

PDS/SE/2021-22/23

July 13, 2021

<b>Listing Department</b> <b>National Stock Exchange of India Limited</b> Exchange Plaza, C-1 Block G, Bandra Kurla Complex, Bandra (E), Mumbai -400 051 <b>Scrip Symbol: PDSMFL</b>	<b>Corporate Relationship Department</b> <b>BSE Limited</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001 <b>Scrip Code: 538730</b>
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Re: ISIN - INE111Q01013

Sub: Report on Corporate Governance for the Quarter June 30, 2021.

Dear Sir/ Madam,

Pursuant to Regulation 27(2)(a) of the SEBI (Listing Obligations & Disclosures Requirements) Regulations, 2015, please find enclosed herewith the Compliance Report on Corporate Governance for the Quarter ended June 30, 2021 for your reference.

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully,

for PDS Multinational Fashions Limited



**Abhishek Kanoi**  
Head of Legal & Company Secretary  
ICSI Membership No.: F-9530



Encl.: As Above

**ANNEX I**

**Format of report on Corporate Governance to be submitted by a listed entity on quarterly basis**

1 **Name of Listed Entity : PDS Multinational Fashions Limited**

2 **Quarter ending : June 30, 2021**

<b>I. Composition of Board of Directors</b>													
Title (Mr./Ms)	Name of the Director	PAN \$	DIN	Category (Chairperson /Executive/ Non-Executive/ independent / Nominee) &	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure*	Date of Birth	No. Of directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No of Independent Directors hip in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	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)
Mr.	Deepak Seth	AABPS2568Q	00003021	Chairman & Non-Executive	06-04-2011			NA	22-05-1951	2	0	2	0
Mrs.	Payel Seth	AABPS1006M	00003035	Non-Executive	06-04-2011			NA	29-05-1958	1	0	0	0
Mr.	Pallak Seth	ACXPS6333B	00003040	Non-Executive	06-04-2011			NA	13-08-1977	1	0	0	0
Mr.	Ashutosh Prabhudas Bhupatkar	AJHPB3458K	00479727	Non-Executive - Independent	26-05-2014	01-04-2019		82	01-02-1951	1	1	1	1
Mr.	Ashok Kumar Chhabra	AAMPC4535C	06869497	Non-Executive - Independent	26-05-2014	01-04-2019		82	04-03-1952	1	1	2	1
Mr.	Ashok Kumar Sanghi	ABVPS4110R	00011207	Non-Executive - Independent	26-05-2014	01-04-2019		82	15-12-1950	1	1	2	0
Ms.	Saraswathy Venkateswaran	AAJPV2364D	01778608	Non-Executive - Independent	14-02-2020	14-02-2020		14	05-10-1953	1	1	0	0
Mr.	Parth Gandhi	AABPG0664K	01778608	Non-Executive	27-05-2021			NA		1	0	0	0
Whether Regular chairperson appointed												YES	
Whether Chairperson is related to Managing Director or CEO												NO	
\$PAN of any director would not be displayed on the website of Stock Exchange. &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. *to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.													



## II. Composition of Committees

### 1 Audit Committee Details

Whether the Audit Committee has a Regular Chairperson					YES	
Sr. No.	DIN Number	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Date of Appointment	Date of Cessation	
1	00479727	Ashutosh Prabhudas Bhupatkar	Chairman-Non-Executive - Independent Director	26-05-2014		
2	06869497	Ashok Kumar Chhabra	Non-Executive - Independent Director	14-08-2015		
3	00011207	Ashok Kumar Sanghi	Non-Executive - Independent Director	26-05-2014		
4	00003021	Deepak Seth	Non-Executive Non-Independent Director	26-05-2014		

### 2 Nomination & Remuneration Details

Whether the Nomination & Remuneration Committee has a Regular Chairperson					YES	
Sr. No.	DIN Number	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Date of Appointment	Date of Cessation	
1	00011207	Ashok Kumar Sanghi	Chairman-Non-Executive - Independent Director	26-05-2014		
2	00479727	Ashutosh Prabhudas Bhupatkar	Non-Executive - Independent Director	26-05-2014		
3	06869497	Ashok Kumar Chhabra	Non-Executive - Independent Director	26-05-2014		
4	01778608	Saraswathy Venkateswaran	Non-Executive - Independent Director	10-07-2020		

### 3 Stakeholder Relationship Committee Details

Whether the Stakeholder Relationship Committee has a Regular Chairperson					YES	
Sr. No.	DIN Number	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Date of Appointment	Date of Cessation	
1	06869497	Ashok Kumar Chhabra	Chairman-Non-Executive - Independent Director	26-05-2014		
2	00003021	Deepak Seth	Non-Executive Non-Independent Director	26-05-2014		
3	00011207	Ashok Kumar Sanghi	Non-Executive - Independent Director	26-05-2014		

### 4 Risk Management Committee

Whether the Risk Management Committee has a Regular Chairperson					YES	
Sr. No.	DIN Number	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Date of Appointment	Date of Cessation	
1	06869497	Ashok Kumar Chhabra	Chairman-Non-Executive - Independent Director	27-05-2021		
2	00479727	Ashutosh Prabhudas Bhupatkar	Non-Executive - Independent Director	27-05-2021		
3	00003021	Deepak Seth	Non-Executive Non-Independent Director	27-05-2021		
4	00003040	Pallak Seth	Non-Executive Non-Independent Director	27-05-2021		
5		Sanjay Jain	Chief Executive Officer	27-05-2021		
6		Ashish Gupta	Chief Financial Officer	27-05-2021		
7		Suresh Punjabi	Executive Director - Audit, Assurance and Risk Management	27-05-2021		

### 5 Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson					YES	
Sr. No.	DIN Number	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Date of Appointment	Date of Cessation	
1	01778608	Saraswathy Venkateswaran	Chairman-Non-Executive - Independent Director	27-05-2021		
2	01658253	Parth Gandhi	Non-Executive Non-Independent Director	27-05-2021		
3	00003040	Pallak Seth	Non-Executive Non-Independent Director	27-05-2021		

## 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)
January 11, 2021	-	Yes	6	4	-
February 12, 2021		Yes	5	4	31
	May 27, 2021	Yes	7	4	103

\*to be filled in only for the current quarter meetings.

## IV. MEETING OF AUDIT COMMITTEE

Date(s) of Meeting of the Committee in the relevant quarter	Whether requirement of Quorum met*	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 (in number of days)*
-	Yes	4	3	January 11, 2021	
	Yes	4	3	February 12, 2021	31
May 27, 2021	Yes	4	3		103

\*to be filled in only for the current quarter meetings.

## V. RELATED PARTY TRANSACTIONS

Subject	Compliance status (Yes/No/NA)
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	A statement of transaction with related party for the First Quarter ended 30th June, 2021 will be placed in the ensuing Audit Committee Meeting.



<b>VI. AFFIRMATIONS</b>		
<b>Sr.No.</b>	<b>Affirmations</b>	<b>Compliance Status (Yes/No)</b>
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 b. Nomination & Remuneration Committee c. Stakeholders Relationship Committee d. Risk management committee (applicable to the top 1000 listed entities)	YES YES YES YES
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 has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here.	YES

**for PDS Multinational Fashions Limited**



**Abhishek Kanoi**  
**Head of Legal & Company Secretary**  
**ICSI Membership No.: F-9530**



Date : July 13, 2021