

| General information about company | |
|--|--------------------|
| Scrip code | 507880 |
| Name of the entity | VIP Industries Ltd |
| Date of start of financial year | 01-04-2016 |
| Date of end of financial year | 31-03-2017 |
| Reporting Quarter | Quarterly |
| Date of Report | 30-06-2016 |
| Risk management committee | Not Applicable |

| Annexure I | | | | | | | | | | | | | | |
|--|-----------------|----------------------|------------|----------|--------------------------------------|-------------------------|-------------------------|---|-------------------|--------------------------------|--|---|--|-------|
| Annexure I to be submitted by listed entity on quarterly basis | | | | | | | | | | | | | | |
| I. Composition of Board of Directors | | | | | | | | | | | | | | |
| Disclosure of notes on composition of board of directors explanatory | | | | | | | | | | | | | | |
| Is there any change in composition of board of directors compare to previous quarter | | | | | | | | | | | | | | |
| Sr | Title (Mr / Ms) | Name of the Director | PAN | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of appointment in the current term | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity | Number 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 | Notes |
| 1 | Mr | Dilip G. PIRAMAL | AEAPP7149H | 00032012 | Executive Director | Chairperson | | 15-05-2013 | | | 3 | 2 | 0 | |
| 2 | Ms | Radhika PIRAMAL | AANPP4319A | 02105221 | Executive Director | Not Applicable | MD | 13-07-2012 | | | 2 | 1 | 0 | |
| 3 | Mr | Ashish Saha | AMCPS1702P | 05173103 | Executive Director | Not Applicable | | 01-02-2015 | | | 1 | 1 | 0 | |
| 4 | Mr | Dipak Kumar Poddar | AACPP2010P | 00001250 | Non-Executive - Independent Director | Not Applicable | | 10-07-2014 | | 60 | 4 | 2 | 2 | |

| Annexure I | | | | | | | | | | | | | | |
|--|-----------------|----------------------|------------|----------|--------------------------------------|-------------------------|-------------------------|---|-------------------|--------------------------------|--|---|--|-------|
| Annexure I to be submitted by listed entity on quarterly basis | | | | | | | | | | | | | | |
| I. Composition of Board of Directors | | | | | | | | | | | | | | |
| Sr | Title (Mr / Ms) | Name of the Director | PAN | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of appointment in the current term | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity | Number 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 | Notes |
| 5 | Mr | Gulu L. Mirchandani | AACPM1610N | 00026664 | Non-Executive - Independent Director | Not Applicable | | 10-07-2014 | | 60 | 5 | 2 | 0 | |
| 6 | Mr | Vijay Kalantri | AACP4653P | 00019510 | Non-Executive - Independent Director | Not Applicable | | 10-07-2014 | | 60 | 1 | 2 | 1 | |
| 7 | Mr | Nabankur Gupta | ACHPG2150L | 00020125 | Non-Executive - Independent Director | Not Applicable | | 10-07-2014 | | 60 | 5 | 4 | 2 | |
| 8 | Mr | Rajeev Gupta | AAAPG1185E | 00241501 | Non-Executive - Independent Director | Not Applicable | | 10-07-2014 | | 60 | 6 | 5 | 0 | |

| Annexure I | | | | | | | | | | | | | | |
|---|-----------------|----------------------|------------|----------|--------------------------------------|-------------------------|-------------------------|---|-------------------|--------------------------------|--|---|--|-------|
| Annexure I to be submitted by listed entity on quarterly basis | | | | | | | | | | | | | | |
| I. Composition of Board of Directors | | | | | | | | | | | | | | |
| Sr | Title (Mr / Ms) | Name of the Director | PAN | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of appointment in the current term | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity | Number 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 | Notes |
| 9 | Mr | Amit Jatia | AAEPJ8462D | 00016871 | Non-Executive - Independent Director | Not Applicable | | 24-07-2015 | | 60 | 3 | 3 | 0 | |

