

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity **- INOX LEISURE LIMITED**
2. Quarter ending **- 31-Mar-2020**

i. Composition Of Board Of Director

Title e (Mr. /Ms)	Name of the Director	Catego ry (Chairp erson /Executi ve/Non- Executiv e/ Indepen dent/ Nomine e)	Initial Date of Appoi ntme nt	Date of Appoi ntme nt	Date of cessati on	Tenure	Date of Birth	Whether special resolution passed?	Date of passing special resolution	No. of Directorsh ip 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.	Pavan Jain	C & NED	09- Nov- 1999	28- Sep- 2017			17- May- 1951	NA		3	0	5	2	SC,RC	
Mr.	Vivek Jain	NED	09- Nov- 1999	31- Aug- 2018			30- Aug- 1955	NA		3	0	3	1		
Mr.	Deepak Asher	NED	15- Jan- 2000	18- Sep- 2019			15- Jan- 1959	NA		3	0	7	0	AC,SC	
Mr.	Siddharth Jain	NED	10- Sep- 2004	24- Sep- 2016			21- Sep- 1978	NA		2	0	3	1	SC,RC,NRC	
Mr.	Haigreve Khaitan	ID	10- Sep- 2014	01- Apr- 2019		67	13- Jul- 1970	NA		7	7	7	4	AC,NRC	
Mr.	Amit Jatia	ID	10- Sep- 2014	01- Apr- 2019		67	11- Feb- 1967	NA		3	2	3	0	AC,NRC	

Mrs.	Girija Balakrishnan	ID	03-Dec-2014	03-Dec-2019		64	30-Mar-1969	NA		1	1	1	0	SC	
Mr.	Vishesh Chander Chandiok	ID	14-Feb-2020	14-Feb-2020		2	14-Nov-1974	NA		1	1	1	0	AC	

Company Remarks	
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

ii. Composition of Committees
a. Audit Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Haigreve Khaitan	ID	Chairperson	22-Oct-2007	
2	Amit Jatia	ID	Member	26-May-2011	
3	Deepak Asher	NED	Member	30-May-2001	
4	Vishesh Chander Chandiok	ID	Member	14-Feb-2020	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Siddharth Jain	NED	Chairperson	17-Oct-2005	
2	Pavan Jain	C & NED	Member	23-Oct-2015	
3	Deepak Asher	NED	Member	17-Oct-2005	
4	Girija Balakrishnan	ID	Member	05-Feb-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Pavan Jain	C & NED	Chairperson	11-Apr-2019	
2	Siddharth Jain	NED	Member	11-Apr-2019	
3	ALOK TANDON	Member	Member	11-Apr-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

d. Nomination and Remuneration Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Haigreve Khaitan	ID	Chairperson	22-Oct-2007	
2	Amit Jatia	ID	Member	26-May-2011	
3	Siddharth Jain	NED	Member	23-Oct-2015	

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
23-Oct-2019	07-Feb-2020	Yes	6	3
	14-Feb-2020	Yes	4	2

Company Remarks	
Maximum gap between any two consecutive (in number of days)	106

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	23-Oct-2019		Yes	2	2
Audit Committee		07-Feb-2020	Yes	3	2
Nomination & Remuneration Committee	06-Nov-2019		Yes	2	2
Nomination & Remuneration Committee		16-Jan-2020	Yes	2	1
Nomination & Remuneration Committee		07-Feb-2020	Yes	3	2
Nomination & Remuneration Committee		14-Feb-2020	Yes	2	1
Stakeholders Relationship Committee		21-Mar-2020	Yes	2	0
Risk Management Committee		12-Feb-2020	Yes	2	0

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	106

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

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**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **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. 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

:

Parthasarathy Iyengar

Designation

:

