

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **PDS Multinational Fashions Limited**
 2. Quarter ending - **30-Sep-2019**

i. Composition Of Board Of Director

| Title (Mr./Ms) | Name of the Director | DIN | Category (Chairperson /Executive/ Non-Executive/ Independent /Nominee) | Sub Category | Initial Date of Appointment | Date of Appointment | Date of cessation | Tenure | 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. | Deepak Seth | 00003021 | C & NED | | 06-Apr-2011 | | | | 2 | 0 | 2 | 0 | AC,SC | |
| Mrs. | Payel Seth | 00003035 | NED | | 06-Apr-2011 | | | | 1 | 0 | 0 | 0 | | |
| Mr. | Pallak Seth | 00003040 | NED | | 06-Apr-2011 | | | | 1 | 0 | 0 | 0 | | |
| Mr. | Ashutosh Prabhudas Bhupatkar | 00479727 | ID | | 26-May-2014 | 01-Apr-2019 | | 60 | 1 | 1 | 1 | 1 | AC,NRC | |
| Mr. | Ashok Kumar Chhabra | 06869497 | ID | | 26-May-2014 | 01-Apr-2019 | | 60 | 1 | 1 | 2 | 1 | AC,SC,NRC | |
| Mr. | Ashok Kumar Sanghi | 00011207 | ID | | 26-May-2014 | 01-Apr-2019 | | 60 | 1 | 1 | 2 | 0 | AC,SC,NRC | |

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| 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 | Ashok Kumar Chhabra | ID | Member | 14-Aug-2015 | |
| 2 | Ashok Kumar Sanghi | ID | Member | 26-May-2014 | |
| 3 | Deepak Seth | C & NED | Member | 26-May-2014 | |
| 4 | Ashutosh Prabhudas Bhupatkar | ID | Chairperson | 26-May-2014 | |

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| 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 | Deepak Seth | C & NED | Member | 26-May-2014 | |
| 2 | Ashok Kumar Sanghi | ID | Member | 26-May-2014 | |
| 3 | Ashok Kumar Chhabra | ID | Chairperson | 26-May-2014 | |

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| 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 | No |

d. Nomination and Remuneration Committee

| Sr. No. | Name of the Director | Category | Chairperson/Membership | Appointment Date | Cessation Date |
|---------|------------------------------|----------|------------------------|------------------|----------------|
| 1 | Ashok Kumar Chhabra | ID | Member | 26-May-2014 | |
| 2 | Ashutosh Prabhudas Bhupatkar | ID | Member | 26-May-2014 | |

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|---|--------------------|----|-------------|-------------|--|
| 3 | Ashok Kumar Sanghi | ID | Chairperson | 26-May-2014 | |
|---|--------------------|----|-------------|-------------|--|

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| 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 |
|---|---|-----------------------------------|-----------------------------|---|
| 12-Apr-2019 | 13-Aug-2019 | Yes | 3 | 3 |
| 29-May-2019 | | Yes | | 3 |

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

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 | Whether requirement of Quorum met (Yes/No) | Number of Directors present | Number of independent directors present |
|-------------------------------------|--|---|--|-----------------------------|---|
| Audit Committee | 12-Apr-2019 | | Yes | 4 | 3 |
| Audit Committee | 29-May-2019 | | Yes | 4 | 3 |
| Audit Committee | | 13-Aug-2019 | Yes | 3 | 3 |
| Nomination & Remuneration Committee | 29-May-2019 | | Yes | 3 | 3 |
| Stakeholders Relationship Committee | 22-Apr-2019 | | Yes | 2 | 2 |

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

v. Related Party Transactions

| Subject | Compliance status (Yes/No/NA) | Remark |
|--|-------------------------------|--------|
| 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 | | |

vi. Affirmations

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
- The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - Audit Committee - **Yes**
 - Nomination & remuneration committee - **Yes**
 - Stakeholders relationship committee - **Yes**
 - Risk management committee (applicable to the top 100 listed entities) - **Not applicable**
- 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**
- 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**
- a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
 - Any comments/observations/advice of Board of Directors may be mentioned here:

Name : B. Chandra Sekhara Reddy
Designation : Company Secretary

ANNEXURE III

Affirmations

| <i>Broad Heading</i> | <i>Regulation Number</i> | <i>Compliance Status</i> | <i>Company Remark</i> |
|--|--------------------------------------|--------------------------|---|
| 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) | No | Will be complied. The Company obtained permission from ROC karnataka to convene AGM on or before 14th November, 2019. The reports will be displayed on the website atleast 21days prior to the date of AGM. |
| Presence of Chairperson of Audit Committee at the Annual General Meeting | 18(1)(d) | No | Will be complied. The Company obtained permission from ROC karnataka to convene AGM on or before 14th November, 2019. |
| Presence of Chairperson of the nomination and remuneration committee at the annual general meeting | 19(3) | No | Will be complied. The Company obtained permission from ROC karnataka to convene AGM on or before 14th November, 2019. |
| Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting | 20(3) | No | Will be complied. The Company obtained permission from ROC karnataka to convene AGM on or before 14th November, 2019. |
| Whether "Corporate Governance Report" disclosed in Annual Report | 34(3) read with para C of Schedule V | No | Will be complied at the time of dispatching Annual Report to Sahareholders. The Company obtained permission from ROC karnataka to convene AGM on or before 14th November, 2019. |

Note:

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Name : B. Chandra Sekhara Reddy
Designation : Company Secretary