| Annexure 1 | | | | | |
|--|---------------------------------------|---------------------------|--------------------------------------|-------------------------|-------------------------|
| II. Composition of Committees | | | | | |
| Disclosure of notes on composition of committees explanatory | | | | | |
| Is there any change in composition of committees compare to previous quarter | | | | | |
| Sr | Name Of Committee | Name of Committee members | Category 1 of directors | Category 2 of directors | Name of other committee |
| 1 | Audit Committee | Mr. D. K. Poddar | Non-Executive - Independent Director | Chairperson | |
| 2 | Audit Committee | Mr. Dilip G. Piramal | Executive Director | Member | |
| 3 | Audit Committee | Mr. Vijay Kalantri | Non-Executive - Independent Director | Member | |
| 4 | Audit Committee | Mr. G. L. Mirchandani | Non-Executive - Independent Director | Member | |
| 5 | Stakeholders Relationship Committee | Mr. Vijay Kalantri | Non-Executive - Independent Director | Chairperson | |
| 6 | Stakeholders Relationship Committee | Mr. Dilip G. Piramal | Executive Director | Member | |
| 7 | Stakeholders Relationship Committee | Mr. Ashish Saha | Executive Director | Member | |
| 8 | Nomination and remuneration committee | Mr. D. K. Poddar | Non-Executive - Independent Director | Chairperson | |
| 9 | Nomination and remuneration committee | Mr. Dilip G. Piramal | Executive Director | Member | |
| 10 | Nomination and remuneration committee | Mr. Nabankar Gupta | Non-Executive - Independent Director | Member | |

Annexure 1

II. Composition of Committees

| Sr | Name Of Committee | Name of Committee members | Category 1 of directors | Category 2 of directors | Name of other committee |
|----|---|---------------------------|--------------------------------------|-------------------------|-------------------------|
| 11 | Nomination and remuneration committee | Mr. G. L. Mirchandani | Non-Executive - Independent Director | Member | |
| 12 | Corporate Social Responsibility Committee | Mr. Vijay Kalantri | Non-Executive - Independent Director | Chairperson | |
| 13 | Corporate Social Responsibility Committee | Mr. Dilip G. Piramal | Executive Director | Member | |
| 14 | Corporate Social Responsibility Committee | Ms. Radhika Piramal | Executive Director | Member | |

| Annexure 1 | | | |
|--|---|--|---|
| Annexure 1 | | | |
| III. Meeting of Board of Directors | | | |
| Disclosure of notes on meeting of board of directors explanatory | | | |
| Sr | Date(s) of meeting (if any) in the previous quarter | Date(s) of meeting (if any) in the current quarter | Maximum gap between any two consecutive (in number of days) |
| 1 | 01-02-2016 | | |
| 2 | | 29-04-2016 | 87 |
| 3 | | 25-05-2016 | 25 |

| Annexure 1 | | | | | | |
|--|-------------------------------------|---|--|--|---|--|
| IV. Meeting of Committees | | | | | | |
| Disclosure of notes on meeting of committees explanatory | | | | | | |
| Sr | Name of Committee | Date(s) of meeting of the committee in the relevant quarter | Whether requirement of Quorum met (Yes/No) | Requirement of Quorum met (details) | Date(s) of meeting of the committee in the previous quarter | Maximum gap between any two consecutive meetings (in number of days) |
| 1 | Stakeholders Relationship Committee | 05-04-2016 | Yes | Mr. Vijay Kalantri, Mr. Dilip G. Piramal and Mr. Ashish Saha | 05-01-2016 | 90 |
| 2 | Stakeholders Relationship Committee | 12-04-2016 | Yes | Mr. Vijay Kalantri, Mr. Dilip G. Piramal and Mr. Ashish Saha | 12-01-2016 | 90 |
| 3 | Stakeholders Relationship Committee | 19-04-2016 | Yes | Mr. Vijay Kalantri, Mr. Dilip G. Piramal and Mr. Ashish Saha | 19-01-2016 | 90 |
| 4 | Stakeholders Relationship Committee | 26-04-2016 | Yes | Mr. Vijay Kalantri, Mr. Dilip G. Piramal and Mr. Ashish Saha | 26-01-2016 | 90 |
| 5 | Stakeholders Relationship Committee | 03-05-2016 | Yes | Mr. Vijay Kalantri, Mr. Dilip G. Piramal and Mr. Ashish Saha | 02-02-2016 | 90 |
| 6 | Stakeholders Relationship Committee | 10-05-2016 | Yes | Mr. Vijay Kalantri, Mr. Dilip G. Piramal and Mr. Ashish Saha | 09-02-2016 | 90 |

