

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-2019**

i. Composition Of Board Of Director

T i t l e (M r / M s)	Name of the Director	DI N	P A N	Cate gory (Chai rpers on /Execu tive/No n- Execut ive/ Indepe ndent/ Nomin ee)	S u b C a t e g o r y	Dat e of App oint ment	Dat e of ces sati on	T e n u r e	No of Dir ect ors hip in list ed enti ties incl udi ng this list ed enti ty	No of me mb ers hips in Au dit/ Sta keh old er Co mm itte e(s) incl udi ng this list ed enti ty	No of post of Chai rper son in Audi t/ Stak ehol der Co mmi ttee held in liste d entiti es incl udi ng this liste d entit y	Me mbe rshi p in Co mmi ttee s of the Co mpa ny	Remarks
Mr .	PAVAN JAIN	00030098	AA JPJ 585 1D	C,NE D		09- Nov- 1999			2	4	1	SC	
Mr .	VIVEK JAIN	00022968	AA AP J45 88 L	NED		09- Nov- 1999			2	2	0		

Mr .	DEEPAK ASHER	00035371	AB AP A5 435 G	NED		15-Jan-2000			3	9	1	AC,SC	
Mr .	SIDDHARTH JAIN	000300202	AC YP J70 83 L	NED		10-Sep-2004			2	3	0	SC,NRC	
Mr .	HAIGREVE KHAITAN	00005290	AE VP K7 531 H	ID		22-Oct-2007		60	6	8	2	AC,NRC	
Mr .	AMIT JATIA	00016871	AA EPJ 846 2D	ID		26-May-2011		60	3	3	0	AC,NRC	
Mr .	KISHOREBIYANI	00005740	AA CP B0 199 B	ID		16-Oct-2013		60	5	3	1	AC	
Ms .	GIRIJA BALAKRISHNAN	06841071	AE KP B0 169 B	ID		03-Dec-2014		60	1	1	0		

Company Remarks	
Whether Permanent	Yes

chairperson appointed	
-----------------------	--

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	DEEPAK ASHER	NED	Member	30-May-2001	
2	KISHOREBIYANI	ID	Member	16-Oct-2013	
3	AMIT JATIA	ID	Member	26-May-2011	
4	HAIGREVE KHAITAN	ID	Chairperson	22-Oct-2007	

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 ASHER	NED	Member	17-Oct-2005	
2	SIDDHARTH JAIN	NED	Member	23-Oct-2015	
3	PAVAN JAIN	C,NED	Chairperson	17-Oct-2005	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
---------	----------------------	----------	------------------------	------------------	----------------

Company Remarks	
Whether Permanent chairperson appointed	

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	SIDDHARTH JAIN	NED	Member	23-Oct-2015	
2	AMIT JATIA	ID	Member	26-May-2011	
3	HAIGREVE KHAITAN	ID	Chairperson	22-Oct-2007	

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
---	---

22-Oct-2018	05-Feb-2019
01-Nov-2018	
30-Nov-2018	

Company Remarks	
Maximum gap between any two consecutive (in number of days)	66

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	Requirement of Quorum met (details)	Whether requirement of Quorum met (Yes/No)
Audit Committee	22-Oct-2018	05-Feb-2019		Yes
Audit Committee	01-Nov-2018	05-Feb-2019		Yes
Nomination & Remuneration Committee	16-Nov-2018	12-Jan-2019		Yes
Stakeholders Relationship Committee		27-Mar-2019		Yes

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	95

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) - **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 : **Mr. 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
Details of business	Yes		https://www.inoxmovies.c
Terms and conditions of appointment of	Yes		https://www.inoxmovies.c
Composition of various committees of	Yes		https://www.inoxmovies.c
Code of conduct of board of directors and	Yes		https://www.inoxmovies.c
Details of establishment of vigil mechanism/	Yes		https://www.inoxmovies.c
Criteria of making payments to non-	Yes		https://www.inoxmovies.c
Policy on dealing with related party	Yes		https://www.inoxmovies.c
Policy for determining 'material' subsidiaries	Yes		https://www.inoxmovies.c
Details of familiarization programs imparted	Yes		https://www.inoxmovies.c
Contact information of the designated officials of the listed	Yes		https://www.inoxmovies.c
email address for grievance redressal and	Yes		https://www.inoxmovies.c
Financial results	Yes		https://www.inoxmovies.c
Shareholding pattern	Yes		https://www.inoxmovies.c
Details of agreements entered into with the media companies and/or	Not Applicable		
New name and the old name of the listed	Not		
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)	Yes	
<i>Meeting of Board of directors</i>	17(2)	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
<i>Risk Assessment & Management</i>	17(9)	Yes	
<i>Performance Evaluation of Independent Directors</i>	17(10)	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>Composition of Stakeholder Relationship Committee</i>	20(1) & (2)	Yes	
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Yes	
<i>Vigil Mechanism</i>	22	Yes	
<i>Policy for related party Transaction</i>	23(1),(5),(6),(7) &	Yes	

<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	Yes	
<i>Approval for material related party transactions</i>	23(4)	Not Applicable	
<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 listed entity</i>	24(2),(3),(4),(5) & (6)	Yes	
<i>Maximum Directorship & Tenure</i>	25(1) & (2)	Yes	
<i>Meeting of independent directors</i>	25(3) & (4)	Yes	
<i>Familiarization of independent directors</i>	25(7)	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**