 1

IV. Meeting of Committees								
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Disclosure of notes on meeting of committees explanatory				Number of Directors present*	No. of Independent Directors attending the meeting*
			Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)		
1	Audit Committee	13-11-2019				Yes	3	3
2	Audit Committee	13-02-2020	91			Yes	3	3
3	Nomination and remuneration committee	13-11-2019				Yes	3	2
4	Nomination and remuneration committee	06-01-2020	53			Yes	3	2
5	Nomination and remuneration committee	14-01-2020	7			Yes	3	2
6	Nomination and remuneration committee	24-01-2020	9			Yes	3	2

Annexure 1

V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Annexure 1**VI. Affirmations**

Sr	Subject	Compliance status (Yes/No)
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
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities)	Yes
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Mehul Raval
2	Designation	Company Secretary and Compliance Officer

Annexure II**Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)**

I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.vakrangee.in
2	Terms and conditions of appointment of independent directors	Yes		www.vakrangee.in
3	Composition of various committees of board of directors	Yes		www.vakrangee.in
4	Code of conduct of board of directors and senior management personnel	Yes		www.vakrangee.in
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.vakrangee.in
6	Criteria of making payments to non-executive directors	Yes		www.vakrangee.in
7	Policy on dealing with related party transactions	Yes		www.vakrangee.in
8	Policy for determining 'material' subsidiaries	Yes		www.vakrangee.in
9	Details of familiarization programmes imparted to independent directors	Yes		www.vakrangee.in

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.vakrangee.in
11	email address for grievance redressal and other relevant details	Yes		www.vakrangee.in
12	Financial results	Yes		www.vakrangee.in
13	Shareholding pattern	Yes		www.vakrangee.in
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	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	Yes		www.vakrangee.in
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		www.vakrangee.in
18	Credit rating or revision in credit rating obtained	NA		
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		www.vakrangee.in
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.vakrangee.in
21	Materiality Policy as per Regulation 30	Yes		www.vakrangee.in
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		www.vakrangee.in
23	It is certified that these contents on the website of the listed entity are correct	Yes		www.vakrangee.in

Annexure II

II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25 (6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

Annexure II**II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
23	Meeting of Risk Management Committee	21(3A)	Yes	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	NA	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	

Annexure II

II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	Yes	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

Annexure II

1	Name of signatory	Mehul Raval
2	Designation	Company Secretary and Compliance Officer

Annexure II

III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
	Any other information to be provided	

Annexure II

1	Name of signatory	Mehul Raval
2	Designation	Company Secretary and Compliance Officer

Signatory Details

Name of signatory	Mehul Raval
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	27-04-2020