| Annexure 1 | | | | | | |
|----------------------------------|---|---|--|--|---|--|
| IV. Meeting of Committees | | | | | | |
| Sr | Name of Committee | Date(s) of meeting of the committee in the relevant quarter | Whether requirement of Quorum met (Yes/No) | Requirement of Quorum met (details) | Date(s) of meeting of the committee in the previous quarter | Maximum gap between any two consecutive meetings (in number of days) |
| 7 | Stakeholders Relationship Committee | 17-05-2016 | Yes | Mr. Vijay Kalantri, Mr. Dilip G. Piramal and Mr. Ashish Saha | 16-02-2016 | 90 |
| 8 | Stakeholders Relationship Committee | 24-05-2016 | Yes | Mr. Vijay Kalantri, Mr. Dilip G. Piramal and Mr. Ashish Saha | 23-02-2016 | 90 |
| 9 | Stakeholders Relationship Committee | 31-05-2016 | Yes | Mr. Vijay Kalantri, Mr. Dilip G. Piramal and Mr. Ashish Saha | 01-03-2016 | 90 |
| 10 | Stakeholders Relationship Committee | 07-06-2016 | Yes | Mr. Vijay Kalantri, Mr. Dilip G. Piramal and Mr. Ashish Saha | 08-03-2016 | 90 |
| 11 | Stakeholders Relationship Committee | 14-06-2016 | Yes | Mr. Vijay Kalantri, Mr. Dilip G. Piramal and Mr. Ashish Saha | 15-03-2016 | 90 |
| 12 | Stakeholders Relationship Committee | 21-06-2016 | Yes | Mr. Vijay Kalantri, Mr. Dilip G. Piramal and Mr. Ashish Saha | 22-03-2016 | 90 |
| 13 | Stakeholders Relationship Committee | 28-06-2016 | Yes | Mr. Vijay Kalantri, Mr. Dilip G. Piramal and Mr. Ashish Saha | 29-03-2016 | 90 |
| 14 | Audit Committee | 25-05-2016 | Yes | Mr. D. K. Poddar, Mr. Dilip G. Piramal, Mr. Vijay Kalantri and Mr G. L. Mirchandani | 01-02-2016 | 113 |
| 15 | Corporate Social Responsibility Committee | | Yes | Mr. Vijay Kalantri, Mr. Dilip G. Piramal and Ms. Radhika Piramal | 01-02-2016 | |
| 16 | Nomination and remuneration committee | 25-05-2016 | Yes | Mr. D. K. Poddar, Mr. Dilip G. Piramal, Mr. Nabankar Gupta and Mr. G. L. Mirchandani | | |

Annexure 1**V. Related Party Transactions**

| Sr | Subject | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
|----|--|-------------------------------|--|
| 1 | Whether prior approval of audit committee obtained | Yes | |
| 2 | Whether shareholder approval obtained for material RPT | NA | |
| 3 | Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | NA | |

| Annexure 1 | | |
|-------------------------|--|----------------------------|
| VI. Affirmations | | |
| Sr | Subject | Compliance status (Yes/No) |
| 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 |
| 3 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee | Yes |
| 4 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee | Yes |
| 5 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities) | NA |
| 6 | 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 |
| 7 | 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 |
| 8 | This report and/or the report submitted in the previous quarter has been placed before Board of Directors. | Yes |

| Signatory Details | |
|--------------------------|---------------------|
| Name of signatory | Ms. Radhika Piramal |
| Designation of person | Managing Director |
| Place | Mumbai |
| Date | 11-07-2016 |

