

# ANNEXURE I

## Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - INOX Leisure Limited
2. Quarter ending - 30-Sep-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	C a t e g o r y (C h a i r p e r s o n / E x e c u t i v e / N o n - E x e c u t i v e / I n d e p e n d e n t / N o m i n e e)	S u b C a t e g o r y	Ini t i a l D a t e o f A p p o i n t m e n t	Dat e o f A p p o i n t m e n t	Date o f c e s s a t i o n	T e n u r e	Dat e o f B i r t h	No. o f D i r e c t o r s h i p i n l i s t e d e n t i e s i n c l u d i n g t h i s l i s t e d e n t i t y	No o f I n d e p e n d e n t D i r e c t o r s h i p i n l i s t e d e n t i e s i n c l u d i n g t h i s l i s t e d e n t i t y	No o f m e m b e r s h i p i n A u d i t / S t a k e h o l d e r C o m m i t t e e (s) i n c l u d i n g t h i s l i s t e d e n t i t y	No o f p o s t o f C h a i r p e r s o n i n A u d i t / S t a k e h o l d e r C o m m i t t e e h e l d i n l i s t e d e n t i e s i n c l u d i n g t h i s l i s t e d e n t i t y	M e m b e r s h i p i n C o m m i t t e e s o f t h e C o m p a n y	Rem a r k s
M r.	Pavan Jain	0 0 0 3 0 0 9 8	A A J P J 5 8 5 1 D	C & N E D		09- Nov- 1999	09- Nov- 1999			17- Ma y- 195 1	2	0	4	1	SC,R C	
M r.	Vivek Jain	0 0 0 2 9 9	A A A P J 4	N E D		09- Nov- 1999	09- Nov- 1999			30- Au g- 195 5	2	0	2	0		

		6 8	5 8 8 L												
M r.	Deepak Asher	0 0 0 3 5 3 7 1	A B A P A 5 4 3 5 G	NE D		15- Jan- 2000	15- Jan- 2000			15- Jan - 195 9	2	0	5	0	AC,S C
M r.	Siddharth Jain	0 0 0 3 0 2 0 2	A C Y P J 7 0 8 3 L	NE D		10- Sep- 2004	10- Sep- 2004			21- Sep - 197 8	2	0	3	0	SC,R C,N RC
M r.	Haigreve Khaitan	0 0 0 0 5 2 9 0	A E V P K 7 5 3 1 H	ID		22- Oct- 2007	01- Apr- 2019		6	13- Jul- 197 0	7	7	9	3	AC, NRC
M r.	Amit Jatia	0 0 0 1 6 8 7 1	A A E P J 8 4 6 2 D	ID		26- May- 2011	01- Apr- 2019		6	11- Feb - 196 7	3	2	3	0	AC, NRC
M r.	Kishore Biyani	0 0 0 0 5 7	A A C P B 0	ID		16- Oct- 2013	01- Apr- 2019		6	09- Au g- 196 0	5	1	3	1	AC

		4 0	1 9 9 B												
M s.	Girija Balakrish nan	0 6 8 4 1 0 7 1	A E K P B O O 1 6 9 B	ID		03- Dec- 2014	03- Dec- 2014		5 8	30- Ma r- 196 9	1	1	1	0	SC

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	Haigreve Khaitan	ID	Chairperson	22-Oct-2007	
2	Amit Jatia	ID	Member	26-May-2011	
3	Kishore Biyani	ID	Member	16-Oct-2013	
4	Deepak Asher	NED	Member	30-May-2001	

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	Pavan Jain	C & NED	Chairperson	17-Oct-2005	
2	Siddharth Jain	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

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

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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
13-May-2019	02-Aug-2019	Yes	7	3

Company Remarks	
Maximum gap between any two consecutive (in number of days)	80

**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
Nomination & Remuneration Committee	11-Apr-2019		Yes	3	2
Nomination & Remuneration Committee	25-Jun-2019		Yes	2	2
Nomination & Remuneration Committee		22-Jul-2019	Yes	2	1
Audit Committee	13-May-2019		Yes	3	2
Audit Committee		02-Aug-2019	Yes	3	2
Risk Management Committee	05-Jun-2019		Yes	3	0
Risk Management Committee		02-Aug-2019	Yes	3	0

Risk Management Committee		22-Aug-2019	Yes	3	0
Stakeholders Relationship Committee		02-Aug-2019	Yes	4	1

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	80

**v. Related Party Transactions**

<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b>	<b>Remark</b>
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) - **Yes**
- 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**
  - 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 :** Mr. Parthasarathy Iyengar  
**Designation :** Company Secretary & Compliance Officer

### ANNEXURE III

#### Affirmations

<b>Broad Heading</b>	<b>Regulation Number</b>	<b>Compliance Status</b>	<b>Company Remark</b>
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)	Yes	
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	No	The Chairperson of Audit Committee, Mr. Haigreve Khaitan could not attend the Annual General Meeting due to his prior commitments. He had authorised Mr. Deepak Asher, Member of the Audit Committee to attend the meeting on his behalf.
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	No	The Chairperson of Compensation, Nomination and Remuneration Committee meeting, Mr. Haigreve Khaitan could not attend the Annual General Meeting due to his prior commitments. He had authorised Mr. Siddharth Jain, Member of the Compensation, Nomination and Remuneration Committee to attend the meeting on his behalf.
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	No	The Chairperson of Stakeholders Relationship Committee, Mr. Pavan Jain, could not attend the Annual General Meeting due to his prior commitments. He had authorised Mr. Deepak Asher, Member of the Stakeholders Relationship Committee to attend the meeting on his behalf.
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Note:

--

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