

General information about company	
Scrip code	507880
NSE Symbol	VIPIND
MSEI Symbol	notlisted
ISIN	INE054A01027
Name of the entity	V.I.P. Industries Limited
Date of start of financial year	01-04-2018
Date of end of financial year	31-03-2019
Reporting Quarter	Yearly
Date of Report	31-03-2019
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

Wether the listed entity has a Regular Chairperson

Yes

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 (Refer Regulation 25(1) of Listing Regulations)	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)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	Dilip G. Piramal	AEAPP7149H	00032012	Non-Executive - Non Independent Director	Chairperson		25-03-2019			2	2	0		
2	Ms	Radhika Piramal	AANPP4319A	02105221	Executive Director	Not Applicable		07-04-2017			1	0	0		
3	Mr	Sudip Ghose	AFYPG8372C	08351249	Executive Director	Not Applicable		08-02-2019			0	0	0		
4	Mr	Ashish Saha	AMCPS1702P	05173103	Executive Director	Not Applicable		01-02-2018			0	1	0		

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

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 (Refer Regulation 25(1) of Listing Regulations)	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)	Notes for not providing PAN	Notes for not providing DIN
5	Mr	Dipak Kumar Poddar	AACPP2010P	00001250	Non-Executive - Independent Director	Not Applicable		10-07-2014		60	2	3	2		
6	Mr	Gulu L. Mirchandani	AACPM1610N	00026664	Non-Executive - Independent Director	Not Applicable		10-07-2014		60	2	2	1		
7	Mr	Rajeev Gupta	AAAPG1185E	00241501	Non-Executive - Independent Director	Not Applicable		10-07-2014		60	6	6	0		
8	Mr	Amit Jatia	AAEPI8462D	00016871	Non-Executive - Independent Director	Not Applicable		24-07-2015		60	3	3	0		

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00001250	Mr. Dipak Kumar Poddar	Non-Executive - Independent Director	Chairperson	24-01-2001		
2	00032012	Mr. Dilip G. Piramal	Non-Executive - Non Independent Director	Member	30-01-2007		
3	00026664	Mr. Gulu L. Mirchandani	Non-Executive - Independent Director	Member	30-01-2007		
4	00241501	Mr. Rajeev Gupta	Non-Executive - Independent Director	Member	22-05-2018		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00001250	Mr. Dipak Kumar Poddar	Non-Executive - Independent Director	Chairperson	27-07-2004		
2	00032012	Mr. Dilip G. Piramal	Non-Executive - Non Independent Director	Member	30-01-2007		
3	00026664	Mr. Gulu L. Mirchandani	Non-Executive - Independent Director	Member	30-01-2007		
4	00016871	Mr. Amit Jatia	Non-Executive - Independent Director	Member	20-12-2018		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00026664	Mr. Gulu L. Mirchandani	Non-Executive - Independent Director	Chairperson	22-05-2018		
2	00032012	Mr. Dilip G. Piramal	Non-Executive - Non Independent Director	Member	30-07-1986		
3	05173103	Mr. Ashish Saha	Executive Director	Member	29-10-2014		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00001250	Mr. Dipak Kumar Poddar	Non-Executive - Independent Director	Chairperson	22-05-2018		
2	00032012	Mr. Dilip G. Piramal	Non-Executive - Non Independent Director	Member	20-05-2014		
3	02105221	Ms. Radhika Piramal	Executive Director	Member	20-05-2014		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

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)	Notes for not providing Date
1	14-11-2018			
2		08-02-2019		

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	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee	Reason for not providing date
1	Audit Committee	08-02-2019	Yes		14-11-2018	85		
2	Nomination and remuneration committee	08-02-2019	Yes					Before 8th February, 2019 a meeting of Nomination Remuneration Committee was held on 17th July, 2018.
3	Stakeholders Relationship Committee	08-01-2019	Yes		15-10-2018	84		
4	Stakeholders Relationship Committee	21-01-2019	Yes		24-10-2018	88		
5	Stakeholders Relationship Committee	04-02-2019	Yes		29-10-2018	97		
6	Stakeholders Relationship Committee	20-02-2019	Yes		06-11-2018	105		

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	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee	Reason for not providing date
7	Stakeholders Relationship Committee	07-03-2019	Yes		22-11-2018	104		
8	Stakeholders Relationship Committee	25-03-2019	Yes		10-12-2018	104		
9	Stakeholders Relationship Committee		Yes		20-12-2018			Before 8th January, 2019 a meeting of Stakeholder Relationship Committee was held on 20th December, 2018.

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	Yes	

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

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Anand Daga
2	Designation	Company Secretary and Compliance Officer

Annexure II**Annexure II 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**

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		http://www.vipindustries.co.in/brands.php
2	Terms and conditions of appointment of independent directors	Yes		http://www.vipindustries.co.in/corporate-governance.php
3	Composition of various committees of board of directors	Yes		http://www.vipindustries.co.in/board-of-directors.php
4	Code of conduct of board of directors and senior management personnel	Yes		http://www.vipindustries.co.in/corporate-governance.php
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		http://www.vipindustries.co.in/policies.php
6	Criteria of making payments to non-executive directors	Yes		http://www.vipindustries.co.in/policies.php
7	Policy on dealing with related party transactions	Yes		http://www.vipindustries.co.in/policies.php
8	Policy for determining 'material' subsidiaries	Yes		http://www.vipindustries.co.in/policies.php
9	Details of familiarization programmes imparted to independent directors	Yes		http://www.vipindustries.co.in/corporate-governance.php

Annexure II**Annexure II 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**

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		http://www.vipindustries.co.in/contact.php
11	email address for grievance redressal and other relevant details	Yes		http://www.vipindustries.co.in/contact.php
12	Financial results	Yes		http://www.vipindustries.co.in/financial-information.php
13	Shareholding pattern	Yes		http://www.vipindustries.co.in/investor-information.php#1
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	NA		

Annexure II**II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25 (6)	Yes	
2	Board composition	17(1)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	Yes	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	NA	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	Yes	

Annexure II**II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
20	Approval for material related party transactions	23(4)	NA	

Annexure II**II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4), (5) & (6)	Yes	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

Annexure II		
1	Name of signatory	Anand Daga
2	Designation	Company Secretary and Compliance Officer

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Annexure II

III. Affirmations

Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
	Any other information to be provided	

Annexure II		
1	Name of signatory	Anand Daga
2	Designation	Company Secretary and Compliance Officer

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2	Designation	Company Secretary and Compliance Officer

Signatory Details	
Name of signatory	Anand Daga
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	15-04-2019