Company Secretary & Compliance Officer

ANNEXURE II

Format 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			
Item	Compliance status	Company Remark	Website
As per regulation 46(2) of the LODR:			
Details of business	Yes		https://www.inoxmovies.com/Corporate.aspx?Section=3
Terms and conditions of appointment of	Yes		https://www.inoxmovies.com/Corporate.aspx?Section=3
Composition of various committees of	Yes		https://www.inoxmovies.com/Corporate.aspx?Section=3
Code of conduct of board of directors and	Yes		https://www.inoxmovies.com/Corporate.aspx?Section=3
Details of establishment of vigil mechanism/	Yes		https://www.inoxmovies.com/Corporate.aspx?Section=3
Criteria of making payments to non-	Yes		https://www.inoxmovies.com/Corporate.aspx?Section=3
Policy on dealing with related party	Yes		https://www.inoxmovies.com/Corporate.aspx?Section=3
Policy for determining 'material' subsidiaries	Yes		https://www.inoxmovies.com/Corporate.aspx?Section=3
Details of familiarization programs imparted	Yes		https://www.inoxmovies.com/Corporate.aspx?Section=3
Email address for grievance redressal and other relevant details entity who are	Yes		https://www.inoxmovies.com/Corporate.aspx?Section=3
Contact information of the designated	Yes		https://www.inoxmovies.com/Corporate.aspx?Section=3
Financial results	Yes		https://www.inoxmovies.com/Corporate.aspx?Section=3
Shareholding pattern	Yes		https://www.inoxmovies.com/Corporate.aspx?Section=3
Details of agreements entered into with the media companies and/or their associates	Yes		https://www.inoxmovies.com/Corporate.aspx?Section=3
Schedule of analyst or institutional investor meet and presentations made by the listed	Yes		https://www.inoxmovies.com/Corporate.aspx?Section=3
New name and the old name of the listed	Not		
Advertisements as per regulation 47 (1)	Yes		https://www.inoxmovies.com/Corporate.aspx?Section=3
Credit rating or revision in credit rating	Yes		https://www.inoxmovies.com/Corporate.aspx?Section=3
Separate audited financial statements of	Yes		https://www.inoxmovies.com/Corporate.aspx?Section=3
As per other regulations of the LODR:			
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		https://www.inoxmovies.com/Corporate.aspx?Section=3
Materiality Policy as per Regulation 30	Yes		https://www.inoxmovies.com/Corporate.aspx?Section=3
Dividend Distribution policy as per	Yes		https://www.inoxmovies.com/Corporate.aspx?Section=3
It is certified that these contents on the	Yes		https://www.inoxmovies.com/Corporate.aspx?Section=3
II Annual Affirmations			

Particulars	Regulation Number	Compliance status	Company Remark
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes	
<i>Board composition</i>	17(1), 17(1A) & 17(1B)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Quorum of Board meeting</i>	17(2A)	Yes	
<i>Review of Compliance Reports</i>	17(3)	Yes	
<i>Plans for orderly succession for appointments</i>	17(4)	Yes	
<i>Code of Conduct</i>	17(5)	Yes	
<i>Fees/compensation</i>	17(6)	Yes	
<i>Minimum Information</i>	17(7)	Yes	
<i>Compliance Certificate</i>	17(8)	No	Compliance Certificate to be given by the Chief executive Officer and the Chief Financial Officer to the Board of Directors as specified in Part B of Schedule II of the Listing Regulations shall be obtained before approving the Financial Statements and Cash flows Statement for the Financial Year 2019-2020.
<i>Risk Assessment & Management</i>	17(9)	Yes	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	
<i>Recommendation of Board</i>	17(11)	Yes	
<i>Maximum number of directorship</i>	17A	Yes	
<i>Composition of Audit Committee</i>	18(1)	Yes	
<i>Meeting of Audit Committee</i>	18(2)	Yes	
<i>Composition of nomination & remuneration committee</i>	19(1) & (2)	Yes	
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Yes	
<i>Meeting of nomination & remuneration committee</i>	19(3A)	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	Yes	
<i>Meeting of stakeholder relationship committee</i>	20(3A)	Yes	

<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Yes	
<i>Meeting of Risk Management Committee</i>	22	Yes	
<i>Vigil Mechanism</i>	22	Yes	
<i>Policy for related party Transaction</i>	23(1),(1A),(5),(6	Yes	
<i>Prior or Omnibus approval of Audit Committee for all related party</i>	23(2), (3)	Yes	
<i>Approval for material related party transactions</i>	23(4)	Not Applicable	
<i>Disclosure of related party transactions on consolidated basis</i>	23(9)	Yes	
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Not Applicable	
<i>Other Corporate Governance requirements with respect to subsidiary of Annual Secretarial Compliance Report</i>	24(2),(3),(4),(5) & (6)	Yes	
	24(A)	Yes	
<i>Alternate Director to Independent Director</i>	25(1)	Not Applicable	
<i>Maximum Tenure</i>	25(2)	Yes	
<i>Meeting of independent directors</i>	25(3) & (4)	Yes	
<i>Familiarization of independent directors</i>	25(7)	Yes	
<i>Declaration from Independent Director</i>	25(8) & (9)	Yes	
<i>D & O Insurance for Independent</i>	25(10)	Yes	
<i>Memberships in Committees</i>	26(1)	Yes	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes	
<i>Disclosure of Shareholding by Non-Executive Directors</i>	26(4)	Yes	
<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	Yes	

Other Information	
--------------------------	--

III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Yes**

Other Information	
--------------------------	--

Name : **Mr. Parthasarathy Iyengar**
Designation : **Company Secretary & Compliance Officer**